

SPMS STICHTING PENSIOENFONDS MEDISCH SPECIALISTEN ALL VOTES

01/04/2024 to 30/06/2024

Date range covered : 04/01/2024 to 06/30/2024

10X Genomics, Inc.**Meeting Date:** 06/11/2024**Country:** USA**Ticker:** TXG**Meeting Type:** Annual**Primary ISIN:** US88025U1097**Primary SEDOL:** BKS3RS7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Director Kimberly J. Popovits	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Permit Board to Amend Bylaws Without Shareholder Consent	Mgmt	For	Against
<i>Voter Rationale: Allowing the board to amend the bylaws without shareholder consent would reduce shareholder rights.</i>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: A vote AGAINST this proposal is warranted. Although a majority of the CEO's annual and long-term incentives were tied to clearly disclosed objective metrics, his total target LTI award value was relatively high and there are concerns with respect to the structure of FY23 PSUs, disclosure under the annual incentive program, and the proportion of objective performance conditions for other NEOs.</i>				

3M Company**Meeting Date:** 05/14/2024**Country:** USA**Ticker:** MMM**Meeting Type:** Annual**Primary ISIN:** US88579Y1010**Primary SEDOL:** 2595708

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Thomas "Tony" K. Brown	Mgmt	For	For
1b	Elect Director William M. Brown	Mgmt	For	For
1c	Elect Director Audrey Choi	Mgmt	For	For
1d	Elect Director Anne H. Chow	Mgmt	For	For
1e	Elect Director David B. Dillon	Mgmt	For	For
1f	Elect Director James R. Fitterling	Mgmt	For	For
1g	Elect Director Amy E. Hood	Mgmt	For	For
1h	Elect Director Suzan Kereere	Mgmt	For	For
1i	Elect Director Gregory R. Page	Mgmt	For	For
1j	Elect Director Pedro J. Pizarro	Mgmt	For	For

3M Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1k	Elect Director Michael F. Roman	Mgmt	For	For
1l	Elect Director Thomas W. Sweet	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>				
4	Adopt Share Retention Policy For Senior Executives	SH	Against	Against

A. O. Smith Corporation

Meeting Date: 04/09/2024

Country: USA

Ticker: AOS

Meeting Type: Annual

Primary ISIN: US8318652091

Primary SEDOL: 2816023

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Victoria M. Holt	Mgmt	For	Withhold
<i>Voter Rationale: The board has not demonstrated adequate responsiveness to director Ronald Brown's failure to receive majority support at the last annual meeting.</i>				
1.2	Elect Director Ilham Kadri	Mgmt	For	Withhold
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1.3	Elect Director Michael M. Larsen	Mgmt	For	For
1.4	Elect Director Christopher L. Mapes	Mgmt	For	Withhold
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
4	Report on Company's Hiring Practices with Respect to Formerly Incarcerated People	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				

A10 Networks, Inc.

Meeting Date: 05/09/2024

Country: USA

Ticker: ATEN

Meeting Type: Annual

Primary ISIN: US0021211018

Primary SEDOL: BKQVBN6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Tor R. Braham	Mgmt	For	For
1b	Elect Director Peter Y. Chung	Mgmt	For	For
1c	Elect Director Eric Singer	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1d	Elect Director Dhrupad Trivedi	Mgmt	For	For
1e	Elect Director Dana Wolf	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For

AAON, Inc.

Meeting Date: 05/21/2024

Country: USA

Ticker: AAON

Meeting Type: Annual

Primary ISIN: US0003602069

Primary SEDOL: 2268130

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Norman H. Asbjornson	Mgmt	For	For
1b	Elect Director Gary D. Fields	Mgmt	For	For
1c	Elect Director Angela E. Kouplen	Mgmt	For	For
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Increase Authorized Common Stock	Mgmt	For	For
5	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Abbott Laboratories

Meeting Date: 04/26/2024

Country: USA

Ticker: ABT

Meeting Type: Annual

Primary ISIN: US0028241000

Primary SEDOL: 2002305

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Robert J. Alpern	Mgmt	For	For
1.2	Elect Director Claire Babineaux-Fontenot	Mgmt	For	For
1.3	Elect Director Sally E. Blount	Mgmt	For	For
1.4	Elect Director Robert B. Ford	Mgmt	For	For
1.5	Elect Director Paola Gonzalez	Mgmt	For	For
1.6	Elect Director Michelle A. Kumbier	Mgmt	For	For
1.7	Elect Director Darren W. McDew	Mgmt	For	For
1.8	Elect Director Nancy McKinstry	Mgmt	For	For
1.9	Elect Director Michael G. O'Grady	Mgmt	For	For
1.10	Elect Director Michael F. Roman	Mgmt	For	For
1.11	Elect Director Daniel J. Starks	Mgmt	For	For
1.12	Elect Director John G. Stratton	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant</i>				

AbbVie Inc.

Meeting Date: 05/03/2024

Country: USA

Ticker: ABBV

Meeting Type: Annual

Primary ISIN: US00287Y1091

Primary SEDOL: B92SR70

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Roxanne S. Austin	Mgmt	For	For
1b	Elect Director Richard A. Gonzalez	Mgmt	For	For
1c	Elect Director Susan E. Quaggin	Mgmt	For	For
1d	Elect Director Rebecca B. Roberts	Mgmt	For	For
1e	Elect Director Glenn F. Tilton	Mgmt	For	For

AbbVie Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	<i>Voter Rationale: We support an annual say on pay frequency.</i>			
5	Eliminate Supermajority Vote Requirement	Mgmt	For	For
	<i>Voter Rationale: Board efforts to reduce supermajority provisions are appreciated, as they create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>			
6	Adopt Simple Majority Vote	SH	Against	For
	<i>Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>			
7	Report on Lobbying Payments and Policy	SH	Against	For
	<i>Voter Rationale: Comprehensive, aggregate disclosure on political spending is best practice. Disclosure should include all state and local donations including support for 527 organizations and ballot initiatives. In addition, the company should identify key relationships with trade associations that engage in lobbying on the corporation's behalf, as well as describe its policies and processes for giving. We ask that the board provide ultimate oversight for political donations.</i>			
8	Report on Impact of Extended Patent Exclusivities on Product Access	SH	Against	Against
	<i>Voter Rationale: At this time, we believe the company's current strategy and disclosure on access are sufficient.</i>			

ABC-MART, INC.

Meeting Date: 05/28/2024	Country: Japan	Ticker: 2670
	Meeting Type: Annual	
	Primary ISIN: JP3152740001	Primary SEDOL: 6292102

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 37	Mgmt	For	For
2	Amend Articles to Increase Authorized Capital	Mgmt	For	Against
	<i>Voter Rationale: Any increase in capital greater than 50% of the issued share capital with pre-emptive rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>			
3.1	Elect Director Noguchi, Minoru	Mgmt	For	Against
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. We expect companies to disclose policies prohibiting the use of child labor and forced labor.</i>			
3.2	Elect Director Hattori, Kiichiro	Mgmt	For	For
3.3	Elect Director Katsunuma, Kiyoshi	Mgmt	For	For

ABC-MART, INC.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.4	Elect Director Kikuchi, Takashi	Mgmt	For	For
3.5	Elect Director Ishii, Yasuo	Mgmt	For	For

Abercrombie & Fitch Co.

Meeting Date: 06/12/2024 **Country:** USA **Ticker:** ANF
Meeting Type: Annual **Primary ISIN:** US0028962076 **Primary SEDOL:** 2004185

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kerri B. Anderson	Mgmt	For	For
1b	Elect Director Susie Coulter	Mgmt	For	For
1c	Elect Director James A. Goldman	Mgmt	For	For
1d	Elect Director Fran Horowitz	Mgmt	For	For
1e	Elect Director Helen E. McCluskey	Mgmt	For	For
1f	Elect Director Arturo Nunez	Mgmt	For	For
1g	Elect Director Kenneth B. Robinson	Mgmt	For	For
1h	Elect Director Nigel Travis	Mgmt	For	For
1i	Elect Director Helen Vaid	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Absa Group Ltd.

Meeting Date: 06/04/2024 **Country:** South Africa **Ticker:** ABG
Meeting Type: Annual **Primary ISIN:** ZAE000255915 **Primary SEDOL:** BFX05H3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Reappoint KPMG inc as Auditors with Riaz Muradmia as the Designated Auditor	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Reappoint PricewaterhouseCoopers Inc. as Auditors with John Bennett as the Designated Auditor	Mgmt	For	For
3.1	Re-elect Arrie Rautenbach as Director	Mgmt	For	For
3.2	Re-elect Ihron Rensburg as Director	Mgmt	For	For
3.3	Re-elect John Cummins as Director	Mgmt	For	For
3.4	Re-elect Rose Keanly as Director	Mgmt	For	For
3.5	Re-elect Sello Moloko as Director	Mgmt	For	For
<i>Voter Rationale: A vote FOR these items is warranted: * Although some governance issues have been identified, these do not justify a vote against the Directors standing for re-election at this AGM.</i>				
4.1	Elect Alison Beck as Director	Mgmt	For	For
4.2	Elect Alpheus Mangale as Director	Mgmt	For	For
4.3	Elect Luisa Diogo as Director	Mgmt	For	For
4.4	Elect Peter Mageza as Director	Mgmt	For	For
5.1	Elect Alison Beck as Member of the Group Audit and Compliance Committee	Mgmt	For	For
5.2	Elect Peter Mageza as Member of the Group Audit and Compliance Committee	Mgmt	For	For
5.3	Elect Fulvio Tonelli as Member of the Group Audit and Compliance Committee	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
5.4	Re-elect Rene van Wyk as Member of the Group Audit and Compliance Committee	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
5.5	Re-elect Tasneem Abdool-Samad as Member of the Group Audit and Compliance Committee	Mgmt	For	For
6	Place Authorised but Unissued Shares under Control of Directors	Mgmt	For	For
7	Approve Remuneration Policy	Mgmt	For	For
8	Approve Remuneration Implementation Report	Mgmt	For	For
9	Approve Remuneration of Non-Executive Directors	Mgmt	For	For
10	Authorise Repurchase of Issued Share Capital	Mgmt	For	For
11	Approve Financial Assistance in Terms of Section 44 of the Companies Act	Mgmt	For	For
12	Approve Financial Assistance in Terms of Section 45 of the Companies Act	Mgmt	For	For

Academy Sports and Outdoors, Inc.

Meeting Date: 06/06/2024

Country: USA

Ticker: ASO

Meeting Type: Annual

Primary ISIN: US00402L1070

Primary SEDOL: BN7K304

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Steve P. Lawrence	Mgmt	For	For
1b	Elect Director Brian T. Marley	Mgmt	For	For
1c	Elect Director Tom M. Nealon	Mgmt	For	For
1d	Elect Director Chris L. Turner	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Acadia Healthcare Company, Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: ACHC

Meeting Type: Annual

Primary ISIN: US00404A1097

Primary SEDOL: B65VZ37

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director E. Perot Bissell	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i>				
1b	Elect Director Vicky B. Gregg	Mgmt	For	For
1c	Elect Director Christopher H. Hunter	Mgmt	For	For
2	Declassify the Board of Directors	Mgmt	For	For
<i>Voter Rationale: The annual election of directors provides greater accountability to shareholders and is a widely accepted best practice in corporate governance. Shareholders should have the opportunity to communicate with directors regarding their performance regularly.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Acadia Pharmaceuticals Inc.

Meeting Date: 05/29/2024

Country: USA

Ticker: ACAD

Meeting Type: Annual

Primary ISIN: US0042251084

Primary SEDOL: 2713317

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Julian C. Baker	Mgmt	For	For
1.2	Elect Director Stephen R. Biggar	Mgmt	For	For
1.3	Elect Director Daniel B. Soland	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

3	Approve Omnibus Stock Plan	Mgmt	For	For
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.

Acadia Realty Trust

Meeting Date: 05/02/2024

Country: USA

Ticker: AKR

Meeting Type: Annual

Primary ISIN: US0042391096

Primary SEDOL: 2566522

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kenneth F. Bernstein	Mgmt	For	For
1b	Elect Director Mark A. Denien	Mgmt	For	For
1c	Elect Director Kenneth A. McIntyre	Mgmt	For	For
1d	Elect Director William T. Spitz	Mgmt	For	For
1e	Elect Director Lynn C. Thurber	Mgmt	For	For
1f	Elect Director Lee S. Wielansky	Mgmt	For	For
1g	Elect Director Hope B. Woodhouse	Mgmt	For	For
1h	Elect Director C. David Zoba	Mgmt	For	Against

Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.

Acadia Realty Trust

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

Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.

Accton Technology Corp.

Meeting Date: 06/13/2024

Country: Taiwan

Ticker: 2345

Meeting Type: Annual

Primary ISIN: TW0002345006

Primary SEDOL: 6005214

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Business Report and Financial Statements	Mgmt	For	For
2	Approve Plan on Profit Distribution	Mgmt	For	For
3	Approve Amendments to Articles of Association	Mgmt	For	For
	ELECT NON-INDEPENDENT DIRECTORS AND INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt		
4.1	Elect a Representative of KUAN XIN INVESTMENT CORP., with Shareholder No. 0248318, as Non-independent Director	Mgmt	For	Against
<i>Voter Rationale: Companies should provide sufficient information on directors standing for election well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
4.2	Elect HUANG, KUO HSIU, with Shareholder No. 0000712, as Non-Independent Director	Mgmt	For	For
4.3	Elect DU, HENG YI, a Representative of TING SING CO., LTD. with Shareholder No. 0192084, as Non-Independent Director	Mgmt	For	For
4.4	Elect HUANG, SHU CHIEH, with Shareholder No. B120322XXX, as Independent Director	Mgmt	For	For
4.5	Elect LEE, FA YAUH, with Shareholder No. A104398XXX, as Independent Director	Mgmt	For	For
4.6	Elect EIZO KOBAYASHI, with Shareholder No. 1949010XXX, as Independent Director	Mgmt	For	For
4.7	Elect ANKUR SINGLA, with Shareholder No. 1977032XXX, as Independent Director	Mgmt	For	For

Accton Technology Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve Release of Restrictions of Competitive Activities of Newly Appointed Directors and Representatives	Mgmt	For	For

Acerinox SA

Meeting Date: 04/19/2024	Country: Spain	Ticker: ACX
	Meeting Type: Annual	
	Primary ISIN: ES0132105018	Primary SEDOL: B01ZVZ5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Consolidated and Standalone Financial Statements	Mgmt	For	For
<i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.</i>				
2	Approve Non-Financial Information Statement	Mgmt	For	For
3	Approve Allocation of Income and Dividends	Mgmt	For	For
4	Approve Discharge of Board	Mgmt	For	For
5	Renew Appointment of PricewaterhouseCoopers as Auditor	Mgmt	For	For
6	Authorize Increase in Capital up to 50 Percent via Issuance of Equity or Equity-Linked Securities, Excluding Preemptive Rights of up to 10 Percent	Mgmt	For	For
7	Authorize Share Repurchase Program	Mgmt	For	For
8	Advisory Vote on Remuneration Report	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns.</i>				
9.1	Amend Article 24 Re: Board Positions	Mgmt	For	For
9.2	Amend Article 25 Re: Director Remuneration	Mgmt	For	For
10	Approve Remuneration Policy	Mgmt	For	For
11	Receive Amendments to Board of Directors Regulations	Mgmt		
12	Authorize Share Repurchase Program and Reissuance of Repurchased Shares to Service Long-Term Incentive Plan	Mgmt	For	For
13	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For

Acerinox SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
14	Receive Chairman Report on Updates of Company's Corporate Governance	Mgmt		
15	Receive Chairman Report on Updates Related to Sustainability and Climate Change	Mgmt		

ACI Worldwide, Inc.

Meeting Date: 06/04/2024	Country: USA	Ticker: ACIW
	Meeting Type: Annual	
	Primary ISIN: US0044981019	Primary SEDOL: 2889155

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Adalio T. Sanchez	Mgmt	For	For
1.2	Elect Director Juan A. Benitez	Mgmt	For	For
1.3	Elect Director Janet O. Estep	Mgmt	For	For
1.4	Elect Director Mary P. Harman	Mgmt	For	For
1.5	Elect Director Katrinka B. McCallum	Mgmt	For	For
1.6	Elect Director Charles E. Peters, Jr.	Mgmt	For	For
1.7	Elect Director Thomas W. Warsop, III	Mgmt	For	For
1.8	Elect Director Samir M. Zabaneh	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.

3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
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Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

ACV Auctions Inc.

Meeting Date: 05/29/2024	Country: USA	Ticker: ACVA
	Meeting Type: Annual	
	Primary ISIN: US00091G1040	Primary SEDOL: BMFPJK6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kirsten Castillo	Mgmt	For	For

ACV Auctions Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Rene F. Jones	Mgmt	For	For
1.3	Elect Director Brian Radecki	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

AdaptHealth Corp.

Meeting Date: 06/20/2024	Country: USA	Ticker: AHCO
	Meeting Type: Annual	
	Primary ISIN: US00653Q1022	Primary SEDOL: BKDRF35

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Declassify the Board of Directors	Mgmt	For	For
<i>Voter Rationale: The annual election of directors provides greater accountability to shareholders and is a widely accepted best practice in corporate governance. Shareholders should have the opportunity to communicate with directors regarding their performance regularly.</i>				
2.1	Elect Director Terence Connors	Mgmt	For	Withhold
<i>Voter Rationale: The audit committee is responsible for the integrity of the annual report and accounts. Substantial restatements of earnings are indicative of the inadequate oversight and controls by the audit committee. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i>				
2.2	Elect Director Ted Lundberg	Mgmt	For	For
2.3	Elect Director Joshua Parnes	Mgmt	For	For
2.4	Elect Director David S. Williams, III	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
3	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
5	Ratify KPMG LLP as Auditors	Mgmt	For	For
6	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

Adeia Inc.

Meeting Date: 05/09/2024

Country: USA

Ticker: ADEA

Meeting Type: Annual

Primary ISIN: US00676P1075

Primary SEDOL: BPMQ8J5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Paul E. Davis	Mgmt	For	For
1b	Elect Director V. Sue Molina	Mgmt	For	For
1c	Elect Director Daniel Moloney	Mgmt	For	For
1d	Elect Director Tonia O'Connor	Mgmt	For	For
1e	Elect Director Raghavendra Rau	Mgmt	For	For
1f	Elect Director Adam Rymer	Mgmt	For	For
1g	Elect Director Phyllis Turner-Brim	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

adidas AG

Meeting Date: 05/16/2024

Country: Germany

Ticker: ADS

Meeting Type: Annual

Primary ISIN: DE000A1EWWW0

Primary SEDOL: 4031976

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 0.70 per Share	Mgmt	For	For
3	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For
5	Approve Remuneration Report	Mgmt	For	Against
<i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
6	Approve Remuneration Policy	Mgmt	For	For
<i>Voter Rationale: .</i>				
7.1	Reelect Ian Gallienne to the Supervisory Board Until 2026 AGM	Mgmt	For	For
<i>Voter Rationale: .</i>				
7.2	Reelect Jackie Joyner-Kersey to the Supervisory Board Until 2028 AGM	Mgmt	For	For
7.3	Reelect Christian Klein to the Supervisory Board Until 2028 AGM	Mgmt	For	For
7.4	Reelect Thomas Rabe to the Supervisory Board Until 2025 AGM	Mgmt	For	Against
<i>Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 40% of the board. To ensure the effectiveness of the board, the board should include between 5 and 15 directors.</i>				
7.5	Reelect Nassef Sawiris to the Supervisory Board Until 2026 AGM	Mgmt	For	For
7.6	Reelect Bodo Uebber to the Supervisory Board Until 2027 AGM	Mgmt	For	For
7.7	Reelect Jing Ulrich to the Supervisory Board Until 2027 AGM	Mgmt	For	For
7.8	Elect Oliver Mintzlaff to the Supervisory Board Until 2028 AGM	Mgmt	For	For
8	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2024 and for the Review of Interim Financial Statements for the First Half of Fiscal Year 2024	Mgmt	For	For

Admiral Group Plc

Meeting Date: 04/25/2024

Country: United Kingdom

Ticker: ADM

Meeting Type: Annual

Primary ISIN: GB00B02J6398

Primary SEDOL: B02J639

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

Admiral Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Remuneration Report	Mgmt	For	For
3	Approve Remuneration Policy	Mgmt	For	For
4	Approve Final Dividend	Mgmt	For	For
5	Re-elect Michael Rogers as Director	Mgmt	For	For
<i>Voter Rationale: The board chairman serves as a member of the Nomination Committee.</i>				
6	Re-elect Milena Mondini-de-Focatiis as Director	Mgmt	For	For
7	Re-elect Geraint Jones as Director	Mgmt	For	For
8	Re-elect Evelyn Bourke as Director	Mgmt	For	For
9	Re-elect Michael Brierley as Director	Mgmt	For	For
10	Re-elect Andrew Crossley as Director	Mgmt	For	For
11	Re-elect Karen Green as Director	Mgmt	For	For
12	Elect Fiona Muldoon as Director	Mgmt	For	For
13	Re-elect Jayaprakasa Rangaswami as Director	Mgmt	For	For
14	Re-elect Justine Roberts as Director	Mgmt	For	For
15	Re-elect William Roberts as Director	Mgmt	For	For
16	Reappoint Deloitte LLP as Auditors	Mgmt	For	For
17	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
18	Authorise UK 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	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

Adobe Inc.

Meeting Date: 04/17/2024

Country: USA

Ticker: ADBE

Meeting Type: Annual

Primary ISIN: US00724F1012

Primary SEDOL: 2008154

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Cristiano Amon	Mgmt	For	For
1b	Elect Director Amy Banse	Mgmt	For	For
1c	Elect Director Brett Biggs	Mgmt	For	For
1d	Elect Director Melanie Boulden	Mgmt	For	For
1e	Elect Director Frank Calderoni	Mgmt	For	For
1f	Elect Director Laura Desmond	Mgmt	For	For
1g	Elect Director Shantanu Narayen	Mgmt	For	For
1h	Elect Director Spencer Neumann	Mgmt	For	For
1i	Elect Director Kathleen Oberg	Mgmt	For	For
1j	Elect Director Dheeraj Pandey	Mgmt	For	For
1k	Elect Director David Ricks	Mgmt	For	For
1l	Elect Director Daniel Rosensweig	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Adobe continues to gradually improve their executive compensation program. While we would like to see additional disclosure around the individual modifier under the annual bonus, we appreciate the move in 2024 to financial metrics that are based on fiscal year guidance, which will increase visibility for investors into the annual bonus assessment. We encourage Adobe to continue their dialogue with shareholders and appreciate the consistent updates to the executive compensation program.</i>				
5	Require a Majority Vote Standard for the Election of Directors with Mandatory Resignation Policy	SH	Against	Against
<i>Voter Rationale: There do not appear to be any recurring issues regarding failed director elections at ADBE that suggests a mandatory resignation policy is needed.</i>				
6	Report on Hiring of Persons with Arrest or Incarceration Records	SH	Against	Against
<i>Voter Rationale: The company discloses sufficient information for shareholders to be able to assess the impact of its various diversity and inclusion initiatives</i>				

Meeting Date: 05/22/2024

Country: USA
Meeting Type: Annual

Ticker: ADT

Primary ISIN: US00090Q1031

Primary SEDOL: BFWCP81

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director James D. DeVries	Mgmt	For	For
1.2	Elect Director Tracey R. Griffin	Mgmt	For	Withhold
<i>Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.3	Elect Director Benjamin Honig	Mgmt	For	For
1.4	Elect Director Lee J. Solomon	Mgmt	For	Withhold
<i>Voter Rationale: The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. A non-independent director sits on the Remuneration Committee, which we expect to be independent, as non-independent directors could hamper the committees impartiality and effectiveness. We are holding this director accountable.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	Against
<i>Voter Rationale: This plan could lead to excessive dilution. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
5	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	Against
<i>Voter Rationale: A vote AGAINST this proposal is warranted, as the decisions regarding the company's response to shareholder litigation would be made by a board that lacks accountability.</i>				
6	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Advance Logistics Investment Corp.

Meeting Date: 05/27/2024

Country: Japan

Ticker: 3493

Meeting Type: Special

Primary ISIN: JP3048770006

Primary SEDOL: BZ1KQN8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Disclose Unitholder Meeting Materials on Internet - Amend Permitted Investment Types	Mgmt	For	For

Advance Logistics Investment Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Elect Executive Director Kosaka, Kenji	Mgmt	For	For
3.1	Elect Alternate Executive Director Shoji, Junichi	Mgmt	For	For
3.2	Elect Alternate Executive Director Okubo, Akihiko	Mgmt	For	For
4.1	Elect Supervisory Director Toyama, Soichi	Mgmt	For	For
4.2	Elect Supervisory Director Shimamura, Kazuya	Mgmt	For	For
4.3	Elect Supervisory Director Ogita, Tae	Mgmt	For	For
5	Elect Alternate Supervisory Director Tokushige, Takashi	Mgmt	For	For

Advanced Energy Industries, Inc.

Meeting Date: 04/25/2024

Country: USA

Ticker: AEIS

Meeting Type: Annual

Primary ISIN: US0079731008

Primary SEDOL: 2049175

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Grant H. Beard	Mgmt	For	For
1.2	Elect Director Frederick A. Ball	Mgmt	For	For
1.3	Elect Director Anne T. DeSanto	Mgmt	For	For
1.4	Elect Director Tina M. Donikowski	Mgmt	For	For
1.5	Elect Director Ronald C. Foster	Mgmt	For	For
1.6	Elect Director Stephen D. Kelley	Mgmt	For	For
1.7	Elect Director Lanesha T. Minnix	Mgmt	For	For
1.8	Elect Director David W. Reed	Mgmt	For	For
1.9	Elect Director John A. Roush	Mgmt	For	For
1.10	Elect Director Brian M. Shirley	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
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Amend Certificate of Incorporation to Provide for the Exculpation of Certain Officers	Mgmt	For	For

Advanced Micro Devices, Inc.

Meeting Date: 05/08/2024

Country: USA

Ticker: AMD

Meeting Type: Annual

Primary ISIN: US0079031078

Primary SEDOL: 2007849

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Nora M. Denzel	Mgmt	For	For
1b	Elect Director Mark Durcan	Mgmt	For	For
1c	Elect Director Michael P. Gregoire	Mgmt	For	For
1d	Elect Director Joseph A. Householder	Mgmt	For	For
1e	Elect Director John W. Marren	Mgmt	For	For
1f	Elect Director Jon A. Olson	Mgmt	For	For
1g	Elect Director Lisa T. Su	Mgmt	For	For
1h	Elect Director Abhi Y. Talwalkar	Mgmt	For	Against

Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.

1i	Elect Director Elizabeth W. Vanderslice	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
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Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For
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Voter Rationale: Holders of significant share capital should be entitled to call a special meeting. A total holding requirement of 10% is a suitable threshold to prevent abuse.

Advantest Corp.

Meeting Date: 06/28/2024

Country: Japan

Ticker: 6857

Meeting Type: Annual

Primary ISIN: JP3122400009

Primary SEDOL: 6870490

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Douglas Lefever	Mgmt	For	For
1.2	Elect Director Tsukui, Koichi	Mgmt	For	For
1.3	Elect Director Yoshida, Yoshiaki	Mgmt	For	For
1.4	Elect Director Urabe, Toshimitsu	Mgmt	For	For

Advantest Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director Nicholas Benes	Mgmt	For	For
1.6	Elect Director Nishida, Naoto	Mgmt	For	For
2	Elect Director and Audit Committee Member Sumida, Sayaka	Mgmt	For	For
3	Elect Alternate Director and Audit Committee Member Nishida, Naoto	Mgmt	For	For
4	Approve Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For
5	Approve Restricted Stock Plan	Mgmt	For	Against
<i>Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.</i>				
6	Approve Performance Share Plan	Mgmt	For	For
7	Approve Restricted Stock Plan	Mgmt	For	Against
8	Approve Restricted Stock Plan	Mgmt	For	Against

Adyen NV

Meeting Date: 05/16/2024

Country: Netherlands

Ticker: ADYEN

Meeting Type: Annual

Primary ISIN: NL0012969182

Primary SEDOL: BZ1HM42

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Open Meeting	Mgmt		
2.a	Receive Report of Management Board and Supervisory Board (Non-Voting)	Mgmt		
2.b	Approve Remuneration Report	Mgmt	For	For
<i>Voter Rationale: .</i>				
2.c	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
2.d	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt		
3	Approve Discharge of Management Board	Mgmt	For	For
4	Approve Discharge of Supervisory Board	Mgmt	For	For
5	Elect Adine Grate to Supervisory Board	Mgmt	For	For
6	Reelect Piero Overmars to Supervisory Board	Mgmt	For	For

Adyen NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Reelect Caoimhe Keogan to Supervisory Board	Mgmt	For	For
<i>Voter Rationale: .</i>				
8	Grant Board Authority to Issue Shares Up to 10 Percent of Issued Capital	Mgmt	For	For
9	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For
10	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
11	Reappoint PwC as Auditors	Mgmt	For	For
12	Close Meeting	Mgmt		

Aedifica SA

Meeting Date: 05/14/2024

Country: Belgium

Ticker: AED

Meeting Type: Annual

Primary ISIN: BE0003851681

Primary SEDOL: B1G5XP1

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		
4.1	Approve Financial Statements and Allocation of Income	Mgmt	For	For
4.2	Approve Dividends of EUR 3.80 Per Share	Mgmt	For	For
5	Approve Remuneration Report	Mgmt	For	For
<i>Voter Rationale: .</i>				
6.1	Approve Discharge of Serge Wibaut as Director	Mgmt	For	For
6.2	Approve Discharge of Stefaan Gielens as Director	Mgmt	For	For
6.3	Approve Discharge of Ingrid Daerden as Director	Mgmt	For	For
6.4	Approve Discharge of Sven Bogaerts as Director	Mgmt	For	For
6.5	Approve Discharge of Katrien Kesteloot as Director	Mgmt	For	For
6.6	Approve Discharge of Elisabeth May-Roberti as Director	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6.7	Approve Discharge of Luc Plasman as Director	Mgmt	For	For
6.8	Approve Discharge of Marleen Willekens as Director	Mgmt	For	For
6.9	Approve Discharge of Charles-Antoine van Aelst as Director	Mgmt	For	For
6.10	Approve Discharge of Pertti Huuskonen as Director	Mgmt	For	For
6.11	Approve Discharge of Henrike Waldburg as Director	Mgmt	For	For
6.12	Approve Discharge of Raoul Thomassen as Director	Mgmt	For	For
6.13	Approve Discharge of Jean Franken as Director	Mgmt	For	For
7	Approve Discharge of EY BV/SRL, Represented by Joeri Klaykens, as Auditors	Mgmt	For	For
8.1a	Reelect Serge Wibaut as Independent Director	Mgmt	For	For
8.1b	Reelect Katrien Kesteloot as Independent Director	Mgmt	For	For
8.1c	Reelect Elisabeth May-Roberti as Independent Director	Mgmt	For	For
8.1d	Reelect Stefaan Gielens as Director	Mgmt	For	For
8.2	Approve Remuneration of Serge Wibaut, Katrien Kesteloot, and Elisabeth May-Roberti as non-executive Independent Directors Stefaan Gielens In Line With the Remuneration Policy	Mgmt	For	For
9.1	Elect Kari Pitkin as Director	Mgmt	For	For
9.2	Approve Remuneration of Non-Executive Directors	Mgmt	For	For
10.1	Ratify Ernst & Young BV SRL, Represented by Christophe Boschmans, as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
10.2	Approve Auditors' Remuneration	Mgmt	For	For
11.1	Approve Change-of-Control Clause Re: Credit Agreement with Belfius Bank NV/SA dated 30 March 2023	Mgmt	For	For
11.2	Approve Change-of-Control Clause Re: Credit Agreement with Societe Generale dated 8 June 2023	Mgmt	For	For
11.3	Approve Change-of-Control Clause Re: Credit Agreement with BNP Paribas Fortis NV/SA dated 15 June 2023	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
11.4	Approve Change-of-Control Clause Re: Credit Agreement with ABN Amro Bank NV/SA dated 15 June 2023	Mgmt	For	For
11.5	Approve Change-of-Control Clause Re: Credit Agreement with Banque Europeenne du Credit Mutuel SAS (BECM) dated 25 July 2023	Mgmt	For	For
11.6	Approve Change-of-Control Clause Re: Credit Agreement with ING Belgium NV/SA dated 29 August 2023	Mgmt	For	For
11.7	Approve Change-of-Control Clause Re: Credit Agreement with Triodos Bank NV/SA dated 10 October 2023	Mgmt	For	For
11.8	Approve Change-of-Control Clause Re: Credit Agreement with Hoivatilat and OP Corporate Bank dated 5 December 2023	Mgmt	For	For
11.9	Approve Change-of-Control Clause Re: Credit Agreement with ABN Amro Bank NV/SA dated 7 December 2023	Mgmt	For	For
12.1	Adopt Financial Statements of J.R.C.I. NV/SA	Mgmt	For	For
12.2	Adopt Financial Statements of Melot BV/SRL	Mgmt	For	For
13.1	Approve Discharge of Aedifica NV/SA, Permanently Represented by Stefaan Gielens, as Director of J.R.C.I. NV/SA	Mgmt	For	For
13.2	Approve Discharge of Ingrid Daerden as Director of J.R.C.I. NV/SA	Mgmt	For	For
13.3	Approve Discharge of Sven Bogaerts as Director of J.R.C.I. NV/SA	Mgmt	For	For
13.4	Approve Discharge of Charles-Antoine Van Aelst as Director of J.R.C.I. NV/SA	Mgmt	For	For
13.5	Approve Discharge of Raoul Thomassen as Director of J.R.C.I. NV/SA	Mgmt	For	For
13.6	Approve Discharge of Aedifica NV/SA, Permanently Represented by Sven Bogaerts, as Director Melot BV/SRL	Mgmt	For	For
13.7	Approve Discharge of Stefaan Gielens as Director Melot BV/SRL	Mgmt	For	For
13.8	Approve Discharge of Ingrid Daerden as Director Melot BV/SRL	Mgmt	For	For
13.9	Approve Discharge of Charles-Antoine Van Aelst as Director Melot BV/SRL	Mgmt	For	For
13.10	Approve Discharge of Raoul Thomassen as Director Melot BV/SRL	Mgmt	For	For
14.1	Approve Discharge of EY BV/SRL, Represented by Joeri Klaykens, as Auditors of J.R.C.I. NV/SA	Mgmt	For	For
14.2	Approve Discharge of EY BV/SRL, Represented by Joeri Klaykens, as Auditors of Melot BV/SRL	Mgmt	For	For

Aedifica SA

Meeting Date: 05/14/2024

Country: Belgium

Ticker: AED

Meeting Type: Extraordinary Shareholders

Primary ISIN: BE0003851681

Primary SEDOL: B1G5XP1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Extraordinary Shareholders' Meeting Agenda Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For
<i>Voter Rationale:</i> .				
2.1	Receive Special Board Report	Mgmt		
2.2.1	Authorize Increase in Share Capital of up to 50 Percent of Authorized Capital With Preemptive Rights by Cash	Mgmt	For	For
<i>Voter Rationale:</i> .				
2.2.2	Approve Authorization to Increase Share Capital up to 20 Percent by Distribution of Optional Dividend	Mgmt	For	For
<i>Voter Rationale:</i> .				
2.2.3	Authorize Increase in Share Capital of up to 10 Percent of Authorized Capital Without Preemptive Rights by Various Means	Mgmt	For	For
3	Authorize Implementation of Approved Resolutions and Filing of Required Documents/Formalities at Trade Registry	Mgmt	For	For

AEM Holdings Ltd.

Meeting Date: 04/24/2024

Country: Singapore

Ticker: AWX

Meeting Type: Annual

Primary ISIN: SG1BA1000003

Primary SEDOL: BXC7XC2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
<i>Voter Rationale:</i> Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.				
2	Elect Chok Yean Hung as Director	Mgmt	For	Against
<i>Voter Rationale:</i> The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.				
3	Elect Loh Kin Wah as Director	Mgmt	For	For
4	Elect Tham Min Yew as Director	Mgmt	For	For

AEM Holdings Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve Directors' Fees	Mgmt	For	For
6	Approve KPMG 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	Authorize Share Repurchase Program	Mgmt	For	For
9	Adopt AEM Restricted Share Plan 2024	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>				
10	Approve Grant of Awards and Issuance of Shares Under AEM Restricted Share Plan 2024	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>				
11	Amend AEM Performance Share Plan 2017	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>				
12	Approve Grant of Awards and Issuance of Shares Under AEM Performance Share Plan 2017	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>				

AEON Co., Ltd.

Meeting Date: 05/29/2024

Country: Japan

Ticker: 8267

Meeting Type: Annual

Primary ISIN: JP3388200002

Primary SEDOL: 6480048

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Okada, Motoya	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance. The remuneration committee should be majority independent and this director's membership could hamper the committee's impartiality and effectiveness. The nominating committee should be majority independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
1.2	Elect Director Yoshida, Akio	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				
1.3	Elect Director Habu, Yuki	Mgmt	For	Against
<i>Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity.</i>				
1.4	Elect Director Tsuchiya, Mitsuko	Mgmt	For	Against
<i>Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity.</i>				

AEON Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director Tsukamoto, Takashi	Mgmt	For	Against
<p><i>Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent. The remuneration committee should be majority independent and this director's membership could hamper the committee's impartiality and effectiveness. The nominating committee should be majority independent and this director's membership could hamper the committee's impartiality and effectiveness.</i></p>				
1.6	Elect Director Peter Child	Mgmt	For	For
1.7	Elect Director Carrie Yu	Mgmt	For	For
1.8	Elect Director Hayashi, Makoto	Mgmt	For	For
1.9	Elect Director Richard Collasse	Mgmt	For	For
2	Approve Takeover Defense Plan (Poison Pill)	Mgmt	For	Against
<p><i>Voter Rationale: Where poison pills are adopted, they should be approved by shareholders prior to deployment at least every three years, include independent oversight, and be of a limited duration. The best defence against a take-over is strong management.</i></p>				

AEON Financial Service Co., Ltd.

Meeting Date: 05/24/2024

Country: Japan

Ticker: 8570

Meeting Type: Annual

Primary ISIN: JP3131400008

Primary SEDOL: 6037734

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Shirakawa, Shunsuke	Mgmt	For	Against
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i></p>				
1.2	Elect Director Fujita, Kenji	Mgmt	For	Against
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i></p>				
1.3	Elect Director Tamai, Mitsugu	Mgmt	For	For
1.4	Elect Director Kisaka, Yuro	Mgmt	For	For
1.5	Elect Director Mitsufuji, Tomoyuki	Mgmt	For	For
1.6	Elect Director Arima, Kazuaki	Mgmt	For	For
1.7	Elect Director Watanabe, Hiroyuki	Mgmt	For	For
1.8	Elect Director Ojima, Tsukasa	Mgmt	For	For
1.9	Elect Director Nakajima, Yoshimi	Mgmt	For	For
1.10	Elect Director Yamazawa, Kotaro	Mgmt	For	For
1.11	Elect Director Sakuma, Tatsuya	Mgmt	For	For
1.12	Elect Director Nagasaka, Takashi	Mgmt	For	For

AEON Financial Service Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Appoint Statutory Auditor Ono, Yasuko	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				

AEON Mall Co., Ltd.

Meeting Date: 05/23/2024	Country: Japan	Ticker: 8905	
	Meeting Type: Annual		
		Primary ISIN: JP3131430005	Primary SEDOL: 6534202

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ono, Keiji	Mgmt	For	For
1.2	Elect Director Fujiki, Mitsuhiro	Mgmt	For	For
1.3	Elect Director Hayami, Hideki	Mgmt	For	For
1.4	Elect Director Okada, Motoya	Mgmt	For	For
1.5	Elect Director Minami, Shinichiro	Mgmt	For	For
1.6	Elect Director Isobe, Daisuke	Mgmt	For	For
1.7	Elect Director Tsuboya, Masayuki	Mgmt	For	For
1.8	Elect Director Koshizuka, Kunihiro	Mgmt	For	For
1.9	Elect Director Enomoto, Chisa	Mgmt	For	For
1.10	Elect Director Kurosaki, Hironobu	Mgmt	For	For
1.11	Elect Director Owada, Junko	Mgmt	For	For
1.12	Elect Director Taki, Junko	Mgmt	For	For

Affiliated Managers Group, Inc.

Meeting Date: 05/22/2024	Country: USA	Ticker: AMG	
	Meeting Type: Annual		
		Primary ISIN: US0082521081	Primary SEDOL: 2127899

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Karen L. Alvingham	Mgmt	For	For
1b	Elect Director Dwight D. Churchill	Mgmt	For	For
1c	Elect Director Annette Franqui	Mgmt	For	For
1d	Elect Director Jay C. Horgen	Mgmt	For	For
1e	Elect Director Reuben Jeffery, III	Mgmt	For	For

Affiliated Managers Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director Felix V. Matos Rodriguez	Mgmt	For	For
1g	Elect Director Tracy P. Palandjian	Mgmt	For	For
1h	Elect Director David C. Ryan	Mgmt	For	For
1i	Elect Director Loren M. Starr	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.

Aflac Incorporated

Meeting Date: 05/06/2024

Country: USA

Ticker: AFL

Meeting Type: Annual

Primary ISIN: US0010551028

Primary SEDOL: 2026361

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Daniel P. Amos	Mgmt	For	For
1b	Elect Director W. Paul Bowers	Mgmt	For	For
1c	Elect Director Arthur R. Collins	Mgmt	For	For
1d	Elect Director Miwako Hosoda	Mgmt	For	For
1e	Elect Director Thomas J. Kenny	Mgmt	For	For
1f	Elect Director Georgette D. Kiser	Mgmt	For	For
1g	Elect Director Karole F. Lloyd	Mgmt	For	For
1h	Elect Director Nobuchika Mori	Mgmt	For	For
1i	Elect Director Joseph L. Moskowitz	Mgmt	For	For
1j	Elect Director Katherine T. Rohrer	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For

Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.

agilon health, inc.

Meeting Date: 05/29/2024

Country: USA

Ticker: AGL

Meeting Type: Annual

Primary ISIN: US00857U1079

Primary SEDOL: BLR4TK4

agilon health, inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ravi Sachdev	Mgmt	For	For
1b	Elect Director Steven J. Sell	Mgmt	For	For
1c	Elect Director William Wulf	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

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

AGNC Investment Corp.

Meeting Date: 04/18/2024

Country: USA

Ticker: AGNC

Meeting Type: Annual

Primary ISIN: US00123Q1040

Primary SEDOL: BYYHJL8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Donna J. Blank	Mgmt	For	For
1b	Elect Director Morris A. Davis	Mgmt	For	For
1c	Elect Director Peter J. Federico	Mgmt	For	For
1d	Elect Director John D. Fisk	Mgmt	For	For
1e	Elect Director Andrew A. Johnson, Jr.	Mgmt	For	For
1f	Elect Director Gary D. Kain	Mgmt	For	For
1g	Elect Director Prue B. Larocca	Mgmt	For	For
1h	Elect Director Paul E. Mullings	Mgmt	For	For
1i	Elect Director Frances R. Spark	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.

3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
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Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.

Agnico Eagle Mines Limited

Meeting Date: 04/26/2024

Country: Canada

Ticker: AEM

Meeting Type: Annual/Special

Primary ISIN: CA0084741085

Primary SEDOL: 2009823

Agnico Eagle Mines Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Leona Aglukkaq	Mgmt	For	For
1.2	Elect Director Ammar Al-Joundi	Mgmt	For	For
1.3	Elect Director Sean Boyd	Mgmt	For	For
1.4	Elect Director Martine A. Celej	Mgmt	For	For
1.5	Elect Director Jonathan Gill	Mgmt	For	For
1.6	Elect Director Peter Grosskopf	Mgmt	For	For
1.7	Elect Director Elizabeth Lewis-Gray	Mgmt	For	For
1.8	Elect Director Deborah McCombe	Mgmt	For	For
1.9	Elect Director Jeffrey Parr	Mgmt	For	For
1.10	Elect Director J. Merfyn Roberts	Mgmt	For	For
1.11	Elect Director Jamie C. Sokalsky	Mgmt	For	For
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Amend Incentive Share Purchase Plan	Mgmt	For	For
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Agree Realty Corporation

Meeting Date: 05/23/2024

Country: USA

Ticker: ADC

Meeting Type: Annual

Primary ISIN: US0084921008

Primary SEDOL: 2062161

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Richard Agree	Mgmt	For	For
1.2	Elect Director Karen Dearing	Mgmt	For	For
1.3	Elect Director Linglong He	Mgmt	For	For
1.4	Elect Director Michael Hollman	Mgmt	For	For
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Agree Realty Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

AIA Group Limited

Meeting Date: 05/24/2024	Country: Hong Kong	Ticker: 1299
	Meeting Type: Annual	
	Primary ISIN: HK0000069689	Primary SEDOL: B4TX8S1

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 Lee Yuan Siong as Director	Mgmt	For	For
<i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>				
4	Elect Chung-Kong Chow as Director	Mgmt	For	For
5	Elect John Barrie Harrison as Director	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
6	Elect Cesar Velasquez Purisima as Director	Mgmt	For	Against
<i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
7	Elect Mari Elka Pangestu as Director	Mgmt	For	For
8	Elect Ong Chong Tee as Director	Mgmt	For	For
9	Elect Nor Shamsiah Mohd Yunus as Director	Mgmt	For	For
10	Approve PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
11A	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For
11B	Authorize Repurchase of Issued Share Capital	Mgmt	For	For

Meeting Date: 05/02/2024

Country: Ireland

Ticker: A5G

Meeting Type: Annual

Primary ISIN: IE00BF0L3536

Primary SEDOL: BF0L353

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	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
4	Ratify PricewaterhouseCoopers as Auditors	Mgmt	For	For
5a	Re-elect Anik Chaumartin as Director	Mgmt	For	For
5b	Re-elect Donal Galvin as Director	Mgmt	For	For
5c	Re-elect Basil Geoghegan as Director	Mgmt	For	For
5d	Re-elect Tanya Horgan as Director	Mgmt	For	For
5e	Re-elect Colin Hunt as Director	Mgmt	For	For
5f	Re-elect Sandy Kinney Pritchard as Director	Mgmt	For	For
5g	Re-elect Elaine MacLean as Director	Mgmt	For	For
5h	Re-elect Andrew Maguire as Director	Mgmt	For	For
5i	Re-elect Brendan McDonagh as Director	Mgmt	For	For
5j	Re-elect Helen Normoyle as Director	Mgmt	For	For
5k	Re-elect Ann O'Brien as Director	Mgmt	For	For
5l	Re-elect Fergal O'Dwyer as Director	Mgmt	For	For
5m	Re-elect James Pettigrew as Director	Mgmt	For	For
<i>Voter Rationale: The board chairman serves as a member of the Remuneration Committee. The board chairman serves as a member of the Nomination Committee.</i>				
5n	Re-elect Jan Sijbrand as Director	Mgmt	For	For
5o	Re-elect Ranjit Singh as Director	Mgmt	For	For
6	Approve Remuneration Report	Mgmt	For	For
7	Approve Remuneration Policy	Mgmt	For	For
8	Authorise Issue of Equity	Mgmt	For	For
9a	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
9b	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

AIB Group plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
11	Determine the Price Range at which Treasury Shares may be Re-issued Off-Market	Mgmt	For	For
12	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For
13	Approve the Directed Buyback Contract with the Minister for Finance	Mgmt	For	For
14	Amend Articles of Association Re: Odd-Lot Offer	Mgmt	For	For
15	Authorise Implementation of the Odd-lot Offer	Mgmt	For	For
16	Authorise Off-Market Purchase of Shares	Mgmt	For	For

AIB Group plc

Meeting Date: 05/02/2024

Country: Ireland

Ticker: A5G

Meeting Type: Special

Primary ISIN: IE00BF0L3536

Primary SEDOL: BF0L353

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve the Buyback Contract with the Minister for Finance	Mgmt	For	For
2	Approve Related Party Transaction	Mgmt	For	For

Aichi Financial Group, Inc.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 7389

Meeting Type: Annual

Primary ISIN: JP3104790005

Primary SEDOL: BP29PF9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 50	Mgmt	For	For
2.1	Elect Director Ito, Yukinori	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Kobayashi, Hideo	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				

Aichi Financial Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.3	Elect Director Kuratomi, Nobuhiko	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.4	Elect Director Yoshikawa, Hiroaki	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.5	Elect Director Hayakawa, Makoto	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.6	Elect Director Suzuki, Norimasa	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.7	Elect Director Ito, Kenji	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.8	Elect Director Sebayashi, Hisashi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.9	Elect Director Suzuki, Takehiro	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
3.1	Elect Director and Audit Committee Member Kato, Masahiro	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>			
3.2	Elect Director and Audit Committee Member Emoto, Yasutoshi	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Shibata, Yuki	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>			
3.4	Elect Director and Audit Committee Member Murata, Chieko	Mgmt	For	For
3.5	Elect Director and Audit Committee Member Azuma, Takumi	Mgmt	For	For
3.6	Elect Director and Audit Committee Member Itakura, Asako	Mgmt	For	For

Aida Engineering Ltd.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 6118

Meeting Type: Annual

Primary ISIN: JP3102400003

Primary SEDOL: 6010326

Aida Engineering Ltd.

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 Aida, Kimikazu	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance. The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Suzuki, Toshihiko	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance. The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.3	Elect Director Ugawa, Hiromitsu	Mgmt	For	For
2.4	Elect Director Yap Teck Meng	Mgmt	For	For
2.5	Elect Director Gomi, Hirofumi	Mgmt	For	For
2.6	Elect Director Mochizuki, Mikio	Mgmt	For	For
2.7	Elect Director Iguchi, Isao	Mgmt	For	For
2.8	Elect Director Kado, Kiyoe	Mgmt	For	For
3	Appoint Statutory Auditor Kondo, Fusakazu	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
4	Appoint Alternate Statutory Auditor Kiyonaga, Takafumi	Mgmt	For	For

AIFUL Corp.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 8515

Meeting Type: Annual

Primary ISIN: JP3105040004

Primary SEDOL: 6019419

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Fukuda, Mitsuhide	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
1.2	Elect Director Fukuda, Yoshitaka	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
1.3	Elect Director Sato, Masayuki	Mgmt	For	For
1.4	Elect Director Kamiyo, Akira	Mgmt	For	For
1.5	Elect Director Masui, Keiji	Mgmt	For	For

AIFUL Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Elect Director and Audit Committee Member Maeda, Shinichiro	Mgmt	For	For
3	Approve Restricted Stock Plan	Mgmt	For	Against

Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.

Air Lease Corporation

Meeting Date: 05/03/2024

Country: USA

Ticker: AL

Meeting Type: Annual

Primary ISIN: US00912X3026

Primary SEDOL: B3XS562

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Matthew J. Hart	Mgmt	For	For
1b	Elect Director Yvette Hollingsworth Clark	Mgmt	For	For
1c	Elect Director Cheryl Gordon Krongard	Mgmt	For	For
1d	Elect Director Marshall O. Larsen	Mgmt	For	For
1e	Elect Director Susan McCaw	Mgmt	For	For
1f	Elect Director Robert A. Milton	Mgmt	For	For
1g	Elect Director John L. Plueger	Mgmt	For	For
1h	Elect Director Ian M. Saines	Mgmt	For	For
1i	Elect Director Steven F. Udvar-Hazy	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	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year

Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.

Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.

Voter Rationale: We support an annual say on pay frequency.

Air Liquide SA

Meeting Date: 04/30/2024

Country: France

Ticker: AI

Meeting Type: Annual/Special

Primary ISIN: FR0000120073

Primary SEDOL: B1YXBJ7

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 3.20 per Share	Mgmt	For	For
4	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
5	Reelect Kim Ann Mink as Director	Mgmt	For	For
6	Reelect Monica de Virgiliis as Director	Mgmt	For	For
7	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For
8	Approve Compensation of Francois Jackow, CEO	Mgmt	For	For
9	Approve Compensation of Benoit Potier, Chairman of the Board	Mgmt	For	For
10	Approve Compensation Report of Corporate Officers	Mgmt	For	For
11	Approve Remuneration Policy of CEO	Mgmt	For	For
12	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For
13	Approve Remuneration Policy of Directors	Mgmt	For	For
14	Approve Remuneration of Directors in the Aggregate Amount of EUR 1.5 Million	Mgmt	For	For
15	Appoint PricewaterhouseCoopers Audit as Authorized Sustainability Auditors	Mgmt	For	For
16	Appoint KPMG S.A. as Authorized Sustainability Auditors	Mgmt	For	For
	Extraordinary Business	Mgmt		
17	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
18	Authorize Capitalization of Reserves of Up to EUR 320 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For
19	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
20	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees and Corporate Officers of International Subsidiaries	Mgmt	For	For
21	Amend Article 11 of Bylaws Re: Age Limit of Directors	Mgmt	For	For

Air Liquide SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
22	Amend Article 12 of Bylaws Re: Age Limit of Chairman of the Board	Mgmt	For	For
	Ordinary Business	Mgmt		
23	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Airbnb, Inc.

Meeting Date: 06/05/2024	Country: USA	Ticker: ABNB
	Meeting Type: Annual	
	Primary ISIN: US0090661010	Primary SEDOL: BMGYH4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Brian Chesky	Mgmt	For	For
1.2	Elect Director Angela Ahrendts	Mgmt	For	For
<i>Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties. We believe that the company should disclose reasons for poor attendance.</i>				
1.3	Elect Director Kenneth Chenault	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
4	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	Against
<i>Voter Rationale: A vote AGAINST this proposal is warranted, as the company is de-facto controlled and decisions regarding the company's response to shareholder litigation would be made by a board that lacks accountability.</i>				
5	Report on Political Contributions and Expenditures	SH	Against	For
<i>Voter Rationale: Comprehensive, aggregate disclosure on political spending is best practice. Disclosure should include all state and local donations including support for 527 organizations and ballot initiatives. In addition, the company should identify key relationships with trade associations that engage in lobbying on the corporation's behalf, as well as describe its policies and processes for giving. We ask that the board provide ultimate oversight for political donations.</i>				

Ajinomoto Co., Inc.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 2802

Meeting Type: Annual

Primary ISIN: JP3119600009

Primary SEDOL: 6010906

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 37	Mgmt	For	For
2.1	Elect Director Iwata, Kimie	Mgmt	For	For
2.2	Elect Director Nakayama, Joji	Mgmt	For	For
2.3	Elect Director Indo, Mami	Mgmt	For	For
2.4	Elect Director Hatta, Yoko	Mgmt	For	For
2.5	Elect Director Scott Trevor Davis	Mgmt	For	For
2.6	Elect Director Wagatsuma, Yukako	Mgmt	For	For
2.7	Elect Director Fujie, Taro	Mgmt	For	For
2.8	Elect Director Shiragami, Hiroshi	Mgmt	For	For
2.9	Elect Director Sasaki, Tatsuya	Mgmt	For	For
2.10	Elect Director Saito, Takeshi	Mgmt	For	For
2.11	Elect Director Matsuzawa, Takumi	Mgmt	For	For

Akamai Technologies, Inc.

Meeting Date: 05/10/2024

Country: USA

Ticker: AKAM

Meeting Type: Annual

Primary ISIN: US00971T1016

Primary SEDOL: 2507457

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sharon Bowen	Mgmt	For	For
1.2	Elect Director Marianne Brown	Mgmt	For	For
1.3	Elect Director Monte Ford	Mgmt	For	For
1.4	Elect Director Dan Hesse	Mgmt	For	For
1.5	Elect Director Tom Killalea	Mgmt	For	For
1.6	Elect Director Tom Leighton	Mgmt	For	For
1.7	Elect Director Jonathan Miller	Mgmt	For	For
1.8	Elect Director Madhu Ranganathan	Mgmt	For	For
1.9	Elect Director Ben Verwaayen	Mgmt	For	For
1.10	Elect Director Bill Wagner	Mgmt	For	For

Akamai Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Amend Omnibus Stock Plan	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				
4	Amend Certificate of Incorporation to Limit the Liability of Officers	Mgmt	For	For
5	Adjourn Meeting	Mgmt	For	For
6	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
7	Adopt Simple Majority Vote	SH	Against	For
<i>Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				

Aker BP ASA

Meeting Date: 04/30/2024

Country: Norway

Ticker: AKRBP

Meeting Type: Annual

Primary ISIN: NO0010345853

Primary SEDOL: B1L95G3

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 of Minutes of Meeting	Mgmt	For	For
3	Approve Notice of Meeting and Agenda	Mgmt	For	For
4	Accept Financial Statements and Statutory Reports; Receive Corporate Governance Report	Mgmt	For	For
5	Approve Remuneration Statement	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
6	Approve Remuneration of Auditors	Mgmt	For	Against
<i>Voter Rationale: Auditors should undertake non-audit work in exceptional circumstances only. Any non-audit fees paid to the auditor should be clearly disclosed, justified and not exceed audit fees. Large non-audit fees could compromise objectivity of the audit.</i>				

Aker BP ASA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Approve Remuneration of Directors in the Amount of NOK 950,000 for Chairman, NOK 509,000 for Deputy Chair and NOK 446,000 for Other Directors	Mgmt	For	For
8	Approve Remuneration of Nomination Committee	Mgmt	For	For
9	Reelect Oyvind Eriksen, Trond Brandsrud, Valborg Lundegaard and Charles Ashley Heppenstall as Directors; Elect Doris Reiter as New Director	Mgmt	For	Against

Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time. In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board. The board should submit directors for re-election individually, rather than as a single slate and ensure that there is sufficient level of independence on the board. The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.

10	Reelect Svein Oskar Stoknes, Ingebret Hisdal and Donna Riley as Members of Nominating Committee	Mgmt	For	For
11	Approve Creation of Pool of Capital without Preemptive Rights	Mgmt	For	Against

Voter Rationale: This authority can be used as an antitakeover mechanism. Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and be of a limited duration.

12	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	Against
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Voter Rationale: This authority can be used as an antitakeover mechanism. Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and be of a limited duration.

13	Authorize Board to Distribute Dividends	Mgmt	For	For
14	Proposal for Resolution from the Norwegian People's Aid Discuss with Stakeholders Company's Position and Mutually Acceptable Solution	Mgmt SH	Against	Against

Akzo Nobel NV

Meeting Date: 04/25/2024

Country: Netherlands

Ticker: AKZA

Meeting Type: Annual

Primary ISIN: NL0013267909

Primary SEDOL: BJ2KSG2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Open Meeting	Mgmt		
2a	Receive Report of Management Board (Non-Voting)	Mgmt		
2b	Discussion on Company's Corporate Governance Structure	Mgmt		
3a	Adopt Financial Statements	Mgmt	For	For
<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
3b	Discuss on the Company's Dividend Policy	Mgmt		
3c	Approve Allocation of Income and Dividends	Mgmt	For	For
3d	Approve Remuneration Report	Mgmt	For	For
4a	Approve Discharge of Management Board	Mgmt	For	For
4b	Approve Discharge of Supervisory Board	Mgmt	For	For
5a	Amend Remuneration Policy of Management Board	Mgmt	For	For
5b	Amend Remuneration Policy for Supervisory Board	Mgmt	For	For
6a	Elect J.M. de Bakker to Supervisory Board	Mgmt	For	For
6b	Elect U. Wolf to Supervisory Board	Mgmt	For	For
6c	Elect W.A. Kolk to Supervisory Board	Mgmt	For	For
6d	Reelect B.E. Grote to Supervisory Board	Mgmt	For	For
7a	Grant Board Authority to Issue Shares Up to 10 Percent of Issued Capital	Mgmt	For	For
7b	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	Authorize Cancellation of Repurchased Shares	Mgmt	For	For
10	Close Meeting	Mgmt		

Alamos Gold Inc.

Meeting Date: 05/23/2024

Country: Canada

Ticker: AGI

Meeting Type: Annual/Special

Primary ISIN: CA0115321089

Primary SEDOL: BZ3DNP6

Alamos Gold Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Elaine Ellingham	Mgmt	For	For
1.2	Elect Director David Fleck	Mgmt	For	Withhold
<i>Voter Rationale: We expect companies to have policies in place to increase racial diversity on the board. Our minimum expectation is that at least one board member identifies as a member of an underrepresented community.</i>				
1.3	Elect Director David Gower	Mgmt	For	For
1.4	Elect Director Claire M. Kennedy	Mgmt	For	For
1.5	Elect Director John A. McCluskey	Mgmt	For	For
1.6	Elect Director Monique Mercier	Mgmt	For	For
1.7	Elect Director Paul J. Murphy	Mgmt	For	For
1.8	Elect Director J. Robert S. Prichard	Mgmt	For	For
1.9	Elect Director Shaun Usmar	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Approve Increase in Size of Board from Ten to Twelve	Mgmt	For	For
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				

Alarm.com Holdings, Inc.

Meeting Date: 06/05/2024

Country: USA

Ticker: ALRM

Meeting Type: Annual

Primary ISIN: US0116421050

Primary SEDOL: BYN7H26

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Donald Clarke	Mgmt	For	For
1.2	Elect Director Timothy McAdam	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i>				
1.3	Elect Director Darius G. Nevin	Mgmt	For	For
1.4	Elect Director Timothy J. Whall	Mgmt	For	For
1.5	Elect Director Stephen Evans	Mgmt	For	For

Alarm.com Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director Stephen Trundle	Mgmt	For	For
1.7	Elect Director Simone Wu	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
5	Elect Director Cecile B. Harper	Mgmt	For	For

Albemarle Corporation

Meeting Date: 05/07/2024

Country: USA

Ticker: ALB

Meeting Type: Annual

Primary ISIN: US0126531013

Primary SEDOL: 2046853

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director M. Lauren Brias	Mgmt	For	For
1b	Elect Director Ralf H. Cramer	Mgmt	For	For
1c	Elect Director J. Kent Masters, Jr.	Mgmt	For	For
1d	Elect Director Glenda J. Minor	Mgmt	For	For
1e	Elect Director James J. O'Brien	Mgmt	For	For
1f	Elect Director Diarmuid B. O'Connell	Mgmt	For	For
1g	Elect Director Dean L. Seavers	Mgmt	For	For
1h	Elect Director Gerald A. Steiner	Mgmt	For	For
1i	Elect Director Holly A. Van Deursen	Mgmt	For	For
1j	Elect Director Alejandro D. Wolff	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Albemarle Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Increase Authorized Common Stock	Mgmt	For	For
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.

Alcon Inc.

Meeting Date: 05/08/2024 **Country:** Switzerland **Ticker:** ALC
Meeting Type: Annual **Primary ISIN:** CH0432492467 **Primary SEDOL:** BJT1GR5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
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 Dividends of CHF 0.24 per Share	Mgmt	For	For
4	Approve Non-Financial Report (Non-Binding)	Mgmt	For	For
5.1	Approve Remuneration Report (Non-Binding)	Mgmt	For	Against

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.

5.2	Approve Remuneration of Directors in the Amount of CHF 3.9 Million	Mgmt	For	For
5.3	Approve Remuneration of Executive Committee in the Amount of CHF 43 Million	Mgmt	For	For
6.1	Reelect Michael Ball as Director and Board Chair	Mgmt	For	For

Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.

6.2	Reelect Lynn Bleil as Director	Mgmt	For	For
6.3	Reelect Raquel Bono as Director	Mgmt	For	For
6.4	Reelect Arthur Cummings as Director	Mgmt	For	For
6.5	Reelect David Endicott as Director	Mgmt	For	For
6.6	Reelect Thomas Glanzmann as Director	Mgmt	For	For
6.7	Reelect Keith Grossman as Director	Mgmt	For	Abstain

Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 40% of the board.

Alcon Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6.8	Reelect Scott Maw as Director	Mgmt	For	For
6.9	Reelect Karen May as Director	Mgmt	For	For
6.10	Reelect Ines Poeschel as Director	Mgmt	For	For
6.11	Reelect Dieter Spaelti as Director	Mgmt	For	For
7.1	Reappoint Thomas Glanzmann as Member of the Compensation Committee	Mgmt	For	For
7.2	Reappoint Scott Maw as Member of the Compensation Committee	Mgmt	For	For
7.3	Reappoint Karen May as Member of the Compensation Committee	Mgmt	For	Against
<i>Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.</i>				
7.4	Reappoint Ines Poeschel as Member of the Compensation Committee	Mgmt	For	For
8	Designate Hartmann Dreyer as Independent Proxy	Mgmt	For	For
9	Ratify PricewaterhouseCoopers SA as Auditors	Mgmt	For	For
10	Transact Other Business (Voting)	Mgmt	For	Against
<i>Voter Rationale: Any Other Business' should not be a voting item.</i>				

Alexander & Baldwin, Inc.

Meeting Date: 04/23/2024

Country: USA

Ticker: ALEX

Meeting Type: Annual

Primary ISIN: US0144911049

Primary SEDOL: B827VB2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Shelee M. T. Kimura	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.2	Elect Director Diana M. Laing	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.3	Elect Director John T. Leong	Mgmt	For	For
1.4	Elect Director Thomas A. Lewis, Jr.	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.5	Elect Director Lance K. Parker	Mgmt	For	For
1.6	Elect Director Douglas M. Pasquale	Mgmt	For	For

Alexander & Baldwin, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Eric K. Yeaman	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

Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

Alexander's, Inc.

Meeting Date: 05/23/2024 **Country:** USA **Ticker:** ALX
Meeting Type: Annual
Primary ISIN: US0147521092 **Primary SEDOL:** 2014021

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David M. Mandelbaum	Mgmt	For	For
1.2	Elect Director Arthur I. Sonnenblick	Mgmt	For	Withhold
1.3	Elect Director Richard R. West	Mgmt	For	Withhold
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.

Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.

Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

Alexandria Real Estate Equities, Inc.

Meeting Date: 05/14/2024 **Country:** USA **Ticker:** ARE
Meeting Type: Annual
Primary ISIN: US0152711091 **Primary SEDOL:** 2009210

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Joel S. Marcus	Mgmt	For	For
1b	Elect Director Steven R. Hash	Mgmt	For	For

Alexandria Real Estate Equities, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1c	Elect Director James P. Cain	Mgmt	For	Against
	<i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, the company maintains governing documents that prohibit shareholders' ability to amend the bylaws.</i>			
1d	Elect Director Cynthia L. Feldmann	Mgmt	For	For
1e	Elect Director Maria C. Freire	Mgmt	For	Against
	<i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, the company maintains governing documents that prohibit shareholders' ability to amend the bylaws.</i>			
1f	Elect Director Richard H. Klein	Mgmt	For	For
1g	Elect Director Sheila K. McGrath	Mgmt	For	For
1h	Elect Director Michael A. Woronoff	Mgmt	For	Against
	<i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, the company maintains governing documents that prohibit shareholders' ability to amend the bylaws.</i>			
2	Amend Restricted Stock Plan	Mgmt	For	For
	<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: The majority of annual bonus incentives should be quantitative. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>			
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>			

Algonquin Power & Utilities Corp.

Meeting Date: 06/04/2024

Country: Canada

Ticker: AQN

Meeting Type: Annual

Primary ISIN: CA0158571053

Primary SEDOL: B51BMR7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>			
2.1	Elect Director Melissa Stapleton Barnes	Mgmt	For	For

Algonquin Power & Utilities Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Elect Director Brett C. Carter	Mgmt	For	For
2.3	Elect Director Amee Chande	Mgmt	For	For
2.4	Elect Director Daniel (Dan) S. Goldberg	Mgmt	For	For
2.5	Elect Director Christopher (Chris) G. Huskilson	Mgmt	For	For
2.6	Elect Director D. Randall Laney	Mgmt	For	For
2.7	Elect Director David Levenson	Mgmt	For	For
2.8	Elect Director Christopher (Chris) F. Lopez	Mgmt	For	For
2.9	Elect Director Dilek Samil	Mgmt	For	For
3	Amend Share Unit Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Amend Employee Share Purchase Plan	Mgmt	For	For
5	Amend Deferred Share Unit Plan	Mgmt	For	For
6	Advisory Vote on Executive Compensation Approach	Mgmt	For	For

Align Technology, Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: ALGN

Meeting Type: Annual

Primary ISIN: US0162551016

Primary SEDOL: 2679204

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kevin T. Conroy	Mgmt	For	For
1.2	Elect Director Kevin J. Dallas	Mgmt	For	For
1.3	Elect Director Joseph "Joe" M. Hogan	Mgmt	For	For
1.4	Elect Director Joseph Lacob	Mgmt	For	For
1.5	Elect Director C. Raymond Larkin, Jr.	Mgmt	For	For
1.6	Elect Director George J. Morrow	Mgmt	For	For
1.7	Elect Director Anne M. Myong	Mgmt	For	For
1.8	Elect Director Mojdeh Poul	Mgmt	For	For
1.9	Elect Director Andrea L. Saia	Mgmt	For	For
1.10	Elect Director Susan E. Siegel	Mgmt	For	For

Align Technology, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
4	Adopt Simple Majority Vote	SH	Against	For
<i>Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				

Alkermes plc

Meeting Date: 05/31/2024	Country: Ireland	Ticker: ALKS
	Meeting Type: Annual	
	Primary ISIN: IE00B56GVS15	Primary SEDOL: B3P6D26

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Emily Peterson Alva	Mgmt	For	For
1.2	Elect Director Shane M. Cooke	Mgmt	For	For
1.3	Elect Director David A. Daglio, Jr.	Mgmt	For	For
1.4	Elect Director Richard B. Gaynor	Mgmt	For	For
1.5	Elect Director Cato T. Laurencin	Mgmt	For	For
1.6	Elect Director Nancy S. Lurker	Mgmt	For	For
1.7	Elect Director Brian P. McKeon	Mgmt	For	For
1.8	Elect Director Richard F. Pops	Mgmt	For	For
1.9	Elect Director Nancy L. Snyderman	Mgmt	For	For
1.10	Elect Director Frank Anders "Andy" Wilson	Mgmt	For	For
1.11	Elect Director Christopher I. Wright	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Alkermes plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
5	Amend Omnibus Stock Plan	Mgmt	For	Against
<i>Voter Rationale: This plan could lead to excessive dilution. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
6	Renew the Board's Authority to Issue Shares Under Irish Law	Mgmt	For	For
7	Renew the Board's Authority to Opt-Out of Statutory Pre-Emptions Rights	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				

Allegion Plc

Meeting Date: 06/06/2024

Country: Ireland
Meeting Type: Annual

Ticker: ALLE

Primary ISIN: IE00BFRT3W74

Primary SEDOL: BFRT3W7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kirk S. Hachigian	Mgmt	For	For
1b	Elect Director Susan L. Main	Mgmt	For	For
1c	Elect Director Steven C. Mizell	Mgmt	For	For
1d	Elect Director Nicole Parent Haughey	Mgmt	For	For
1e	Elect Director Lauren B. Peters	Mgmt	For	For
1f	Elect Director Ellen Rubin	Mgmt	For	For
1g	Elect Director John H. Stone	Mgmt	For	For
1h	Elect Director Dev Vardhan	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify PricewaterhouseCoopers as Auditors and Authorise Their Remuneration	Mgmt	For	For

Allegion Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Renew the Board's Authority to Issue Shares Under Irish Law	Mgmt	For	For
5	Renew the Board's Authority to Opt-Out of Statutory Pre-Emptions Rights	Mgmt	For	For

Allianz SE

Meeting Date: 05/08/2024

Country: Germany

Ticker: ALV

Meeting Type: Annual

Primary ISIN: DE0008404005

Primary SEDOL: 5231485

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 13.80 per Share	Mgmt	For	For
3.1	Approve Discharge of Management Board Member Oliver Baete for Fiscal Year 2023	Mgmt	For	For
3.2	Approve Discharge of Management Board Member Sirma Boshnakova for Fiscal Year 2023	Mgmt	For	For
3.3	Approve Discharge of Management Board Member Barbara Karuth-Zelle for Fiscal Year 2023	Mgmt	For	For
3.4	Approve Discharge of Management Board Member Klaus-Peter Roehler for Fiscal Year 2023	Mgmt	For	For
3.5	Approve Discharge of Management Board Member Giulio Terzaroli for Fiscal Year 2023	Mgmt	For	For
3.6	Approve Discharge of Management Board Member Guenther Thallinger for Fiscal Year 2023	Mgmt	For	For
3.7	Approve Discharge of Management Board Member Christopher Townsend for Fiscal Year 2023	Mgmt	For	For
3.8	Approve Discharge of Management Board Member Renate Wagner for Fiscal Year 2023	Mgmt	For	For
3.9	Approve Discharge of Management Board Member Andreas Wimmer for Fiscal Year 2023	Mgmt	For	For
4.1	Approve Discharge of Supervisory Board Member Michael Diekmann for Fiscal Year 2023	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.2	Approve Discharge of Supervisory Board Member Gabriele Burkhardt-Berg for Fiscal Year 2023	Mgmt	For	For
4.3	Approve Discharge of Supervisory Board Member Herbert Hainer for Fiscal Year 2023	Mgmt	For	For
4.4	Approve Discharge of Supervisory Board Member Sophie Boissard for Fiscal Year 2023	Mgmt	For	For
4.5	Approve Discharge of Supervisory Board Member Christine Bosse for Fiscal Year 2023	Mgmt	For	For
4.6	Approve Discharge of Supervisory Board Member Rashmy Chatterjee for Fiscal Year 2023	Mgmt	For	For
4.7	Approve Discharge of Supervisory Board Member Friedrich Eichiner for Fiscal Year 2023	Mgmt	For	For
4.8	Approve Discharge of Supervisory Board Member Jean-Claude Le Goer for Fiscal Year 2023	Mgmt	For	For
4.9	Approve Discharge of Supervisory Board Member Martina Grundler for Fiscal Year 2023	Mgmt	For	For
4.10	Approve Discharge of Supervisory Board Member Frank Kirsch for Fiscal Year 2023	Mgmt	For	For
4.11	Approve Discharge of Supervisory Board Member Juergen Lawrenz for Fiscal Year 2023	Mgmt	For	For
4.12	Approve Discharge of Supervisory Board Member Primiano Di Paolo for Fiscal Year 2023	Mgmt	For	For
5	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2024 and for the Review of Interim Financial Statements for the First Half of Fiscal Year 2024	Mgmt	For	For
6	Approve Remuneration Report	Mgmt	For	For
7.1	Elect Stephanie Bruce to the Supervisory Board	Mgmt	For	For
7.2	Elect Joerg Schneider to the Supervisory Board	Mgmt	For	For
8	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	For

Allied Properties Real Estate Investment Trust

Meeting Date: 05/07/2024

Country: Canada

Ticker: AP.UN

Meeting Type: Annual

Primary ISIN: CA0194561027

Primary SEDOL: 2387701

Allied Properties Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Trustee Matthew Andrade	Mgmt	For	For
1B	Elect Trustee Kay Brekken	Mgmt	For	For
1C	Elect Trustee Hazel Claxton	Mgmt	For	For
1D	Elect Trustee Lois Cormack	Mgmt	For	For
1E	Elect Trustee Michael R. Emory	Mgmt	For	For
1F	Elect Trustee Antonia Rossi	Mgmt	For	For
1G	Elect Trustee Stephen L. Sender	Mgmt	For	For
1H	Elect Trustee Jennifer A. Tory	Mgmt	For	For
<i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
1I	Elect Trustee Cecilia C. Williams	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
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Alnylam Pharmaceuticals, Inc.

Meeting Date: 05/16/2024

Country: USA

Ticker: ALNY

Meeting Type: Annual

Primary ISIN: US02043Q1076

Primary SEDOL: B00FWN1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Dennis A. Ausiello	Mgmt	For	For
1b	Elect Director Olivier Brandicourt	Mgmt	For	For
1c	Elect Director Peter N. Kellogg	Mgmt	For	For
1d	Elect Director David E.I. Pyott	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				

Alnylam Pharmaceuticals, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Alpha HPA Limited

Meeting Date: 06/24/2024	Country: Australia	Ticker: A4N
	Meeting Type: Extraordinary Shareholders	
	Primary ISIN: AU0000033060	Primary SEDOL: BH0K666

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Ratify Past Issuance of Tranche 1 Placement Shares to Sophisticated and Professional Investors	Mgmt	For	For
2	Approve Issuance of Tranche 2 Placement Shares to Sophisticated and Professional Investors	Mgmt	For	For
3	Approve Issuance of Share Rights to Annie Liu	Mgmt	For	Against
<i>Voter Rationale: Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable.</i>				
4	Approve Issuance of Share Rights to Marghanita Johnson	Mgmt	For	Against
<i>Voter Rationale: Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable.</i>				

Alphabet Inc.

Meeting Date: 06/07/2024	Country: USA	Ticker: GOOGL
	Meeting Type: Annual	
	Primary ISIN: US02079K3059	Primary SEDOL: BYVY8G0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Larry Page	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1b	Elect Director Sergey Brin	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1c	Elect Director Sundar Pichai	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Director John L. Hennessy	Mgmt	For	Against
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>			
1e	Elect Director Frances H. Arnold	Mgmt	For	For
1f	Elect Director R. Martin "Marty" Chavez	Mgmt	For	For
1g	Elect Director L. John Doerr	Mgmt	For	For
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>			
1h	Elect Director Roger W. Ferguson, Jr.	Mgmt	For	For
1i	Elect Director K. Ram Shriram	Mgmt	For	For
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>			
1j	Elect Director Robin L. Washington	Mgmt	For	Against
	<i>Voter Rationale: We continue to have concerns regarding the executive compensation program, which have not been addressed despite significant minority shareholder opposition. The bonus program is discretionary instead of using primarily quantitative, financial metrics. Further, equity grants to NEOs remain mostly time-based and the performance-based equity grants target median performance, which is not stretching and compounds concerns regarding the overall quantum of non-CEO NEO compensation, which remains higher than CEO peer compensation.</i>			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>			
3	Amend Bylaw regarding Stockholder Approval of Director Compensation	SH	Against	Against
	<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>			
4	Report on Risks of Omitting Viewpoint and Ideological Diversity from EEO Policy	SH	Against	Against
	<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>			
5	Report on Electromagnetic Radiation and Wireless Technologies Risks	SH	Against	Against
	<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>			
6	Adopt Policy to Require Board of Directors Members to Disclose their Political and Charitable Donations	SH	Against	Against
	<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>			
7	Report on Climate Risk in Retirement Plan Options	SH	Against	Against
	<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>			
8	Report on Lobbying Payments and Policy	SH	Against	For
	<i>Voter Rationale: While we appreciate that the company provides some disclosure around board and management oversight of lobbying activities and information on its policy priorities, we note that the company does not disclose direct lobbying expenses on its website or in a user-friendly format, does not disclose indirect lobbying expenses or expenditures made to organizations that may lobby on its behalf, does not disclose a congruency report for its lobbying, and does not address grassroots lobbying in its policies. It also does not describe specific board and management oversight for its trade association memberships.</i>			

Alphabet Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9	Approve Recapitalization Plan for all Stock to Have One-vote per Share	SH	Against	For
	<i>Voter Rationale: One share, one vote is a fundamental element of good corporate governance. Companies should not create shares with impaired or enhanced voting rights.</i>			
10	Report on Reproductive Healthcare Misinformation Risks	SH	Against	Against
	<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>			
11	Amend Audit and Compliance Committee Charter to Include Artificial Intelligence Oversight	SH	Against	Against
	<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>			
12	Report on Risks Related to AI Generated Misinformation and Disinformation	SH	Against	For
	<i>Voter Rationale: Shareholders would benefit from further information on how the company plans to measure the effectiveness of its efforts to tackle misinformation and disinformation and remediate any potential harms.</i>			
13	Publish Human Rights Risk Assessment on the AI-Driven Targeted Ad Policies	SH	Against	For
	<i>Voter Rationale: Shareholders would benefit from further information on how the company plans to mitigate human rights risks related to its targeted advertising practices given the company faces several investigations regarding its practices and with rising regulatory risks particularly in the EU.</i>			
14	Adopt Targets Evaluating YouTube Child Safety Policies	SH	Against	For
	<i>Voter Rationale: Additional disclosure on how the company measures and tracks metrics related to child safety on the company's platforms would give shareholders more information on how well the company is managing related risks.</i>			

Alphatec Holdings, Inc.

Meeting Date: 06/12/2024	Country: USA	Ticker: ATEC
	Meeting Type: Annual	
	Primary ISIN: US02081G2012	Primary SEDOL: BD60BG7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Evan Bakst	Mgmt	For	For
1.2	Elect Director Mortimer Berkowitz, III	Mgmt	For	Withhold
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>			
1.3	Elect Director Quentin Blackford	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.4	Elect Director David Demski	Mgmt	For	For
1.5	Elect Director Karen K. McGinnis	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.6	Elect Director Patrick S. Miles	Mgmt	For	For

Alphatec Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director David R. Pelizzon	Mgmt	For	For
1.8	Elect Director Jeffrey P. Rydin	Mgmt	For	For
1.9	Elect Director Ward W. Woods	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

Alta Equipment Group Inc.

Meeting Date: 06/07/2024	Country: USA	Ticker: ALTG
	Meeting Type: Annual	
	Primary ISIN: US02128L1061	Primary SEDOL: BLLCYB0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ryan Greenawalt	Mgmt	For	For
1.2	Elect Director Andrew P. Studdert	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Variable remuneration should not contain a significant overlap of metrics. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

Altair Engineering Inc.

Meeting Date: 05/16/2024	Country: USA	Ticker: ALTR
	Meeting Type: Annual	
	Primary ISIN: US0213691035	Primary SEDOL: BD6D4Y5

Altair Engineering Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mary Boyce	Mgmt	For	For
1b	Elect Director Jim F. Anderson	Mgmt	For	For
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Altice USA, Inc.

Meeting Date: 06/12/2024

Country: USA

Ticker: ATUS

Meeting Type: Annual

Primary ISIN: US02156K1034

Primary SEDOL: BDRY7P9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Patrick Drahi	Mgmt	For	Against
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>				
1b	Elect Director David Drahi	Mgmt	For	Against
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>				
1c	Elect Director Dexter Goei	Mgmt	For	For
1d	Elect Director Dennis Mathew	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities.</i>				
1e	Elect Director Mark Mullen	Mgmt	For	For
1f	Elect Director Dennis Okhuijsen	Mgmt	For	For
1g	Elect Director Susan Schnabel	Mgmt	For	For

Altice USA, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1h	Elect Director Charles Stewart	Mgmt	For	Against
<i>Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.</i>				
1i	Elect Director Raymond Svider	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For

Altius Minerals Corporation

Meeting Date: 05/17/2024

Country: Canada

Ticker: ALS

Meeting Type: Annual

Primary ISIN: CA0209361009

Primary SEDOL: 2122355

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Nicole Adshead-Bell	Mgmt	For	For
1B	Elect Director John Baker	Mgmt	For	For
1C	Elect Director Teresa Conway	Mgmt	For	For
1D	Elect Director Brian Dalton	Mgmt	For	For
1E	Elect Director Anna El-Erian	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
1F	Elect Director Andre Gaumond	Mgmt	For	For
1G	Elect Director Roger Lace	Mgmt	For	For
1H	Elect Director Fredrick Mifflin	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1I	Elect Director Jamie Strauss	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
2	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Altus Group Limited

Meeting Date: 05/01/2024

Country: Canada

Ticker: AIF

Meeting Type: Annual

Primary ISIN: CA02215R1073

Primary SEDOL: B67M8D9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Wai-Fong Au	Mgmt	For	For
1b	Elect Director William Brennan	Mgmt	For	For
1c	Elect Director Angela L. Brown	Mgmt	For	For
1d	Elect Director Colin J. Dyer	Mgmt	For	For
1e	Elect Director Michael J. Gordon	Mgmt	For	For
1f	Elect Director James V. Hannon	Mgmt	For	For
1g	Elect Director Anthony W. Long	Mgmt	For	For
1h	Elect Director Raymond Mikulich	Mgmt	For	For
1i	Elect Director Carolyn M. Schuetz	Mgmt	For	For
1j	Elect Director Thomas W. Warsop, III	Mgmt	For	For
1k	Elect Director Janet P. Woodruff	Mgmt	For	For
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				

Altus Power, Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: AMPS

Meeting Type: Annual

Primary ISIN: US02217A1025

Primary SEDOL: BPNXP05

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Gregg J. Felton	Mgmt	For	Withhold
<i>Voter Rationale: WITHHOLD votes are warranted for incumbent director nominee Gregg Felton for the following reasons: * failing to address the material weaknesses in the company's internal controls in consecutive years; * given the board's failure to remove, or subject to a sunset requirement, the classified board structure, which adversely impacts shareholder rights; and * in the absence of a say-on-pay proposal and compensation committee members on ballot, due to an unmitigated pay-for-performance misalignment and problematic pay practice. A majority of equity awards were time-vested and the company lowered the stock price goals of the performance-based RSUs. In addition, the co-CEO received sizable severance following a resignation which was not clearly involuntary.</i>				

Altus Power, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Lars R. Norell *Withdrawn Resolution*	Mgmt		
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For

AMADA Co., Ltd.

Meeting Date: 06/27/2024 **Country:** Japan **Ticker:** 6113
Meeting Type: Annual **Primary ISIN:** JP3122800000 **Primary SEDOL:** 6022105

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 Isobe, Tsutomu	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Yamanashi, Takaaki	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.3	Elect Director Tadokoro, Masahiko	Mgmt	For	For
2.4	Elect Director Yamamoto, Koji	Mgmt	For	For
2.5	Elect Director Miwa, Kazuhiko	Mgmt	For	For
2.6	Elect Director Sasa, Hiroyuki	Mgmt	For	For
2.7	Elect Director Chino, Toshitake	Mgmt	For	For
2.8	Elect Director Miyoshi, Hidekazu	Mgmt	For	For
2.9	Elect Director Kobe, Harumi	Mgmt	For	For
3	Appoint Statutory Auditor Mochizuki, Akiko	Mgmt	For	For
4	Appoint Alternate Statutory Auditor Murata, Makoto	Mgmt	For	For
5	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

Amalgamated Financial Corp.

Meeting Date: 05/21/2024 **Country:** USA **Ticker:** AMAL
Meeting Type: Annual **Primary ISIN:** US0226711010 **Primary SEDOL:** BLR7B41

Amalgamated Financial Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Lynne P. Fox	Mgmt	For	For
1b	Elect Director Priscilla Sims Brown	Mgmt	For	For
1c	Elect Director Maryann Bruce	Mgmt	For	For
1d	Elect Director Mark A. Finser	Mgmt	For	For
1e	Elect Director Darrell Jackson	Mgmt	For	For
1f	Elect Director Julie Kelly	Mgmt	For	For
1g	Elect Director JoAnn S. Lilek	Mgmt	For	For
1h	Elect Director Meredith Miller	Mgmt	For	For
1i	Elect Director Robert G. Romasco	Mgmt	For	For
1j	Elect Director Edgar Romney, Sr.	Mgmt	For	For
1k	Elect Director Julieta Ross	Mgmt	For	For
1l	Elect Director Scott Stoll	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Ratify Crowe LLP as Auditors	Mgmt	For	For

Amano Corp.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 6436

Meeting Type: Annual

Primary ISIN: JP3124400007

Primary SEDOL: 6027304

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 95	Mgmt	For	For
2.1	Appoint Statutory Auditor Morita, Masahiko	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				

Amano Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Appoint Statutory Auditor Kitami, Tomonori	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				

Amazon.com, Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: AMZN

Meeting Type: Annual

Primary ISIN: US0231351067

Primary SEDOL: 2000019

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jeffrey P. Bezos	Mgmt	For	For
1b	Elect Director Andrew R. Jassy	Mgmt	For	For
1c	Elect Director Keith B. Alexander	Mgmt	For	For
1d	Elect Director Edith W. Cooper	Mgmt	For	For
1e	Elect Director Jamie S. Gorelick	Mgmt	For	For
1f	Elect Director Daniel P. Huttenlocher	Mgmt	For	For
1g	Elect Director Andrew Y. Ng	Mgmt	For	For
1h	Elect Director Indra K. Nooyi	Mgmt	For	For
1i	Elect Director Jonathan J. Rubinstein	Mgmt	For	For
1j	Elect Director Brad D. Smith	Mgmt	For	For
1k	Elect Director Patricia Q. Stonesifer	Mgmt	For	For
1l	Elect Director Wendell P. Weeks	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Establish a Public Policy Committee	SH	Against	Against
<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>				
5	Establish a Board Committee on Corporate Financial Sustainability	SH	Against	Against
<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Report on Customer Due Diligence	SH	Against	For
	<i>Voter Rationale: Shareholders would benefit from increased disclosure on the company's approach to customer due diligence. The company faces risks related to human rights in its global operation. Good practices include developing a clear process and narrative on how impacts are monitored and effectively mitigated.</i>			
7	Report on Lobbying Payments and Policy	SH	Against	For
	<i>Voter Rationale: Enhanced controls over and disclosure of company and trade association lobbying is a growing good practice. Transparency around the company's primary lobbying issues and positions, as well as its key relationships with trade associations that engage on lobbying on its behalf, is advisable.</i>			
8	Report on Median and Adjusted Gender/Racial Pay Gaps	SH	Against	For
	<i>Voter Rationale: The proposed enhanced disclosure would help the board and shareholders better assess existing and potential future risks related to human capital management.</i>			
9	Report on Viewpoint Discrimination	SH	Against	Against
	<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>			
10	Report on Impact of Climate Change Strategy Consistent With Just Transition Guidelines	SH	Against	Against
	<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>			
11	Report on Efforts to Reduce Plastic Use	SH	Against	Against
	<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>			
12	Commission Third Party Assessment on Company's Commitment to Freedom of Association and Collective Bargaining	SH	Against	For
	<i>Voter Rationale: Shareholders would benefit from increased disclosure through a third-party assessment of the company's commitment to its freedom of association policies and practices to provide assurance regarding the company's claims.</i>			
13	Disclose All Material Scope 3 GHG Emissions	SH	Against	Against
	<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>			
14	Commission Third Party Study and Report on Risks Associated with Use of Rekognition	SH	Against	For
	<i>Voter Rationale: Shareholders would benefit from increased disclosure on the company's approach to customer due diligence. The company faces risks related to human rights in its global operation. Good practices include developing a clear process and narrative on how impacts are monitored and effectively mitigated.</i>			
15	Adopt Policy to Require Board Members to Disclose their Political and Charitable Donations	SH	Against	Against
	<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>			
16	Establish a Board Committee on Artificial Intelligence	SH	Against	Against
	<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>			
17	Commission a Third Party Audit on Working Conditions	SH	Against	For
	<i>Voter Rationale: Shareholders would benefit from increased disclosure through third-party auditing on warehouse working conditions given the discrepancies positioned by NGO reports and controversies to provide stakeholders with greater assurance that its current workplace safety policies and procedures are sufficient.</i>			

Ambac Financial Group, Inc.

Meeting Date: 06/05/2024

Country: USA

Ticker: AMBC

Meeting Type: Annual

Primary ISIN: US0231398845

Primary SEDOL: B7ZKH46

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ian D. Haft	Mgmt	For	For
1b	Elect Director Lisa G. Iglesias	Mgmt	For	For
1c	Elect Director Joan Lamm-Tennant	Mgmt	For	For
<i>Voter Rationale: -</i>				
1d	Elect Director Claude LeBlanc	Mgmt	For	For
1e	Elect Director Kristi A. Matus	Mgmt	For	For
1f	Elect Director Michael D. Price	Mgmt	For	For
1g	Elect Director Jeffrey S. Stein	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
4	Approve Omnibus Stock Plan	Mgmt	For	Against
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
5	Amend Articles	Mgmt	For	For
6	Amend Articles	Mgmt	For	For
7	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For

Ambarella, Inc.

Meeting Date: 06/12/2024

Country: Cayman Islands

Ticker: AMBA

Meeting Type: Annual

Primary ISIN: KYG037AX1015

Primary SEDOL: B7KH3G6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Hsiao-Wuen Hon	Mgmt	For	For

Ambarella, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Christopher B. Paisley	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

AMC Entertainment Holdings, Inc.

Meeting Date: 06/05/2024

Country: USA

Ticker: AMC

Meeting Type: Annual

Primary ISIN: US00165C3025

Primary SEDOL: BN4G703

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Declassify the Board of Directors	Mgmt	For	For
<i>Voter Rationale: The annual election of directors provides greater accountability to shareholders and is a widely accepted best practice in corporate governance. Shareholders should have the opportunity to communicate with directors regarding their performance regularly.</i>				
2a.1	Elect Director Adam M. Aron	Mgmt	For	For
2a.2	Elect Director Denise M. Clark	Mgmt	For	For
2a.3	Elect Director Sonia Jain	Mgmt	For	For
2a.4	Elect Director Howard W. "Hawk" Koch, Jr.	Mgmt	For	For
2a.5	Elect Director Philip Lader	Mgmt	For	For
2a.6	Elect Director Gary F. Locke	Mgmt	For	For
2a.7	Elect Director Kathleen M. Pawlus	Mgmt	For	For
2a.8	Elect Director Keri S. Putnam	Mgmt	For	For

AMC Entertainment Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2a.9	Elect Director Anthony J. Saich	Mgmt	For	Withhold
<i>Voter Rationale: Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns.</i>				
2a.10	Elect Director Adam J. Sussman	Mgmt	For	For
	Election of Directors if Proposal No. 1 is Not Approved	Mgmt		
2b.1	Elect Director Philip Lader	Mgmt	For	For
2b.2	Elect Director Gary F. Locke	Mgmt	For	For
2b.3	Elect Director Adam J. Sussman	Mgmt	For	For
3	Provide Right to Act by Written Consent	Mgmt	For	For
4	Provide Right to Call Special Meeting	Mgmt	For	For
5	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For
6	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
7	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Variable remuneration should not contain a significant overlap of metrics. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
8	Approve Omnibus Stock Plan	Mgmt	For	Against
<i>Voter Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The plan cost is excessive; * The estimated duration of available and proposed shares exceeds six years; * The disclosure of change-in-control ("CIC") vesting treatment is incomplete (or is otherwise considered discretionary); and * The plan allows broad discretion to accelerate vesting.</i>				
9	Adjourn Meeting	Mgmt	For	Against
<i>Voter Rationale: A vote AGAINST this proposal is warranted given that Item 8 does not warrant shareholder support.</i>				

Amerant Bancorp Inc.

Meeting Date: 05/08/2024

Country: USA

Ticker: AMTB

Meeting Type: Annual

Primary ISIN: US0235761014

Primary SEDOL: BKDSMB5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Gerald P. Plush	Mgmt	For	For
1.2	Elect Director Pamela J. Dana	Mgmt	For	For

Amerant Bancorp Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Miguel A. Capriles L.	Mgmt	For	For
1.4	Elect Director Samantha Holroyd	Mgmt	For	For
1.5	Elect Director Erin D. Knight	Mgmt	For	For
1.6	Elect Director Gustavo Marturet M.	Mgmt	For	For
1.7	Elect Director John W. Quill	Mgmt	For	For
1.8	Elect Director Ashaki Rucker	Mgmt	For	For
1.9	Elect Director Oscar Suarez	Mgmt	For	For
1.10	Elect Director Millar Wilson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify RSM US LLP as Auditors	Mgmt	For	For

Ameresco, Inc.

Meeting Date: 06/04/2024

Country: USA

Ticker: AMRC

Meeting Type: Annual

Primary ISIN: US02361E1082

Primary SEDOL: B3SWPT2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director David J. Corrsin	Mgmt	For	For
1b	Elect Director George P. Sakellaris	Mgmt	For	Withhold
<p><i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i></p>				
1c	Elect Director Joseph W. Sutton	Mgmt	For	Withhold
<p><i>Voter Rationale: WITHHOLD votes are warranted for all incumbent directors for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are also warranted for Joseph Sutton, the only member of the compensation committee on the ballot, for the unmitigated pay-for-performance misalignment. WITHHOLD votes are further warranted for George Sakellaris as his ownership of the supervoting shares provides him with voting power control of the company.</i></p>				
2	Ratify RSM US LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				
3	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For

American Assets Trust, Inc.

Meeting Date: 06/03/2024

Country: USA

Ticker: AAT

Meeting Type: Annual

Primary ISIN: US0240131047

Primary SEDOL: B3NTLD4

American Assets Trust, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ernest S. Rady	Mgmt	For	For
1.2	Elect Director Robert S. Sullivan	Mgmt	For	Withhold
<i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, the company's governing documents prohibit or restrict shareholders ability to amend the company bylaws.</i>				
1.3	Elect Director Thomas S. Olinger	Mgmt	For	For
1.4	Elect Director Joy L. Schaefer	Mgmt	For	Withhold
<i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, the company's governing documents prohibit or restrict shareholders ability to amend the company bylaws.</i>				
1.5	Elect Director Nina A. Tran	Mgmt	For	Withhold
<i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, the company's governing documents prohibit or restrict shareholders ability to amend the company bylaws.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

American Eagle Outfitters, Inc.

Meeting Date: 06/27/2024

Country: USA

Ticker: AEO

Meeting Type: Annual

Primary ISIN: US02553E1064

Primary SEDOL: 2048592

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Janice E. Page	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.2	Elect Director David M. Sable	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.3	Elect Director Noel J. Spiegel	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				

American Eagle Outfitters, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

American Express Company

Meeting Date: 05/06/2024	Country: USA	Ticker: AXP
	Meeting Type: Annual	
	Primary ISIN: US0258161092	Primary SEDOL: 2026082

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Thomas J. Baltimore	Mgmt	For	For
1b	Elect Director John J. Brennan	Mgmt	For	For
1c	Elect Director Walter J. Clayton, III	Mgmt	For	For
1d	Elect Director Theodore J. Leonsis	Mgmt	For	For
1e	Elect Director Deborah P. Majoras	Mgmt	For	For
1f	Elect Director Karen L. Parkhill	Mgmt	For	For
1g	Elect Director Charles E. Phillips	Mgmt	For	For
1h	Elect Director Lynn A. Pike	Mgmt	For	For
1i	Elect Director Stephen J. Squeri	Mgmt	For	For
1j	Elect Director Daniel L. Vasella	Mgmt	For	For
1k	Elect Director Lisa W. Wardell	Mgmt	For	For
1l	Elect Director Christopher D. Young	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

American Express Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Submit Severance Agreement to Shareholder Vote	SH	Against	For
<i>Voter Rationale: Companies should request approval of compensation policies covering severance packages and signing bonuses from shareholders. The prospect of separating the voting rights of a merger or acquisition from the compensation packages associate with it is welcome.</i>				
6	Report on Climate Lobbying	SH	Against	For
<i>Voter Rationale: A vote FOR this proposal is warranted. Additional disclosure would help shareholders better evaluate how the company is addressing any misalignments between its direct and indirect lobbying activities and its public commitment to achieve net zero emissions.</i>				
7	Report on Company's Policy on Merchant Category Codes	SH	Against	Against

American Financial Group, Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: AFG

Meeting Type: Annual

Primary ISIN: US0259321042

Primary SEDOL: 2134532

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Carl H. Lindner, III	Mgmt	For	For
1.2	Elect Director S. Craig Lindner	Mgmt	For	For
1.3	Elect Director John B. Berding	Mgmt	For	For
1.4	Elect Director James E. Evans	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1.5	Elect Director Gregory G. Joseph	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1.6	Elect Director Mary Beth Martin	Mgmt	For	For
1.7	Elect Director Amy Y. Murray	Mgmt	For	For
1.8	Elect Director Roger K. Newport	Mgmt	For	For
1.9	Elect Director Evans N. Nwankwo	Mgmt	For	For
1.10	Elect Director William W. Verity	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1.11	Elect Director John I. Von Lehman	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

American Financial Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i></p>				

American Homes 4 Rent

Meeting Date: 05/10/2024

Country: USA

Ticker: AMH

Meeting Type: Annual

Primary ISIN: US02665T3068

Primary SEDOL: BCF5RR9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Matthew J. Hart	Mgmt	For	For
1b	Elect Director David P. Singelyn	Mgmt	For	For
1c	Elect Director Douglas N. Benham	Mgmt	For	For
1d	Elect Director Jack Corrigan	Mgmt	For	For
1e	Elect Director David Goldberg	Mgmt	For	For
1f	Elect Director Tamara H. Gustavson	Mgmt	For	For
1g	Elect Director Michelle C. Kerrick	Mgmt	For	For
1h	Elect Director James H. Kropp	Mgmt	For	For
1i	Elect Director Lynn C. Swann	Mgmt	For	For
1j	Elect Director Winifred M. Webb	Mgmt	For	For
1k	Elect Director Jay Willoughby	Mgmt	For	For
1l	Elect Director Matthew R. Zaist	Mgmt	For	Against
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i></p>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i></p>				

American International Group, Inc.

Meeting Date: 05/15/2024

Country: USA

Ticker: AIG

Meeting Type: Annual

Primary ISIN: US0268747849

Primary SEDOL: 2027342

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Paola Bergamaschi	Mgmt	For	For
1b	Elect Director James Cole, Jr.	Mgmt	For	For
1c	Elect Director James (Jimmy) Dunne, III	Mgmt	For	For
1d	Elect Director John (Chris) Inglis	Mgmt	For	For
1e	Elect Director Linda A. Mills	Mgmt	For	For
1f	Elect Director Diana M. Murphy	Mgmt	For	For
1g	Elect Director Peter R. Porrino	Mgmt	For	For
1h	Elect Director John G. Rice	Mgmt	For	For
1i	Elect Director Vanessa A. Wittman	Mgmt	For	For
1j	Elect Director Peter Zaffino	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
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Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

4	Require Independent Board Chair	SH	Against	For
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Voter Rationale: Appointing a fully independent chairman creates a balance of power that is more conducive to long-term performance. A board headed by management cannot reasonably provide the best oversight and evaluation of managements performance.

5	Adopt Director Election Resignation Bylaw	SH	Against	Against
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American States Water Company

Meeting Date: 05/21/2024

Country: USA

Ticker: AWR

Meeting Type: Annual

Primary ISIN: US0298991011

Primary SEDOL: 2267171

American States Water Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Steven D. Davis	Mgmt	For	For
1.2	Elect Director Anne M. Holloway	Mgmt	For	For
1.3	Elect Director Caroline A. Winn	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.

American Tower Corporation

Meeting Date: 05/22/2024

Country: USA

Ticker: AMT

Meeting Type: Annual

Primary ISIN: US03027X1000

Primary SEDOL: B7FBFL2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Steven O. Vondran	Mgmt	For	For
1b	Elect Director Kelly C. Chambliss	Mgmt	For	For
1c	Elect Director Teresa H. Clarke	Mgmt	For	For
1d	Elect Director Kenneth R. Frank	Mgmt	For	For
1e	Elect Director Robert D. Hormats	Mgmt	For	For
1f	Elect Director Grace D. Lieblein	Mgmt	For	For
1g	Elect Director Craig Macnab	Mgmt	For	For
1h	Elect Director Neville R. Ray	Mgmt	For	For
1i	Elect Director JoAnn A. Reed	Mgmt	For	For
1j	Elect Director Pamela D. A. Reeve	Mgmt	For	For
1k	Elect Director Bruce L. Tanner	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
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Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

American Tower Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For
<i>Voter Rationale: Holders of significant share capital should be entitled to call a special meeting. A total holding requirement of 15% is a suitable threshold to prevent abuse.</i>				
5	Report on Median and Adjusted Gender/Racial Pay Gaps	SH	Against	For
<i>Voter Rationale: The proposed enhanced disclosure would help the board and shareholders better assess existing and potential future risks related to human capital management.</i>				

American Water Works Company, Inc.

Meeting Date: 05/15/2024	Country: USA	Ticker: AWK
	Meeting Type: Annual	
	Primary ISIN: US0304201033	Primary SEDOL: B2R3PV1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jeffrey N. Edwards	Mgmt	For	For
1b	Elect Director Martha Clark Goss	Mgmt	For	For
1c	Elect Director M. Susan Hardwick	Mgmt	For	For
1d	Elect Director Kimberly J. Harris	Mgmt	For	For
1e	Elect Director Laurie P. Havanec	Mgmt	For	For
1f	Elect Director Julia L. Johnson	Mgmt	For	For
1g	Elect Director Patricia L. Kampling	Mgmt	For	For
1h	Elect Director Karl F. Kurz	Mgmt	For	For
1i	Elect Director Michael L. Marberry	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Americold Realty Trust

Meeting Date: 05/22/2024	Country: USA	Ticker: COLD
	Meeting Type: Annual	
	Primary ISIN: US03064D1081	Primary SEDOL: B3SKZK7

Americold Realty Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director George F. Chappelle, Jr.	Mgmt	For	For
1b	Elect Director George J. Alburger, Jr.	Mgmt	For	For
1c	Elect Director Kelly H. Barrett	Mgmt	For	For
1d	Elect Director Robert L. Bass	Mgmt	For	For
1e	Elect Director Antonio F. Fernandez	Mgmt	For	For
1f	Elect Director Pamela K. Kohn	Mgmt	For	For
1g	Elect Director David J. Neithercut	Mgmt	For	For
1h	Elect Director Mark R. Patterson	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1i	Elect Director Andrew P. Power	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Ameriprise Financial, Inc.

Meeting Date: 04/24/2024

Country: USA

Ticker: AMP

Meeting Type: Annual

Primary ISIN: US03076C1062

Primary SEDOL: B0J7D57

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director James M. Cracchiolo	Mgmt	For	For
1b	Elect Director Robert F. Sharpe, Jr.	Mgmt	For	For
1c	Elect Director Dianne Neal Blixt	Mgmt	For	For
1d	Elect Director Amy DiGeso	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1e	Elect Director Christopher J. Williams	Mgmt	For	For
1f	Elect Director Armando Pimentel, Jr.	Mgmt	For	For
1g	Elect Director Brian T. Shea	Mgmt	For	For
1h	Elect Director W. Edward Walter, III	Mgmt	For	For
2	Amend Certificate of Incorporation to Allow the Exculpation of Officers	Mgmt	For	For

Ameriprise Financial, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.

Ameris Bancorp

Meeting Date: 06/06/2024

Country: USA

Ticker: ABCB

Meeting Type: Annual

Primary ISIN: US03076K1088

Primary SEDOL: 2038849

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director William I. Bowen, Jr.	Mgmt	For	For
1b	Elect Director Rodney D. Bullard	Mgmt	For	For
1c	Elect Director Wm. Millard Choate	Mgmt	For	For
1d	Elect Director R. Dale Ezzell	Mgmt	For	For
1e	Elect Director Leo J. Hill	Mgmt	For	For
1f	Elect Director Daniel B. Jeter	Mgmt	For	For
1g	Elect Director Robert P. Lynch	Mgmt	For	For
1h	Elect Director Elizabeth A. McCague	Mgmt	For	For
1i	Elect Director Claire E. McLean	Mgmt	For	For
1j	Elect Director James B. Miller, Jr.	Mgmt	For	For
1k	Elect Director Gloria A. O'Neal	Mgmt	For	For
1l	Elect Director H. Palmer Proctor, Jr.	Mgmt	For	For
1m	Elect Director William H. Stern	Mgmt	For	For

Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.

2	Ratify KPMG 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

Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.

Voter Rationale: We support an annual say on pay frequency.

AMERISAFE, Inc.

Meeting Date: 06/07/2024

Country: USA

Ticker: AMSF

Meeting Type: Annual

Primary ISIN: US03071H1005

Primary SEDOL: B0PPHS6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Philip A. Garcia	Mgmt	For	For
1.2	Elect Director Randall E. Roach	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

AMETEK, Inc.

Meeting Date: 05/07/2024

Country: USA

Ticker: AME

Meeting Type: Annual

Primary ISIN: US0311001004

Primary SEDOL: 2089212

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Tod E. Carpenter	Mgmt	For	For
1b	Elect Director Karleen M. Oberton	Mgmt	For	For
1c	Elect Director Suzanne L. Stefany	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
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Amgen Inc.

Meeting Date: 05/31/2024

Country: USA

Ticker: AMGN

Meeting Type: Annual

Primary ISIN: US0311621009

Primary SEDOL: 2023607

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Wanda M. Austin	Mgmt	For	For
1b	Elect Director Robert A. Bradway	Mgmt	For	For
1c	Elect Director Michael V. Drake	Mgmt	For	For
1d	Elect Director Brian J. Druker	Mgmt	For	For
1e	Elect Director Robert A. Eckert	Mgmt	For	For
1f	Elect Director Greg C. Garland	Mgmt	For	For
1g	Elect Director Charles M. Holley, Jr.	Mgmt	For	For
1h	Elect Director S. Omar Ishrak	Mgmt	For	For
1i	Elect Director Tyler Jacks	Mgmt	For	For
1j	Elect Director Mary E. Klotman	Mgmt	For	For
1k	Elect Director Ellen J. Kullman	Mgmt	For	For
1l	Elect Director Amy E. Miles	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: ncentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Amicus Therapeutics, Inc.

Meeting Date: 06/06/2024

Country: USA

Ticker: FOLD

Meeting Type: Annual

Primary ISIN: US03152W1099

Primary SEDOL: B19FQ48

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Eiry W. Roberts	Mgmt	For	For
1.2	Elect Director Craig A. Wheeler	Mgmt	For	For
1.3	Elect Director Burke W. Whitman	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Amicus Therapeutics, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The majority of annual bonus incentives should be quantitative. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				

AMN Healthcare Services, Inc.

Meeting Date: 04/19/2024

Country: USA

Ticker: AMN

Meeting Type: Annual

Primary ISIN: US0017441017

Primary SEDOL: 2813552

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jorge A. Caballero	Mgmt	For	For
1b	Elect Director Mark G. Foletta	Mgmt	For	For
1c	Elect Director Teri G. Fontenot	Mgmt	For	For
1d	Elect Director Cary Grace	Mgmt	For	For
1e	Elect Director R. Jeffrey Harris	Mgmt	For	For
1f	Elect Director Daphne E. Jones	Mgmt	For	For
1g	Elect Director Sylvia Trent-Adams	Mgmt	For	For
1h	Elect Director Douglas D. Wheat	Mgmt	For	Against
<p><i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i></p>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				
4	Amend Certificate of Incorporation to Exculpate Certain Officers from Personal Liability	Mgmt	For	For

Amneal Pharmaceuticals, Inc.

Meeting Date: 05/02/2024

Country: USA

Ticker: AMRX

Meeting Type: Annual

Primary ISIN: US03168L1052

Primary SEDOL: BFNFD6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Emily Peterson Alva	Mgmt	For	For
1b	Elect Director Deb Autor	Mgmt	For	For
1c	Elect Director J. Kevin Buchi	Mgmt	For	For
1d	Elect Director Jeff George	Mgmt	For	For
1e	Elect Director John Kiely	Mgmt	For	For
1f	Elect Director Paul Meister	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1g	Elect Director Ted Nark	Mgmt	For	For
1h	Elect Director Chintu Patel	Mgmt	For	For
1i	Elect Director Chirag Patel	Mgmt	For	For
1j	Elect Director Gautam Patel	Mgmt	For	For
1k	Elect Director Shlomo Yanai	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
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

AMP Limited

Meeting Date: 04/12/2024

Country: Australia

Ticker: AMP

Meeting Type: Annual

Primary ISIN: AU000000AMP6

Primary SEDOL: 6709958

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2a	Elect Kathleen Bailey-Lord as Director	Mgmt	For	For
2b	Elect Anna Leibel as Director	Mgmt	For	For
3	Approve Remuneration Report	Mgmt	For	For
<i>Voter Rationale: Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns. The remuneration report does not articulate how executives performed against historic performance targets. The board should articulate how bonus payments reflect prior year performance, as well as outlining forward-looking targets that underpin long-term incentive plans.</i>				

AMP Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Grant of Performance Rights to Alexis George	Mgmt	For	For
5	Approve to Exceed 10/12 Buyback Limit	Mgmt	For	For
6	Approve the Spill Resolution	Mgmt	Against	Against

Amphastar Pharmaceuticals, Inc.

Meeting Date: 06/03/2024 **Country:** USA **Ticker:** AMPH
Meeting Type: Annual **Primary ISIN:** US03209R1032 **Primary SEDOL:** BNFWZS4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mary Ziping Luo	Mgmt	For	For
1b	Elect Director Howard Lee	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1c	Elect Director Michael A. Zasloff	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1d	Elect Director Gayle Deflin	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	Against
<i>Voter Rationale: This plan could lead to excessive dilution. Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Amphenol Corporation

Meeting Date: 05/16/2024 **Country:** USA **Ticker:** APH
Meeting Type: Annual **Primary ISIN:** US0320951017 **Primary SEDOL:** 2145084

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nancy A. Altobello	Mgmt	For	For
1.2	Elect Director David P. Falck	Mgmt	For	For
<i>Voter Rationale: At this time, we believe that the company is adequately managing its human rights risks. However, shareholders would benefit from further disclosures on its human rights due diligence process, salient human rights risks identified and associated mitigation measures.</i>				
1.3	Elect Director Edward G. Jepsen	Mgmt	For	For
1.4	Elect Director Rita S. Lane	Mgmt	For	For
1.5	Elect Director Robert A. Livingston	Mgmt	For	For
1.6	Elect Director Martin H. Loeffler	Mgmt	For	For
1.7	Elect Director R. Adam Norwitt	Mgmt	For	For
1.8	Elect Director Prahlad Singh	Mgmt	For	For
1.9	Elect Director Anne Clarke Wolff	Mgmt	For	For
2	Approve Non-Employee Director Restricted Stock Plan	Mgmt	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
5	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For
6	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For
<i>Voter Rationale: Holders of significant share capital should be entitled to call a special meeting. A total holding requirement of 10% is a suitable threshold to prevent abuse.</i>				

Amplifon SpA

Meeting Date: 04/24/2024

Country: Italy

Ticker: AMP

Meeting Type: Annual

Primary ISIN: IT0004056880

Primary SEDOL: B14NJ71

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
	Management Proposals	Mgmt		

Amplifon SpA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
1.2	Approve Allocation of Income	Mgmt	For	For
2	Approve Remuneration of Directors	Mgmt	For	For
	Appoint Internal Statutory Auditors (Slate Election) - Choose One of the Following Slates	Mgmt		
3.1.1	Slate 1 Submitted by Ampliter Srl	SH	None	Against
<i>Voter Rationale: This item warrants a vote AGAINST because: - Shareholders can support only one slate. - Slate proposed under Item 3.1.2 is likely to better represent the interests of global institutional investors and minority shareholders.</i>				
3.1.2	Slate 2 Submitted by Institutional Investors (Assogestioni)	SH	None	For
<i>Voter Rationale: This item warrants a vote FOR because: - Shareholders can support only one slate. - This slate has been proposed by institutional investors, and these nominees could therefore be the best positioned to represent the interests of minority shareholders and carryout effective oversight on the management's behavior. - Candidates on this slate have agreed to abide by the chart of corporate governance principles adopted by Assogestioni.</i>				
	Shareholder Proposal Submitted By Ampliter Srl	Mgmt		
3.2	Approve Internal Auditors' Remuneration	SH	None	For
	Management Proposals	Mgmt		
4.1	Approve Remuneration Policy	Mgmt	For	Against
<i>Voter Rationale: Severance payments should not exceed two year's pay. Larger severance packages should be subject to a separate shareholder approval. All cash or share-based awards and payments that fall outside the companys remuneration policy should require ex-ante shareholder approval. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
4.2	Approve Second Section of the Remuneration Report	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>				
5	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For

Amplifon SpA

Meeting Date: 04/30/2024

Country: Italy

Ticker: AMP

Meeting Type: Extraordinary Shareholders

Primary ISIN: IT0004056880

Primary SEDOL: B14NJ71

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Extraordinary Business	Mgmt		

Amplifon SpA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Company Bylaws Re: Article 13	Mgmt	For	Against
	<i>Voter Rationale: Changes in companys articles or by-laws should not erode shareholder rights.</i>			
2	Amend Company Bylaws Re: Article 10	Mgmt	For	Against
	<i>Voter Rationale: Changes in companys articles or by-laws should not erode shareholder rights.</i>			
3	Approve Capital Increase and Convertible Bond Issuance Without Preemptive Rights	Mgmt	For	Against
	<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>			
4	Amend Company Bylaws	Mgmt	For	Against
	<i>Voter Rationale: In-person shareholder meetings enable essential scrutiny of boards and management. There should be an annual physical meeting of the shareholders, and all the directors of the company should attend.</i>			

Amundi SA

Meeting Date: 05/24/2024

Country: France

Ticker: AMUN

Meeting Type: Annual

Primary ISIN: FR0004125920

Primary SEDOL: BYZR014

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 4.10 per Share	Mgmt	For	For
4	Approve Transaction with Credit Agricole SA Re: Group TVA	Mgmt	For	For
5	Approve Compensation Report	Mgmt	For	For
6	Approve Compensation of Yves Perrier, Chairman of the Board From January 1, 2023 To May 12, 2023	Mgmt	For	For
7	Approve Compensation of Philippe Brassac, Chairman of the Board Since May 12, 2023	Mgmt	For	For
8	Approve Compensation of Valerie Baudson, CEO	Mgmt	For	For
9	Approve Compensation of Nicolas Calcoen, Vice-CEO	Mgmt	For	Abstain
	<i>Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.</i>			
10	Approve Remuneration Policy of Directors	Mgmt	For	For

Amundi SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
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 Vice-CEO	Mgmt	For	For
14	Approve the Aggregate Remuneration Granted in 2023 to Certain Senior Management, Responsible Officers, and Risk-Takers (Advisory)	Mgmt	For	For
15	Ratify Appointment of Benedicte Chretien as Director Following Resignation of Yves Perrier	Mgmt	For	Against
<p><i>Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board. In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i></p>				
16	Ratify Appointment of Christine Grillet as Director Following Resignation of Christine Gandon	Mgmt	For	For
17	Ratify Appointment of Gerald Gregoire as Director Following Resignation of Michel Mathieu	Mgmt	For	For
18	Reelect Nathalie Wright as Director	Mgmt	For	For
19	Reelect Michele Guibert as Director	Mgmt	For	For
20	Reelect Patrice Gentie as Director	Mgmt	For	For
21	Reelect Gerald Gregoire as Director	Mgmt	For	For
22	Appoint MAZARS as Auditor for the Sustainability Reporting	Mgmt	For	For
23	Appoint PRICEWATERHOUSECOOPERS AUDIT as Auditor for the Sustainability Reporting	Mgmt	For	For
24	Approve Report on Progress of Company's Sustainability and Climate Transition Plan (Advisory)	Mgmt	For	For
25	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
26	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Amylyx Pharmaceuticals, Inc.

Meeting Date: 06/06/2024

Country: USA

Ticker: AMLX

Meeting Type: Annual

Primary ISIN: US03237H1014

Primary SEDOL: BPCK358

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Joshua Cohen	Mgmt	For	For
1.2	Elect Director Daphne Quimi	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
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The majority of annual bonus incentives should be quantitative. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<p><i>Voter Rationale: We support an annual say on pay frequency.</i></p>				

ANA HOLDINGS INC.

Meeting Date: 06/27/2024	Country: Japan	Ticker: 9202
	Meeting Type: Annual	
	Primary ISIN: JP3429800000	Primary SEDOL: 6014908

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 50	Mgmt	For	For
2.1	Elect Director Katanozaka, Shinya	Mgmt	For	For
2.2	Elect Director Shibata, Koji	Mgmt	For	For
2.3	Elect Director Hirasawa, Juichi	Mgmt	For	Against
<p><i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i></p>				
2.4	Elect Director Naoki, Yoshiharu	Mgmt	For	Against
<p><i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i></p>				
2.5	Elect Director Nakahori, Kimihiro	Mgmt	For	Against
<p><i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i></p>				
2.6	Elect Director Taneie, Jun	Mgmt	For	Against
<p><i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i></p>				
2.7	Elect Director Inoue, Shinichi	Mgmt	For	Against
<p><i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i></p>				

ANA HOLDINGS INC.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.8	Elect Director Yamamoto, Ado	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.9	Elect Director Kobayashi, Izumi	Mgmt	For	For
2.10	Elect Director Katsu, Eijiro	Mgmt	For	For
2.11	Elect Director Minegishi, Masumi	Mgmt	For	For
3.1	Appoint Statutory Auditor Fukuzawa, Ichiro	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.2	Appoint Statutory Auditor Kajita, Emiko	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				

ANI Pharmaceuticals, Inc.

Meeting Date: 05/21/2024

Country: USA

Ticker: ANIP

Meeting Type: Annual

Primary ISIN: US00182C1036

Primary SEDOL: BCDWBX6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Thomas J. Haughey	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1b	Elect Director Nikhil Lalwani	Mgmt	For	For
1c	Elect Director Matthew J. Leonard	Mgmt	For	For
1d	Elect Director Antonio R. Pera	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1e	Elect Director Muthusamy Shanmugam	Mgmt	For	For
1f	Elect Director Renee P. Tannenbaum	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1g	Elect Director Jeanne A. Thoma	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				

ANI Pharmaceuticals, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1h	Elect Director Patrick D. Walsh	Mgmt	For	For
2	Ratify EisnerAmper LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Severance payments should not exceed three year's pay. Larger severance packages should be subject to a separate shareholder approval.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Anicom Holdings, Inc.

Meeting Date: 06/24/2024	Country: Japan	Ticker: 8715
	Meeting Type: Annual	
	Primary ISIN: JP3122440005	Primary SEDOL: B3PQXL5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 5.5	Mgmt	For	For
2.1	Elect Director Komori, Nobuaki	Mgmt	For	For
2.2	Elect Director Momose, Yumiko	Mgmt	For	For
2.3	Elect Director Tanaka, Eiichi	Mgmt	For	For
2.4	Elect Director Shoyama, Katsuo	Mgmt	For	For
2.5	Elect Director David G. Litt	Mgmt	For	For
2.6	Elect Director Takemi, Hiromitsu	Mgmt	For	For
3	Appoint Statutory Auditor Suda, Kazuo	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				

Annaly Capital Management, Inc.

Meeting Date: 05/15/2024	Country: USA	Ticker: NLY
	Meeting Type: Annual	
	Primary ISIN: US0357108390	Primary SEDOL: BPMQ7X2

Annaly Capital Management, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Francine J. Bovich	Mgmt	For	For
1b	Elect Director David L. Finkelstein	Mgmt	For	For
1c	Elect Director Thomas Hamilton	Mgmt	For	For
1d	Elect Director Kathy Hopinkah Hannan	Mgmt	For	For
1e	Elect Director Michael Haylon	Mgmt	For	For
1f	Elect Director Martin Laguerre	Mgmt	For	For
1g	Elect Director Manon Laroche	Mgmt	For	For
1h	Elect Director Eric A. Reeves	Mgmt	For	For
1i	Elect Director John H. Schaefer	Mgmt	For	For
1j	Elect Director Glenn A. Votek	Mgmt	For	For
1k	Elect Director Scott Wede	Mgmt	For	For
1l	Elect Director Vicki Williams	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. The majority of annual bonus incentives should be quantitative. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i></p>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

Anritsu Corp.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 6754

Meeting Type: Annual

Primary ISIN: JP3128800004

Primary SEDOL: 6044109

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	Elect Director Hamada, Hirokazu	Mgmt	For	Abstain
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i></p>				
2.2	Elect Director Kubota, Akifumi	Mgmt	For	For
2.3	Elect Director Sugita, Shunichi	Mgmt	For	For
2.4	Elect Director Shima, Takeshi	Mgmt	For	For
2.5	Elect Director Masamura, Tatsuro	Mgmt	For	For

Anritsu Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.6	Elect Director Ueda, Nozomi	Mgmt	For	For
3	Approve Annual Bonus	Mgmt	For	For

ANSYS, Inc.

Meeting Date: 05/22/2024 **Country:** USA **Ticker:** ANSS
Meeting Type: Special **Primary ISIN:** US03662Q1058 **Primary SEDOL:** 2045623

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Merger Agreement	Mgmt	For	For
2	Advisory Vote on Golden Parachutes	Mgmt	For	For
3	Adjourn Meeting	Mgmt	For	For

ANSYS, Inc.

Meeting Date: 06/07/2024 **Country:** USA **Ticker:** ANSS
Meeting Type: Annual **Primary ISIN:** US03662Q1058 **Primary SEDOL:** 2045623

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Jim Frankola	Mgmt	For	For
1B	Elect Director Alec D. Gallimore	Mgmt	For	For
1C	Elect Director Ronald W. Hovsepian	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Provide Right to Call a Special Meeting	SH	Against	For

Voter Rationale: Holders of significant share capital should be entitled to call a special meeting. A total holding requirement of 10% is a suitable threshold to prevent abuse.

Antofagasta Plc

Meeting Date: 05/08/2024

Country: United Kingdom

Ticker: ANTO

Meeting Type: Annual

Primary ISIN: GB0000456144

Primary SEDOL: 0045614

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 Jean-Paul Luksic as Director	Mgmt	For	For
5	Re-elect Francisca Castro as Director	Mgmt	For	For
6	Re-elect Ramon Jara as Director	Mgmt	For	For
7	Re-elect Juan Claro as Director	Mgmt	For	For
8	Re-elect Andronico Luksic as Director	Mgmt	For	For
9	Re-elect Vivianne Blanlot as Director	Mgmt	For	For
10	Re-elect Michael Anglin as Director	Mgmt	For	For
11	Re-elect Tony Jensen as Director	Mgmt	For	For
12	Re-elect Eugenia Parot as Director	Mgmt	For	For
13	Re-elect Heather Lawrence as Director	Mgmt	For	For
14	Elect Tracey Kerr as Director	Mgmt	For	For
15	Appoint Deloitte LLP as Auditors	Mgmt	For	For
16	Authorise the Audit and Risk 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

AOKI Holdings, Inc.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 8214

Meeting Type: Annual

Primary ISIN: JP3105400000

Primary SEDOL: 6045759

AOKI Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Aoki, Akihiro	Mgmt	For	For
1.2	Elect Director Tamura, Haruo	Mgmt	For	For
1.3	Elect Director Terui, Norio	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
1.4	Elect Director Aoki, Masamitsu	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
1.5	Elect Director Nagemoto, Keita	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
1.6	Elect Director Kawaguchi, Yoshiko	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
1.7	Elect Director Ohara, Yoko	Mgmt	For	For
1.8	Elect Director Takahashi, Mitsuo	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
1.9	Elect Director Nakamura, Eiichi	Mgmt	For	For
1.10	Elect Director Sugano, Sonoko	Mgmt	For	For

Aon Plc

Meeting Date: 06/21/2024

Country: Ireland

Ticker: AON

Meeting Type: Annual

Primary ISIN: IE00BLP1HW54

Primary SEDOL: BLP1HW5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Lester B. Knight	Mgmt	For	For
1.2	Elect Director Gregory C. Case	Mgmt	For	For
1.3	Elect Director Jose Antonio Alvarez	Mgmt	For	For
1.4	Elect Director Jin-Yong Cai	Mgmt	For	For
1.5	Elect Director Jeffrey C. Campbell	Mgmt	For	For
1.6	Elect Director Fulvio Conti	Mgmt	For	For
1.7	Elect Director Cheryl A. Francis	Mgmt	For	For
1.8	Elect Director Adriana Karaboutis	Mgmt	For	For

Aon Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.9	Elect Director Richard C. Notebaert	Mgmt	For	For
1.10	Elect Director Gloria Santona	Mgmt	For	For
1.11	Elect Director Sarah E. Smith	Mgmt	For	For
1.12	Elect Director Byron O. Spruell	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.

3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
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Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

4	Ratify Ernst & Young Chartered Accountants as Statutory Auditor	Mgmt	For	For
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Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

5	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
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6	Authorise Issue of Equity	Mgmt	For	For
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7	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
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Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.

Aozora Bank Ltd.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 8304

Meeting Type: Annual

Primary ISIN: JP3711200000

Primary SEDOL: B1G1854

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Yamakoshi, Koji	Mgmt	For	Against

Voter Rationale: Top management is responsible for the company's unfavourable ROE performance. The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.

Aozora Bank Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Omi, Hideto	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance. The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
1.3	Elect Director Ohara, Masayoshi	Mgmt	For	For
1.4	Elect Director Sakie Tachibana Fukushima	Mgmt	For	For
1.5	Elect Director Takahashi, Hideyuki	Mgmt	For	For
1.6	Elect Director Saito, Hideaki	Mgmt	For	For
1.7	Elect Director Kato, Takashi	Mgmt	For	For
1.8	Elect Director Tadano, Koichi	Mgmt	For	For
1.9	Elect Director Kawashima, Hiromasa	Mgmt	For	For
2	Appoint Statutory Auditor Inoue, Toraki	Mgmt	For	For
3.1	Appoint Alternate Statutory Auditor Himeno, Koji	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.2	Appoint Alternate Statutory Auditor Oka, Kenzo	Mgmt	For	For

Apartment Income REIT Corp.

Meeting Date: 06/25/2024

Country: USA

Ticker: AIRC

Meeting Type: Special

Primary ISIN: US03750L1098

Primary SEDOL: BN6QGL5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Merger Agreement	Mgmt	For	For
2	Advisory Vote on Golden Parachutes	Mgmt	For	For
3	Adjourn Meeting	Mgmt	For	For

Apartment Investment and Management Company

Meeting Date: 06/28/2024

Country: USA

Ticker: AIV

Meeting Type: Annual

Primary ISIN: US03748R7474

Primary SEDOL: BN2W9T6

Apartment Investment and Management Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Wes Powell	Mgmt	For	For
1.2	Elect Director Quincy L. Allen	Mgmt	For	For
1.3	Elect Director Patricia L. Gibson	Mgmt	For	For
1.4	Elect Director Jay Paul Leupp	Mgmt	For	For
1.5	Elect Director Sherry L. Rexroad	Mgmt	For	For
1.6	Elect Director Deborah Smith	Mgmt	For	For
1.7	Elect Director R. Dary Stone	Mgmt	For	For
1.8	Elect Director James P. Sullivan	Mgmt	For	For
1.9	Elect Director Kirk A. Sykes	Mgmt	For	For
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

Apellis Pharmaceuticals, Inc.

Meeting Date: 06/05/2024

Country: USA

Ticker: APLS

Meeting Type: Annual

Primary ISIN: US03753U1060

Primary SEDOL: BYTQ6X1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Paul Fonteyne	Mgmt	For	For
1.2	Elect Director Stephanie Monaghan O'Brien	Mgmt	For	Withhold
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The majority of annual bonus incentives should be quantitative. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

Aperam SA

Meeting Date: 04/30/2024

Country: Luxembourg

Ticker: APAM

Meeting Type: Annual

Primary ISIN: LU0569974404

Primary SEDOL: B58C6H1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Financial Statements	Mgmt	For	For
3	Approve Dividends	Mgmt	For	For
4	Approve Allocation of Income	Mgmt	For	For
5	Approve Remuneration Report	Mgmt	For	Against

Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.

6	Approve Remuneration of Directors	Mgmt	For	For
7	Approve Discharge of Directors	Mgmt	For	For
8	Reelect Sandeep Jalan as Director	Mgmt	For	For
9	Approve PricewaterhouseCoopers as Auditor	Mgmt	For	For
10	Approve Grants of Share Based Incentives	Mgmt	For	Against

Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.

APi Group Corporation

Meeting Date: 06/14/2024

Country: USA

Ticker: APG

Meeting Type: Annual

Primary ISIN: US00187Y1001

Primary SEDOL: BMBPH06

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Martin E. Franklin	Mgmt	For	Against

APi Group Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
<i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1b	Elect Director James E. Lillie	Mgmt	For	For
1c	Elect Director Ian G.H. Ashken	Mgmt	For	Against
<i>Voter Rationale: The audit committee is responsible for the integrity of the annual report and accounts. Substantial restatements of earnings are indicative of the inadequate oversight and controls by the audit committee.</i>				
1d	Elect Director Russell A. Becker	Mgmt	For	For
1e	Elect Director Paula D. Loop	Mgmt	For	Against
<i>Voter Rationale: The audit committee is responsible for the integrity of the annual report and accounts. Substantial restatements of earnings are indicative of the inadequate oversight and controls by the audit committee.</i>				
1f	Elect Director Anthony E. Malkin	Mgmt	For	For
1g	Elect Director Thomas V. Milroy	Mgmt	For	For
1h	Elect Director Cyrus D. Walker	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1i	Elect Director Carrie A. Wheeler	Mgmt	For	Against
<i>Voter Rationale: The audit committee is responsible for the integrity of the annual report and accounts. Substantial restatements of earnings are indicative of the inadequate oversight and controls by the audit committee.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

Apollo Commercial Real Estate Finance, Inc.

Meeting Date: 06/07/2024

Country: USA

Ticker: ARI

Meeting Type: Annual

Primary ISIN: US03762U1051

Primary SEDOL: B4JTYX6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mark C. Biderman	Mgmt	For	For
1.2	Elect Director Pamela G. Carlton	Mgmt	For	Withhold
<i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, the company's governing documents prohibit shareholders ability to amend the company bylaws.</i>				
1.3	Elect Director Brenna Haysom	Mgmt	For	For

Apollo Commercial Real Estate Finance, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Robert A. Kasdin	Mgmt	For	Withhold
	<i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, the company's governing documents prohibit shareholders ability to amend the company bylaws.</i>			
1.5	Elect Director Katherine G. Newman	Mgmt	For	For
1.6	Elect Director Scott S. Prince	Mgmt	For	For
1.7	Elect Director Stuart A. Rothstein	Mgmt	For	For
	<i>Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.</i>			
1.8	Elect Director Michael E. Salvati	Mgmt	For	Withhold
	<i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, the company's governing documents prohibit shareholders ability to amend the company bylaws.</i>			
1.9	Elect Director Carmencita N.M. Whonder	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>			
4	Approve Omnibus Stock Plan	Mgmt	For	For
	<i>Voter Rationale: Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>			

Apollo Global Management, Inc.

Meeting Date: 06/24/2024

Country: USA

Ticker: APO

Meeting Type: Annual

Primary ISIN: US03769M1062

Primary SEDOL: BN44JF6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Marc Beilinson	Mgmt	For	For
	<i>Voter Rationale: -</i>			
1.2	Elect Director James Belardi	Mgmt	For	For
1.3	Elect Director Jessica Bibliowicz	Mgmt	For	For
1.4	Elect Director Jay Clayton (Walter J. Clayton, III)	Mgmt	For	For
1.5	Elect Director Michael Ducey	Mgmt	For	For
1.6	Elect Director Kerry Murphy Healey	Mgmt	For	For

Apollo Global Management, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Mitra Hormozi	Mgmt	For	For
<i>Voter Rationale: -</i>				
1.8	Elect Director Pamela Joyner	Mgmt	For	For
1.9	Elect Director Scott Kleinman	Mgmt	For	For
1.10	Elect Director A.B. Krongard	Mgmt	For	For
<i>Voter Rationale: To ensure the effectiveness of the board, the board should include between 5 and 15 directors.</i>				
1.11	Elect Director Pauline Richards	Mgmt	For	For
1.12	Elect Director Marc Rowan	Mgmt	For	For
1.13	Elect Director David Simon	Mgmt	For	Against
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1.14	Elect Director Lynn Swann	Mgmt	For	For
<i>Voter Rationale: -</i>				
1.15	Elect Director Patrick Toomey	Mgmt	For	For
1.16	Elect Director James Zelter	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

AppFolio, Inc.

Meeting Date: 06/14/2024

Country: USA

Ticker: APPF

Meeting Type: Annual

Primary ISIN: US03783C1009

Primary SEDOL: BYN7H48

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Timothy Bliss	Mgmt	For	For
1.2	Elect Director Shane Trigg	Mgmt	For	For
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>				
1.3	Elect Director Winifred Webb	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

AppFolio, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Withhold
<p><i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Variable remuneration should not contain a significant overlap of metrics. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				
4	Approve Omnibus Stock Plan	Mgmt	For	Withhold
<p><i>Voter Rationale: Plan renewal should be subject to shareholder approval. This plan could lead to excessive dilution. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
5	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	Withhold
<p><i>Voter Rationale: This plan could lead to excessive dilution. Plan renewal should be subject to shareholder approval.</i></p>				

Apple Hospitality REIT, Inc.

Meeting Date: 05/23/2024	Country: USA	Ticker: APLE
	Meeting Type: Annual	
	Primary ISIN: US03784Y2000	Primary SEDOL: BXRTX56

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Glenn W. Bunting	Mgmt	For	For
1.2	Elect Director Jon A. Fosheim	Mgmt	For	For
1.3	Elect Director Kristian M. Gathright	Mgmt	For	For
1.4	Elect Director Carolyn B. Handlon	Mgmt	For	For
1.5	Elect Director Glade M. Knight	Mgmt	For	For
1.6	Elect Director Justin G. Knight	Mgmt	For	For
1.7	Elect Director Blythe J. McGarvie	Mgmt	For	For
1.8	Elect Director L. Hugh Redd	Mgmt	For	For
1.9	Elect Director Howard E. Woolley	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

Apple Hospitality REIT, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
4	Approve Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				

AppLovin Corporation

Meeting Date: 06/05/2024

Country: USA

Ticker: APP

Meeting Type: Annual

Primary ISIN: US03831W1080

Primary SEDOL: BMV3LG4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Adam Foughi	Mgmt	For	Withhold
<p><i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i></p>				
1b	Elect Director Craig Billings	Mgmt	For	Withhold
<p><i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. Executive pay is not in line with company performance. The compensation committee should do more to respond to best practices in pay that help establish compensation packages that reward strong performance and build shareholder value over time. Specifically, a pay-for-performance misalignment is underscored by mega equity awards to the CEO and CTO that provided for extraordinary pay opportunities and very high realized pay values in 2023.</i></p>				
1c	Elect Director Herald Chen	Mgmt	For	Withhold
<p><i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i></p>				
1d	Elect Director Margaret Georgiadis	Mgmt	For	For
1e	Elect Director Alyssa Harvey Dawson	Mgmt	For	For
1f	Elect Director Barbara Messing	Mgmt	For	For
1g	Elect Director Todd Morgenfeld	Mgmt	For	For
1h	Elect Director Edward Oberwager	Mgmt	For	Withhold
<p><i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i></p>				
1i	Elect Director Eduardo Vivas	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

AptarGroup, Inc.

Meeting Date: 05/01/2024

Country: USA

Ticker: ATR

Meeting Type: Annual

Primary ISIN: US0383361039

Primary SEDOL: 2045247

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Sarah Glickman	Mgmt	For	For
1b	Elect Director Matt Trerotola	Mgmt	For	For
1c	Elect Director Ralf K. Wunderlich	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Arbor Realty Trust, Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: ABR

Meeting Type: Annual

Primary ISIN: US0389231087

Primary SEDOL: B00N2S0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Carrie Wilkens	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1b	Elect Director Kenneth J. Bacon	Mgmt	For	Against
<i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. Specifically, the company's bylaws prohibit shareholders' ability to amend the bylaws.</i>				
1c	Elect Director William C. Green	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1d	Elect Director Elliot Schwartz	Mgmt	For	Against
<i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. Specifically, the company's bylaws prohibit shareholders' ability to amend the bylaws. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				

Arbor Realty Trust, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Severance payments should not exceed 3 times pay. Larger severance packages should be subject to a separate shareholder approval. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				

Arcadis NV

Meeting Date: 05/08/2024

Country: Netherlands

Ticker: ARCAD

Meeting Type: Annual

Primary ISIN: NL0006237562

Primary SEDOL: 5769209

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1.a	Open Meeting	Mgmt		
1.b	Receive Announcements	Mgmt		
2	Receive Report of Supervisory Board (Non-Voting)	Mgmt		
3	Receive Report of Executive Board (Non-Voting)	Mgmt		
4.a	Adopt Financial Statements	Mgmt	For	For
4.b	Approve Dividends	Mgmt	For	For
5.a	Approve Discharge of Executive Board	Mgmt	For	For
5.b	Approve Discharge of Supervisory Board	Mgmt	For	For
6	Ratify KPMG Accountants N.V as Auditors	Mgmt	For	For
7	Discussion on Company's Corporate Governance Structure	Mgmt		
8.a	Approve Remuneration Report for Executive Board	Mgmt	For	Against
<i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.</i>				
8.b	Approve Remuneration Report for Supervisory Board	Mgmt	For	For

Arcadis NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9.a	Approve Remuneration Policy for the Executive Board	Mgmt	For	Against
<i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.</i>				
9.b	Approve Remuneration Policy for the Supervisory Board	Mgmt	For	For
10	Reelect V.J.H. Duperat-Vergne to Executive Board	Mgmt	For	For
11.a	Reelect D.L.M. Goodwin to Supervisory Board	Mgmt	For	For
11.b	Announce Vacancies on the Supervisory Board	Mgmt		
12.a	Grant Board Authority to Issue Shares up to 10 Percent of Issued Capital	Mgmt	For	For
12.b	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For
13	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
14	Other Business (Non-Voting)	Mgmt		
15	Close Meeting	Mgmt		

Arcellx, Inc.

Meeting Date: 05/24/2024

Country: USA

Ticker: ACLX

Meeting Type: Annual

Primary ISIN: US03940C1009

Primary SEDOL: BPCJ1Q2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jill Carroll	Mgmt	For	For
1.2	Elect Director Kavita Patel	Mgmt	For	For
1.3	Elect Director Olivia Ware	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: A vote AGAINST this proposal is warranted. Although a majority of the CEO's LTI awards were performance-based in FY23, the CEO's total target LTI award value increased substantially, and the company does not provide a compelling rationale. In addition, annual bonuses are entirely discretionary.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

ArcelorMittal SA

Meeting Date: 04/30/2024

Country: Luxembourg

Ticker: MT

Meeting Type: Annual

Primary ISIN: LU1598757687

Primary SEDOL: BYPBS67

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
I	Approve Consolidated Financial Statements	Mgmt	For	For
II	Approve Financial Statements	Mgmt	For	For
III	Approve Dividends	Mgmt	For	For
IV	Approve Allocation of Income	Mgmt	For	For
V	Approve Remuneration Report	Mgmt	For	For
<i>Voter Rationale: Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>				
VI	Approve Remuneration of Directors	Mgmt	For	For
VII	Approve Discharge of Directors	Mgmt	For	For
VIII	Reelect Karyn Ovelmen as Director	Mgmt	For	For
<i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
IX	Reelect Clarissa Lins as Director	Mgmt	For	For
X	Approve Share Repurchase	Mgmt	For	For
XI	Appoint Ernst & Young as Auditor	Mgmt	For	For
XII	Approve Grants of Share-Based Incentives for the Executive Chairman and the Chief Executive Officer	Mgmt	For	For
<i>Voter Rationale: Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

Arch Capital Group Ltd.

Meeting Date: 05/09/2024

Country: Bermuda

Ticker: ACGL

Meeting Type: Annual

Primary ISIN: BMG0450A1053

Primary SEDOL: 2740542

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Laurie S. Goodman	Mgmt	For	For
1b	Elect Director John M. Pasquesi	Mgmt	For	For

Arch Capital Group Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
4a	Elect Director Brian Chen as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For
4b	Elect Director Crystal Doughty as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For
4c	Elect Director Matthew Dragonetti as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For
4d	Elect Director Seamus Fearon as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For
4e	Elect Director Jerome Halgan as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For
4f	Elect Director Chris Hovey as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For
4g	Elect Director Francois Morin as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For
4h	Elect Director David J. Mulholland as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For
4i	Elect Director Chiara Nannini as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For
4j	Elect Director Maamoun Rajeh as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For
4k	Elect Director William Soares as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For
4l	Elect Director Alan Tiernan as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For
4m	Elect Director Christine Todd as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For

Archrock, Inc.

Meeting Date: 04/25/2024

Country: USA

Ticker: AROC

Meeting Type: Annual

Primary ISIN: US03957W1062

Primary SEDOL: BYRGX7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Anne-Marie N. Ainsworth	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.2	Elect Director D. Bradley Childers	Mgmt	For	For
1.3	Elect Director Gordon T. Hall	Mgmt	For	For
1.4	Elect Director Frances Powell Hawes	Mgmt	For	For
1.5	Elect Director J.W.G. (Will) Honeybourne	Mgmt	For	For
1.6	Elect Director James H. Lytal	Mgmt	For	For
1.7	Elect Director Leonard W. Mallett	Mgmt	For	For
1.8	Elect Director Jason C. Rebrook	Mgmt	For	For
1.9	Elect Director Edmund P. Segner, III	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
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				

Ardelyx, Inc.

Meeting Date: 06/14/2024 **Country:** USA **Ticker:** ARDX
Meeting Type: Annual
Primary ISIN: US0396971071 **Primary SEDOL:** BN89V40

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Onaiza Cadoret-Manier	Mgmt	For	For
1.2	Elect Director William Bertrand, Jr.	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	Against
<i>Voter Rationale: This plan could lead to excessive dilution. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
3	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For

Ardelyx, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

Ares Management Corporation

Meeting Date: 06/04/2024	Country: USA	Ticker: ARES
	Meeting Type: Annual	
	Primary ISIN: US03990B1017	Primary SEDOL: BF14BT1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Michael J. Arougheti	Mgmt	For	Against
<p><i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders.</i></p>				
1b	Elect Director Ashish Bhutani	Mgmt	For	For
<p><i>Voter Rationale: The compensation committee should do more to respond to best practices in pay that help establish compensation packages that reward strong performance and build shareholder value over time.</i></p>				
1c	Elect Director Antoinette Bush	Mgmt	For	For
<p><i>Voter Rationale: The compensation committee should do more to respond to best practices in pay that help establish compensation packages that reward strong performance and build shareholder value over time.</i></p>				
1d	Elect Director R. Kipp deVeer	Mgmt	For	Against
<p><i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i></p>				
1e	Elect Director Paul G. Joubert	Mgmt	For	For
<p><i>Voter Rationale: The compensation committee should do more to respond to best practices in pay that help establish compensation packages that reward strong performance and build shareholder value over time.</i></p>				
1f	Elect Director David B. Kaplan	Mgmt	For	Against
<p><i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders.</i></p>				
1g	Elect Director Michael Lynton	Mgmt	For	Against
<p><i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time. The compensation committee should do more to respond to best practices in pay that help establish compensation packages that reward strong performance and build shareholder value over time.</i></p>				
1h	Elect Director Eileen Naughton	Mgmt	For	For
<p><i>Voter Rationale: The compensation committee should do more to respond to best practices in pay that help establish compensation packages that reward strong performance and build shareholder value over time.</i></p>				

Ares Management Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1i	Elect Director Judy D. Olian	Mgmt	For	For
<i>Voter Rationale: The compensation committee should do more to respond to best practices in pay that help establish compensation packages that reward strong performance and build shareholder value over time.</i>				
1j	Elect Director Antony P. Ressler	Mgmt	For	Against
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders. Moreover, company may wish to enhance climate-related disclosures via CDP.</i>				
1k	Elect Director Bennett Rosenthal	Mgmt	For	Against
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

argenx SE

Meeting Date: 05/07/2024

Country: Netherlands
Meeting Type: Annual

Ticker: ARGX

Primary ISIN: NL0010832176

Primary SEDOL: BNHKYX4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Open Meeting	Mgmt		
2	Receive Report of Management Board (Non-Voting)	Mgmt		
3	Approve Remuneration Report	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>				
4.a	Discuss Annual Report for FY 2023	Mgmt		
4.b	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
4.c	Discussion on Company's Corporate Governance Structure	Mgmt		
4.d	Approve Allocation of Losses to the Retained Earnings of the Company	Mgmt	For	For
4.e	Approve Discharge of Directors	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve Remuneration Policy	Mgmt	For	Against
<p><i>Voter Rationale: A vote AGAINST is warranted because; * The general lack of disclosure of the STI and LTI performance metrics; * Lack of disclosure on the payment mix under the LTI; * Given the LTI cap of 15x base pay, this may lead to excessive remuneration. However, this is not without noting a number of considerable improvements in the structure of the pay policy and includes stepping away from non-performance based RSU and non-executives no longer receiving options.</i></p>				
6	Elect Brian L. Kotzin as Non-Executive Director	Mgmt	For	For
7	Reelect Peter Verhaeghe as Non-Executive Director	Mgmt	For	Against
<p><i>Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 40% of the board.</i></p>				
8	Reelect Pamela Klein as Non-Executive Director	Mgmt	For	For
9	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital and Exclude Pre-emptive Rights	Mgmt	For	For
10	Amend Articles of Association and Authorization to Execute the Deed of Amendment	Mgmt	For	Against
<p><i>Voter Rationale: In-person shareholder meetings enable essential scrutiny of boards and management. There should be an annual physical meeting of the shareholders, and all the directors of the company should attend.</i></p>				
11	Ratify Deloitte Accountants B.V. as Auditors for the 2024 Financial Year	Mgmt	For	For
12	Ratify Ernst & Young Accountants LLP as Auditors for the 2025 Financial Year	Mgmt	For	For
13	Other Business (Non-Voting)	Mgmt		
14	Close Meeting	Mgmt		

Arhaus, Inc.

Meeting Date: 05/16/2024 Country: USA Ticker: ARHS
 Meeting Type: Annual Primary ISIN: US04035M1027 Primary SEDOL: BNV08M7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Bill Beargie	Mgmt	For	For
1.2	Elect Director Gary Lewis	Mgmt	For	For
1.3	Elect Director John Reed	Mgmt	For	Withhold
<p><i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i></p>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Arhaus, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

ARIAKE JAPAN Co., Ltd.

Meeting Date: 06/21/2024	Country: Japan	Ticker: 2815
	Meeting Type: Annual	
	Primary ISIN: JP3125800007	Primary SEDOL: 6049632

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 90	Mgmt	For	For
2.1	Elect Director Shirakawa, Naoki	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Iwaki, Katsutoshi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.3	Elect Director Kameoka, Masahiko	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.4	Elect Director Matsumoto, Koichi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.5	Elect Director Iwaki, Koji	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.6	Elect Director Sasaki, Takahiko	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3	Elect Director and Audit Committee Member Hoshino, Seishi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
4	Approve Annual Bonus	Mgmt	For	For
5	Approve Director Retirement Bonus	Mgmt	For	Against
<i>Voter Rationale: A vote AGAINST this proposal is warranted because: - The bonus amounts are not disclosed.</i>				

Arista Networks, Inc.

Meeting Date: 06/07/2024

Country: USA

Ticker: ANET

Meeting Type: Annual

Primary ISIN: US0404131064

Primary SEDOL: BN33VM5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kelly Battles	Mgmt	For	For
1.2	Elect Director Kenneth Duda	Mgmt	For	For
1.3	Elect Director Jayshree Ullal	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: While we would like to see improvement in the overall structure of the compensation program, including better disclosure of performance metrics and longer vesting periods for performance-based equity, there is no pay for performance disconnect at the company, the company uses quantifiable financial metrics under the annual bonus, and the long-term incentive plan is fully performance based.</i></p>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				

Armada Hoffler Properties, Inc.

Meeting Date: 06/12/2024

Country: USA

Ticker: AHH

Meeting Type: Annual

Primary ISIN: US04208T1088

Primary SEDOL: B96FTB5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director George F. Allen	Mgmt	For	Against
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i></p>				
1b	Elect Director James A. Carroll	Mgmt	For	For
1c	Elect Director James C. Cherry	Mgmt	For	For
1d	Elect Director Dennis H. Gartman	Mgmt	For	For

Armada Hoffler Properties, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Louis S. Haddad	Mgmt	For	For
1f	Elect Director Eva S. Hardy	Mgmt	For	For
1g	Elect Director Daniel A. Hoffler	Mgmt	For	For
1h	Elect Director A. Russell Kirk	Mgmt	For	For
1i	Elect Director F. Blair Wimbush	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.

3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
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Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Variable remuneration should not contain a significant overlap of metrics. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.

ARMOUR Residential REIT, Inc.

Meeting Date: 05/31/2024

Country: USA

Ticker: ARR

Meeting Type: Annual

Primary ISIN: US0423157058

Primary SEDOL: BRJ8H91

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Z. Jamie Behar	Mgmt	For	For
1b	Elect Director Marc H. Bell	Mgmt	For	For
1c	Elect Director Carolyn Downey	Mgmt	For	Against

Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.

1d	Elect Director Robert C. Hain	Mgmt	For	For
1e	Elect Director John "Jack" P. Hollihan, III	Mgmt	For	For
1f	Elect Director Stewart J. Paperin	Mgmt	For	For
1g	Elect Director Daniel C. Staton	Mgmt	For	For
1h	Elect Director Scott J. Ulm	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.

ARMOUR Residential REIT, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				

Armstrong World Industries, Inc.

Meeting Date: 06/13/2024	Country: USA	Ticker: AWI
	Meeting Type: Annual	
	Primary ISIN: US04247X1028	Primary SEDOL: B1FT462

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Victor D. Grizzle	Mgmt	For	For
1.2	Elect Director Richard D. Holder	Mgmt	For	For
1.3	Elect Director Barbara L. Loughran	Mgmt	For	For
1.4	Elect Director William H. Osborne	Mgmt	For	For
1.5	Elect Director Wayne R. Shurts	Mgmt	For	For
1.6	Elect Director Roy W. Templin	Mgmt	For	For
1.7	Elect Director Cheryl T. Thomas	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i></p>				

Array Technologies, Inc.

Meeting Date: 05/21/2024	Country: USA	Ticker: ARRY
	Meeting Type: Annual	
	Primary ISIN: US04271T1007	Primary SEDOL: BLBLMD5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Troy Alstead	Mgmt	For	Withhold

Array Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The audit committee is responsible for the integrity of the annual report and accounts. Substantial restatements of earnings are indicative of the inadequate oversight and controls by the audit committee.</i>				
1.2	Elect Director Orlando D. Ashford	Mgmt	For	For
1.3	Elect Director Bilal Khan	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

Arthur J. Gallagher & Co.

Meeting Date: 05/07/2024	Country: USA	Ticker: AJG
	Meeting Type: Annual	
	Primary ISIN: US3635761097	Primary SEDOL: 2359506

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Sherry Barrat	Mgmt	For	For
1b	Elect Director Deborah Caplan	Mgmt	For	For
1c	Elect Director Teresa Clarke	Mgmt	For	For
1d	Elect Director John Coldman	Mgmt	For	For
1e	Elect Director Pat Gallagher	Mgmt	For	For
1f	Elect Director David Johnson	Mgmt	For	For
1g	Elect Director Chris Miskel	Mgmt	For	For
1h	Elect Director Ralph Nicoletti	Mgmt	For	For
1i	Elect Director Norman Rosenthal	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Artivion, Inc.

Meeting Date: 05/14/2024	Country: USA	Ticker: AORT
	Meeting Type: Annual	
	Primary ISIN: US2289031005	Primary SEDOL: 2239017

Artivion, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Thomas F. Ackerman	Mgmt	For	For
1.2	Elect Director Daniel J. Bevevino	Mgmt	For	For
1.3	Elect Director Marna P. Borgstrom	Mgmt	For	For
1.4	Elect Director James W. Bullock	Mgmt	For	For
1.5	Elect Director Jeffrey H. Burbank	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.6	Elect Director Elizabeth A. Hoff	Mgmt	For	For
1.7	Elect Director J. Patrick Mackin	Mgmt	For	For
1.8	Elect Director Jon W. Salveson	Mgmt	For	For
1.9	Elect Director Anthony B. Semedo	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
4	Amend Certificate of Incorporation to Allow the Exculpation of Officers	Mgmt	For	For

Arvinas, Inc.

Meeting Date: 05/29/2024

Country: USA

Ticker: ARVN

Meeting Type: Annual

Primary ISIN: US04335A1051

Primary SEDOL: BDZ30Q0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Edward Kennedy, Jr.	Mgmt	For	For
1.2	Elect Director Everett Cunningham	Mgmt	For	For
1.3	Elect Director Briggs Morrison	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The majority of annual bonus incentives should be quantitative. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

AS ONE Corp.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 7476

Meeting Type: Annual

Primary ISIN: JP3131300000

Primary SEDOL: 6480929

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Iuchi, Takuji	Mgmt	For	Abstain
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i></p>				
1.2	Elect Director Yamada, Kazuhito	Mgmt	For	For
1.3	Elect Director Hara, Toshiki	Mgmt	For	For
1.4	Elect Director Nishikawa, Keisuke	Mgmt	For	For
1.5	Elect Director Odaki, Kazuhiko	Mgmt	For	For
2	Elect Alternate Director and Audit Committee Member Hayashi, Naomi	Mgmt	For	For

ASE Technology Holding Co., Ltd.

Meeting Date: 06/26/2024

Country: Taiwan

Ticker: 3711

Meeting Type: Annual

Primary ISIN: TW0003711008

Primary SEDOL: BFXZDY1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Business Operations Report and Financial Statements	Mgmt	For	For
2	Approve Plan on Profit Distribution	Mgmt	For	For
3	Approve Issuance of Restricted Stocks	Mgmt	For	For
4	Approve Amendments to Articles of Association	Mgmt	For	For
	ELECT NON-INDEPENDENT DIRECTORS AND INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt		
5.1	Elect Jason C.S. Chang, a REPRESENTATIVE of A.S.E. Enterprises Limited, with SHAREHOLDER NO.00000001, as Non-Independent Director	Mgmt	For	Abstain
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 13.5 pct of the board. The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s). The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i></p>				

ASE Technology Holding Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5.2	Elect Richard H.P. Chang, a REPRESENTATIVE of A.S.E. Enterprises Limited, with SHAREHOLDER NO.00000001, as Non-Independent Director	Mgmt	For	For
5.3	Elect Tien Wu, a REPRESENTATIVE of A.S.E. Enterprises Limited, with SHAREHOLDER NO.00000001, as Non-Independent Director	Mgmt	For	For
5.4	Elect Jeffrey Chen, a REPRESENTATIVE of A.S.E. Enterprises Limited, with SHAREHOLDER NO.00000001, as Non-Independent Director	Mgmt	For	For
5.5	Elect Andrew Tang, a REPRESENTATIVE of A.S.E. Enterprises Limited, with SHAREHOLDER NO.00000001, as Non-Independent Director	Mgmt	For	For
5.6	Elect Rutherford Chang, with SHAREHOLDER NO.00059235, as Non-Independent Director	Mgmt	For	For
5.7	Elect Shen Fu Yu, with ID NO.H101915XXX, as Independent Director	Mgmt	For	For
5.8	Elect Mei Yueh Ho, with ID NO.Q200495XXX, as Independent Director	Mgmt	For	For
5.9	Elect Wen Chyi Ong, with ID NO.A120929XXX, as Independent Director	Mgmt	For	For
6	Approve Release of Restrictions of Competitive Activities of Newly Appointed Directors	Mgmt	For	For

ASML Holding NV

Meeting Date: 04/24/2024

Country: Netherlands

Ticker: ASML

Meeting Type: Annual

Primary ISIN: NL0010273215

Primary SEDOL: B929F46

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 ESG Sustainability	Mgmt		
3a	Approve Remuneration Report	Mgmt	For	For

ASML Holding NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3b	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
3c	Discussion on Company's Corporate Governance Structure and Compliance with the Corporate Governance Code	Mgmt		
3d	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt		
3e	Approve Dividends	Mgmt	For	For
4a	Approve Discharge of Management Board	Mgmt	For	For
4b	Approve Discharge of Supervisory Board	Mgmt	For	For
5	Approve Number of Shares for Management Board	Mgmt	For	For
<p><i>Voter Rationale: The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
6a	Announce Intention to Reappoint C.D. Fouquet to Management Board	Mgmt		
6b	Announce Intention to Reappoint J.P. Koonmen to Management Board	Mgmt		
7a	Discuss Updated Profile of the Supervisory Board	Mgmt		
7b	Reelect A.P. Aris to Supervisory Board	Mgmt	For	For
7c	Reelect D.M. Durcan to Supervisory Board	Mgmt	For	For
7d	Reelect D.W.A. East to Supervisory Board	Mgmt	For	For
7e	Discuss Composition of the Supervisory Board	Mgmt		
8a	Grant Board Authority to Issue Shares Up to 5 Percent of Issued Capital Plus Additional 5 Percent in Case of Merger or Acquisition	Mgmt	For	For
8b	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		

ASMPT Limited

Meeting Date: 05/08/2024

Country: Cayman Islands

Ticker: 522

Meeting Type: Annual

Primary ISIN: KYG0535Q1331

Primary SEDOL: 6002453

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 Special Dividend	Mgmt	For	For
4	Approve Deloitte Touche Tohmatsu as Auditors 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	For
7	Authorize Reissuance of Repurchased Shares	Mgmt	For	For
8	Elect John Lok Kam Chong as Director	Mgmt	For	Against
<p><i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i></p>				
9	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For

Aspen Aerogels, Inc.

Meeting Date: 05/30/2024

Country: USA

Ticker: ASPN

Meeting Type: Annual

Primary ISIN: US04523Y1055

Primary SEDOL: BN65SM7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Rebecca B. Blalock	Mgmt	For	For
1.2	Elect Director James E. Sweetnam	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				

Meeting Date: 05/29/2024

Country: Netherlands

Ticker: ASRNL

Meeting Type: Annual

Primary ISIN: NL0011872643

Primary SEDOL: BD9PNF2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Open Meeting	Mgmt		
2.a	Receive Report of Executive Board (Non-Voting)	Mgmt		
2.b	Receive Report of Supervisory Board (Non-Voting)	Mgmt		
2.c	Discussion on Company's Corporate Governance Structure	Mgmt		
2.d	Approve Remuneration Report	Mgmt	For	For
3.a	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
3.b	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt		
3.c	Approve Dividends	Mgmt	For	For
4.a	Receive Explanation of the Nomination of KPMG	Mgmt		
4.b	Ratify KPMG as Auditors	Mgmt	For	For
5.a	Approve Discharge of Executive Board	Mgmt	For	For
5.b	Approve Discharge of Supervisory Board	Mgmt	For	For
6.a	Grant Board Authority to Issue Shares Up to 10 Percent of Issued Capital	Mgmt	For	For
6.b	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For
6.c	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
7.a	Receive Resignation of Herman Hintzen as Member of the Supervisory Board	Mgmt		
7.b	Opportunity to Make Recommendations	Mgmt	For	For
7.c	Announce Nomination by the Supervisory Board to Appoint Bob Elfring as Member of the Supervisory Board	Mgmt		
7.d	Elect Bob Elfring to Supervisory Board	Mgmt	For	For
7.e	Reelect Joop Wijn to Supervisory Board	Mgmt	For	For
8	Allow Questions	Mgmt		
9	Close Meeting	Mgmt		

Meeting Date: 04/24/2024

Country: Sweden

Ticker: ASSA.B

Meeting Type: Annual

Primary ISIN: SE0007100581

Primary SEDOL: BYPC1T4

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		
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 Report	Mgmt		
9.a	Accept Financial Statements and Statutory Reports	Mgmt	For	For
9.b	Approve Allocation of Income and Dividends of SEK 5.40 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 3.2 Million for Chair, SEK 1.2 Million for Vice Chair and SEK 935,000 for Other Directors; Approve Remuneration for Committee Work	Mgmt	For	For
11.b	Approve Remuneration of Auditors	Mgmt	For	For

Assa Abloy AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12	Reelect Johan Hjertonsson (Chairman), Carl Douglas (Vice Chairman), Erik Ekudden, Sofia Schorling Hogberg, Lena Olving, Victoria Van Camp, Joakim Weidemanis and Susanne Pahlen Aklundh as Directors	Mgmt	For	Against
<p><i>Voter Rationale: The board should submit directors for re-election individually, rather than as a single slate and ensure that there is sufficient level of independence on the board. For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. This is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board. In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process. The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i></p>				
13	Ratify Ernst & Young as Auditors	Mgmt	For	For
14	Approve Remuneration Report	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
15	Authorize Class B Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For
16	Approve Performance Share Matching Plan LTI 2024 for Senior Executives and Key Employees	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
17	Close Meeting	Mgmt		

Associated Banc-Corp

Meeting Date: 04/30/2024

Country: USA

Ticker: ASB

Meeting Type: Annual

Primary ISIN: US0454871056

Primary SEDOL: 2055718

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director R. Jay Gerken	Mgmt	For	For

Associated Banc-Corp

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Judith P. Greffin	Mgmt	For	For
1.3	Elect Director Michael J. Haddad	Mgmt	For	For
1.4	Elect Director Andrew J. Harmening	Mgmt	For	For
1.5	Elect Director Robert A. Jeffe	Mgmt	For	For
1.6	Elect Director Rodney Jones-Tyson	Mgmt	For	For
1.7	Elect Director Eileen A. Kamerick	Mgmt	For	For
1.8	Elect Director Gale E. Klappa	Mgmt	For	For
1.9	Elect Director Cory L. Nettles	Mgmt	For	For
1.10	Elect Director Karen T. van Lith	Mgmt	For	For
1.11	Elect Director John (Jay) B. Williams	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Assurant, Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: AIZ

Meeting Type: Annual

Primary ISIN: US04621X1081

Primary SEDOL: 2331430

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Elaine D. Rosen	Mgmt	For	For
1b	Elect Director Paget L. Alves	Mgmt	For	For
1c	Elect Director Rajiv Basu	Mgmt	For	For
1d	Elect Director Braxton J. Carter	Mgmt	For	For
1e	Elect Director Keith W. Demmings	Mgmt	For	For
1f	Elect Director Harriet Edelman	Mgmt	For	For
1g	Elect Director Sari Granat	Mgmt	For	For
1h	Elect Director Lawrence V. Jackson	Mgmt	For	For
1i	Elect Director Debra J. Perry	Mgmt	For	For

Assurant, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1j	Elect Director Ognjen (Ogi) Redzic	Mgmt	For	For
1k	Elect Director Paul J. Reilly	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Assured Guaranty Ltd.

Meeting Date: 05/02/2024

Country: Bermuda

Ticker: AGO

Meeting Type: Annual

Primary ISIN: BMG0585R1060

Primary SEDOL: B00V7H8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mark C. Batten	Mgmt	For	For
1b	Elect Director Francisco L. Borges	Mgmt	For	Against
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1c	Elect Director Dominic J. Frederico	Mgmt	For	For
1d	Elect Director Bonnie L. Howard	Mgmt	For	For
1e	Elect Director Thomas W. Jones	Mgmt	For	For
1f	Elect Director Alan J. Kreczko	Mgmt	For	For
1g	Elect Director Yukiko Omura	Mgmt	For	For
1h	Elect Director Lorin P.T. Radtke	Mgmt	For	For
1i	Elect Director Courtney C. Shea	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Assured Guaranty Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
5aa	Elect Robert A. Bailenson as Director of Assured Guaranty Re Ltd.	Mgmt	For	For
5ab	Elect Gary Burnet as Director of Assured Guaranty Re Ltd.	Mgmt	For	For
5ac	Elect Ling Chow as Director of Assured Guaranty Re Ltd.	Mgmt	For	For
5ad	Elect Stephen Donnarumma as Director of Assured Guaranty Re Ltd.	Mgmt	For	For
5ae	Elect Dominic J. Frederico as Director of Assured Guaranty Re Ltd.	Mgmt	For	For
5af	Elect Darrin Futter as Director of Assured Guaranty Re Ltd.	Mgmt	For	For
5ag	Elect Jorge A. Gana as Director of Assured Guaranty Re Ltd.	Mgmt	For	For
5ah	Elect Holly L. Horn as Director of Assured Guaranty Re Ltd.	Mgmt	For	For
5ai	Elect Benjamin Rosenblum as Director of Assured Guaranty Re Ltd.	Mgmt	For	For
5aj	Elect Walter A. Scott as Director of Assured Guaranty Re Ltd.	Mgmt	For	For
5B	Ratify PricewaterhouseCoopers LLP as Auditor of Assured Guaranty Re Ltd.	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Astellas Pharma, Inc.

Meeting Date: 06/20/2024

Country: Japan

Ticker: 4503

Meeting Type: Annual

Primary ISIN: JP3942400007

Primary SEDOL: 6985383

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Yasukawa, Kenji	Mgmt	For	For
1.2	Elect Director Okamura, Naoki	Mgmt	For	For
1.3	Elect Director Sugita, Katsuyoshi	Mgmt	For	For
1.4	Elect Director Tanaka, Takashi	Mgmt	For	For
1.5	Elect Director Sakurai, Eriko	Mgmt	For	For
1.6	Elect Director Miyazaki, Masahiro	Mgmt	For	For
1.7	Elect Director Ono, Yoichi	Mgmt	For	For

Astellas Pharma, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.1	Elect Director and Audit Committee Member Hirota, Rika	Mgmt	For	For
2.2	Elect Director and Audit Committee Member Nakayama, Mika	Mgmt	For	For
2.3	Elect Director and Audit Committee Member Aramaki, Tomoko	Mgmt	For	For

AstraZeneca PLC

Meeting Date: 04/11/2024

Country: United Kingdom

Ticker: AZN

Meeting Type: Annual

Primary ISIN: GB0009895292

Primary SEDOL: 0989529

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 Michel Demare as Director	Mgmt	For	For
<i>Voter Rationale: The board chairman serves as a member of the Remuneration Committee. The board chairman serves as a member of the Nomination Committee.</i>				
5b	Re-elect Pascal Soriot as Director	Mgmt	For	For
5c	Re-elect Aradhana Sarin as Director	Mgmt	For	For
5d	Re-elect Philip Broadley as Director	Mgmt	For	For
5e	Re-elect Euan Ashley as Director	Mgmt	For	For
5f	Re-elect Deborah DiSanzo as Director	Mgmt	For	For
5g	Re-elect Diana Layfield as Director	Mgmt	For	For
5h	Elect Anna Manz 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
5l	Re-elect Andreas Rummelt as Director	Mgmt	For	For
5m	Re-elect Marcus Wallenberg as Director	Mgmt	For	For
<i>Voter Rationale: significant shareholder with strong attendance.</i>				
6	Approve Remuneration Report	Mgmt	For	For

AstraZeneca PLC

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Approve Remuneration Policy	Mgmt	For	Abstain
<i>Voter Rationale: Notable increase in opportunity but balancing UK/US pay and retention.</i>				
8	Amend Performance Share Plan 2020	Mgmt	For	Abstain
<i>Voter Rationale: Notable increase in opportunity but balancing UK/US pay and retention.</i>				
9	Authorise UK Political Donations and Expenditure	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 Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
13	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
14	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

AT&T Inc.

Meeting Date: 05/16/2024

Country: USA

Ticker: T

Meeting Type: Annual

Primary ISIN: US00206R1023

Primary SEDOL: 2831811

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Scott T. Ford	Mgmt	For	For
1.2	Elect Director Glenn H. Hutchins	Mgmt	For	For
1.3	Elect Director William E. Kennard	Mgmt	For	For
1.4	Elect Director Stephen J. Luczo	Mgmt	For	For
1.5	Elect Director Marissa A. Mayer	Mgmt	For	For
1.6	Elect Director Michael B. McCallister	Mgmt	For	For
1.7	Elect Director Beth E. Mooney	Mgmt	For	For
1.8	Elect Director Matthew K. Rose	Mgmt	For	For
1.9	Elect Director John T. Stankey	Mgmt	For	For
1.10	Elect Director Cynthia B. Taylor	Mgmt	For	For
1.11	Elect Director Luis A. Ubinas	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.

AT&T Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Require Independent Board Chair	SH	Against	Against
<i>Voter Rationale: The board chair is currently independent and the company's corporate governance guidelines state that, in the event of a non-independent chair, the independent directors will select a lead director from the then-existing independent directors. It appears the company has already addressed the proponents concerns.</i>				
5	Amend Clawback Policy	SH	Against	Against
<i>Voter Rationale: The company's recoupment policies are relatively robust and address the concerns raised by the shareholder proposal.</i>				
6	Report on Respecting Workforce Civil Liberties	SH	Against	Against
<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>				

ATI, Inc.

Meeting Date: 05/16/2024

Country: USA

Ticker: ATI

Meeting Type: Annual

Primary ISIN: US01741R1023

Primary SEDOL: 2526117

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Herbert J. Carlisle	Mgmt	For	For
1.2	Elect Director David P. Hess	Mgmt	For	For
1.3	Elect Director Marianne Kah	Mgmt	For	For
1.4	Elect Director Ruby Sharma	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Atlanta Braves Holdings, Inc.

Meeting Date: 06/10/2024

Country: USA

Ticker: BATRK

Meeting Type: Annual

Primary ISIN: US0477263026

Primary SEDOL: BRF2GD4

Atlanta Braves Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Brian M. Deevy	Mgmt	For	For
<p><i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Severance payments should not exceed 3 times pay. Larger severance packages should be subject to a separate shareholder approval. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The majority of annual bonus incentives should be quantitative. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
<p><i>Voter Rationale: We support an annual say on pay frequency.</i></p>				

Atlantic Union Bankshares Corporation

Meeting Date: 05/07/2024

Country: USA

Ticker: AUB

Meeting Type: Annual

Primary ISIN: US04911A1079

Primary SEDOL: BFZ9DB8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nancy Howell Agee	Mgmt	For	For
1.2	Elect Director John C. Asbury	Mgmt	For	For
1.3	Elect Director Patrick E. Corbin	Mgmt	For	For
1.4	Elect Director Rilla S. Delorier	Mgmt	For	For
1.5	Elect Director Frank Russell Ellett	Mgmt	For	For
1.6	Elect Director Paul Engola	Mgmt	For	For
1.7	Elect Director Donald R. Kimble	Mgmt	For	For
1.8	Elect Director Patrick J. McCann	Mgmt	For	For
1.9	Elect Director Michelle A. O'Hara	Mgmt	For	For
1.10	Elect Director Linda V. Schreiner	Mgmt	For	For
1.11	Elect Director Joel R. Shepherd	Mgmt	For	For
1.12	Elect Director Ronald L. Tillett	Mgmt	For	For
1.13	Elect Director Keith L. Wampler	Mgmt	For	For

Atlantic Union Bankshares Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.14	Elect Director F. Blair Wimbush	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

Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.

Atlanticus Holdings Corporation

Meeting Date: 05/07/2024

Country: USA

Ticker: ATLC

Meeting Type: Annual

Primary ISIN: US04914Y1029

Primary SEDOL: B9B9F36

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David G. Hanna	Mgmt	For	For
1.2	Elect Director Denise M. Harrod	Mgmt	For	Withhold
1.3	Elect Director Jeffrey A. Howard	Mgmt	For	For
1.4	Elect Director Deal W. Hudson	Mgmt	For	Withhold

Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.

Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. Executive pay is not in line with company performance. The compensation committee should do more to respond to best practices in pay that help establish compensation packages that reward strong performance and build shareholder value over time. Specifically, for continuously providing excessive perquisites to a certain NEO.

1.5	Elect Director Dennis H. James, Jr.	Mgmt	For	Withhold
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Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.

1.6	Elect Director Joann G. Jones	Mgmt	For	Withhold
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Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives. Executive pay is not in line with company performance. The compensation committee should do more to respond to best practices in pay that help establish compensation packages that reward strong performance and build shareholder value over time. Specifically, for continuously providing excessive perquisites to a certain NEO.

1.7	Elect Director Mack F. Mattingly	Mgmt	For	Withhold
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Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives. Executive pay is not in line with company performance. The compensation committee should do more to respond to best practices in pay that help establish compensation packages that reward strong performance and build shareholder value over time. Specifically, for continuously providing excessive perquisites to a certain NEO.

Atlas Arteria

Meeting Date: 05/16/2024

Country: Australia

Ticker: ALX

Meeting Type: Annual

Primary ISIN: AU0000013559

Primary SEDOL: BZ03TZ1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda of Atlas Arteria Limited (ATLAX)	Mgmt		
2a	Elect Ken Daley as Director	Mgmt	For	For
2b	Elect Laura Hendricks as Director	Mgmt	For	For
3	Appoint Deloitte Touche Tohmatsu as Auditor of ATLAX	Mgmt	For	For
4	Approve Remuneration Report	Mgmt	For	Abstain
<p><i>Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. The remuneration report does not articulate how executives performed against historic performance targets. The board should articulate how bonus payments reflect prior year performance, as well as outlining forward-looking targets that underpin long-term incentive plans. The long-term incentive plan is linked to a single performance target. Companies should base vesting levels on multiple performance criteria that reflect both absolute and relative financial metrics rather than a single performance criterion, and should stagger vesting to reward progressively better performance.</i></p>				
5	Approve Grant of Performance Rights to Graeme Bevans Under Atlas Arteria's Long Term Incentive Plan	Mgmt	For	For
6	Approve Grant of Restricted Securities to Graeme Bevans Under Atlas Arteria's Short Term Incentive Plan	Mgmt	For	For
7	Approve the Increase in the Maximum Number of Directors	Mgmt	For	For
8	Approve Increase to the Non-executive Director Fee Pool	Mgmt	None	For
9	Approve the Spill Resolution	Mgmt	Against	Against
	Annual Meeting Agenda of Atlas Arteria International Limited (ATLIX)	Mgmt		
2	Appoint Deloitte Touche Tohmatsu as Auditor of ATLIX and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3a	Elect Fiona Beck as Director	Mgmt	For	For
3b	Elect Kiernan Bell as Director	Mgmt	For	For
4	Adopt New ATLIX Bye-Laws	Mgmt	For	For

Atlas Copco AB

Meeting Date: 04/24/2024

Country: Sweden

Ticker: ATCO.A

Meeting Type: Annual

Primary ISIN: SE0017486889

Primary SEDOL: BLDBN41

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
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	Mgmt		
8.a	Accept Financial Statements and Statutory Reports	Mgmt	For	For
8.b1	Approve Discharge of Jumana Al Sibai	Mgmt	For	For
8.b2	Approve Discharge of Staffan Bohman	Mgmt	For	For
8.b3	Approve Discharge of Johan Forssell	Mgmt	For	For
8.b4	Approve Discharge of Helene Mellquist	Mgmt	For	For
8.b5	Approve Discharge of Anna Ohlsson-Leijon	Mgmt	For	For
8.b6	Approve Discharge of Mats Rahmstrom	Mgmt	For	For
8.b7	Approve Discharge of Gordon Riske	Mgmt	For	For
8.b8	Approve Discharge of Hans Straberg	Mgmt	For	For
8.b9	Approve Discharge of Peter Wallenberg Jr	Mgmt	For	For
8.b10	Approve Discharge of Mikael Bergstedt	Mgmt	For	For
8.b11	Approve Discharge of Benny Larsson	Mgmt	For	For
8.b12	Approve Discharge of CEO Mats Rahmstrom	Mgmt	For	For
8.c	Approve Allocation of Income and Dividends of SEK 2.80 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.a1	Reelect Juman Al Sibai as Director	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10.a2	Reelect Johan Forssell as Director	Mgmt	For	Against
<p><i>Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity. We voted against because we do not consider this director independent and yet sits on the audit committee. The audit committee should be fully independent from the company and majority independent from its major shareholder(s) and this directors membership could hamper the committees impartiality and effectiveness.</i></p>				
10.a3	Reelect Helene Mellquist as Director	Mgmt	For	For
10.a4	Reelect Anna Ohlsson-Leijon as Director	Mgmt	For	Against
<p><i>Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity. We voted against because we do not consider this director independent and yet sits on the audit committee. The audit committee should be fully independent from the company and majority independent from its major shareholder(s) and this directors membership could hamper the committees impartiality and effectiveness.</i></p>				
10.a5	Reelect Gordon Riske as Director	Mgmt	For	For
10.a6	Reelect Hans Straberg as Director	Mgmt	For	Against
<p><i>Voter Rationale: We voted against because we do not consider this director independent and yet sits on the audit committee. The audit committee should be fully independent from the company and majority independent from its major shareholder(s) and this directors membership could hamper the committees impartiality and effectiveness. The remuneration committee should be fully independent from the company and majority independent from its major shareholder(s) and this directors membership could hamper the committees impartiality and effectiveness. Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 40% of the board. Given the recent updates to the board, we will keep this matter under review. The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i></p>				
10.a7	Reelect Peter Wallenberg Jr as Director	Mgmt	For	Against
<p><i>Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity. The remuneration committee should be fully independent from the company and majority independent from its major shareholder(s) and this directors membership could hamper the committees impartiality and effectiveness.</i></p>				
10.b1	Elect Vagner Rego as New Director	Mgmt	For	For
10.b2	Elect Karin Radstrom as New Director	Mgmt	For	For
10.c	Reelect Hans Straberg as Board Chair	Mgmt	For	Against
<p><i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 40% of the board. Given the recent updates to the board, we will keep this matter under review. The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i></p>				
10.d	Ratify Ernst & Young as Auditors	Mgmt	For	For
11.a	Approve Remuneration of Directors in the Amount of SEK 3.42 Million to Chair and SEK 1.1 Million to Other Directors; Approve Remuneration for Committee Work; Approve Delivering Part of Remuneration in form of Synthetic Shares	Mgmt	For	For
11.b	Approve Remuneration of Auditors	Mgmt	For	For

Atlas Copco AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12.a	Approve Remuneration Report	Mgmt	For	For
12.b	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	For
<p><i>Voter Rationale: While we would prefer to see better forward looking disclosure of performance targets, we understand this is uncommon in this market. We also note the derogation clause, which is very general, We expect all cash or share-based awards and payments that fall outside the company's remuneration policy should require ex-ante shareholder approval.</i></p>				
12.c	Approve Stock Option Plan 2024 for Key Employees	Mgmt	For	For
<p><i>Voter Rationale: While we would prefer to see better forward looking disclosure of performance targets, we understand this is uncommon in this market. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
13.a	Acquire Class A Shares Related to Personnel Option Plan	Mgmt	For	For
<p><i>Voter Rationale: Capital issuance authorities should be for share plans that incentivise long-term value creation.</i></p>				
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 2024	Mgmt	For	For
13.d	Sell Class A Shares to Cover Costs Related to Synthetic Shares to the Board	Mgmt	For	For
13.e	Sell Class A to Cover Costs in Relation to the Personnel Option Plans for 2017, 2018, 2019, 2020 and 2021	Mgmt	For	For
14	Close Meeting	Mgmt		

Atrion Corporation

Meeting Date: 05/21/2024

Country: USA

Ticker: ATRI

Meeting Type: Annual

Primary ISIN: US0499041053

Primary SEDOL: 2012735

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Preston G. Athey	Mgmt	For	For
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
2	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For

Atrion Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Aurora Innovation, Inc.

Meeting Date: 05/23/2024	Country: USA	Ticker: AUR
	Meeting Type: Annual	
		Primary ISIN: US0517741072
		Primary SEDOL: BMF0P92

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Brittany Bagley	Mgmt	For	For
1b	Elect Director Reid Hoffman	Mgmt	For	For
1c	Elect Director Claire D'Oyly-Hughes Johnson	Mgmt	For	For
2	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	Against
<i>Voter Rationale: A vote AGAINST this proposal is warranted, as the company is de facto controlled and decisions regarding the company's response to shareholder litigation would be made by a board with limited accountability to public shareholders.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The majority of annual bonus incentives should be quantitative.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
5	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

AvalonBay Communities, Inc.

Meeting Date: 05/16/2024	Country: USA	Ticker: AVB
	Meeting Type: Annual	
		Primary ISIN: US0534841012
		Primary SEDOL: 2131179

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Glyn F. Aeppel	Mgmt	For	For

AvalonBay Communities, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Terry S. Brown	Mgmt	For	For
1c	Elect Director Ronald L. Havner, Jr.	Mgmt	For	For
1d	Elect Director Stephen P. Hills	Mgmt	For	For
1e	Elect Director Christopher B. Howard	Mgmt	For	For
1f	Elect Director Richard J. Lieb	Mgmt	For	For
1g	Elect Director Nnenna Lynch	Mgmt	For	For
1h	Elect Director Charles E. Mueller, Jr.	Mgmt	For	For
1i	Elect Director Timothy J. Naughton	Mgmt	For	For
1j	Elect Director Benjamin W. Schall	Mgmt	For	For
1k	Elect Director Susan Swanezy	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Avanos Medical, Inc.

Meeting Date: 04/25/2024

Country: USA

Ticker: AVNS

Meeting Type: Annual

Primary ISIN: US05350V1061

Primary SEDOL: BFFV54

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Gary D. Blackford	Mgmt	For	For
1b	Elect Director Lisa Egbonu-Davis	Mgmt	For	For
1c	Elect Director Patrick J. O'Leary	Mgmt	For	For
1d	Elect Director Julie Shimer	Mgmt	For	For
1e	Elect Director Joseph F. Woody	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Avantor, Inc.

Meeting Date: 05/09/2024

Country: USA

Ticker: AVTR

Meeting Type: Annual

Primary ISIN: US05352A1007

Primary SEDOL: BJLT387

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Juan Andres	Mgmt	For	For
1b	Elect Director John Carethers	Mgmt	For	For
1c	Elect Director Lan Kang	Mgmt	For	For
1d	Elect Director Joseph Massaro	Mgmt	For	For
1e	Elect Director Mala Murthy	Mgmt	For	For
1f	Elect Director Jonathan Peacock	Mgmt	For	For
1g	Elect Director Michael Severino	Mgmt	For	For
1h	Elect Director Michael Stubblefield	Mgmt	For	For
1i	Elect Director Gregory Summe	Mgmt	For	Against

Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.

2	Amend Certificate of Incorporation to Provide for the Exculpation of Certain Officers	Mgmt	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.

4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
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Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

Avery Dennison Corporation

Meeting Date: 04/25/2024

Country: USA

Ticker: AVY

Meeting Type: Annual

Primary ISIN: US0536111091

Primary SEDOL: 2066408

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Bradley A. Alford	Mgmt	For	For
1b	Elect Director Mitchell R. Butier	Mgmt	For	For
1c	Elect Director Ken C. Hicks	Mgmt	For	For
1d	Elect Director Andres A. Lopez	Mgmt	For	For

Avery Dennison Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Maria Fernanda Mejia	Mgmt	For	For
1f	Elect Director Francesca Reverberi	Mgmt	For	For
1g	Elect Director Patrick T. Siewert	Mgmt	For	For
1h	Elect Director Deon M. Stander	Mgmt	For	For
1i	Elect Director Martha N. Sullivan	Mgmt	For	For
1j	Elect Director William R. Wagner	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i></p>				
3	Provide Right to Call Special Meeting	Mgmt	For	For
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				

Avis Budget Group, Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: CAR

Meeting Type: Annual

Primary ISIN: US0537741052

Primary SEDOL: B1CL8J2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Bernardo Hees	Mgmt	For	For
1.2	Elect Director Jagdeep Pahwa	Mgmt	For	For
1.3	Elect Director Anu Hariharan	Mgmt	For	For
1.4	Elect Director Lynn Krominga	Mgmt	For	For
<p><i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
1.5	Elect Director Glenn Lurie	Mgmt	For	For
<p><i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
1.6	Elect Director Karthik Sarma	Mgmt	For	For
<p><i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i></p>				

Avis Budget Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Aviva Plc

Meeting Date: 05/02/2024	Country: United Kingdom	Ticker: AV
	Meeting Type: Annual	Primary ISIN: GB00BPQY8M80
		Primary SEDOL: BPQY8M8

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 Climate-Related Financial Disclosure	Mgmt	For	For
5	Approve Final Dividend	Mgmt	For	For
6	Elect Ian Clark as Director	Mgmt	For	For
7	Re-elect George Culmer as Director	Mgmt	For	For
<i>Voter Rationale: The board chairman serves as a member of the Nomination Committee.</i>				
8	Re-elect Amanda Blanc as Director	Mgmt	For	For
9	Re-elect Charlotte Jones as Director	Mgmt	For	For
10	Re-elect Andrea Blance as Director	Mgmt	For	For
11	Re-elect Mike Craston as Director (WITHDRAWN)	Mgmt	None	Abstain
<i>Voter Rationale: An ABSTAIN vote regarding the re-election of Mike Craston is warranted as he has stepped down from the Board and this resolution has subsequently been withdrawn.</i>				
12	Re-elect Patrick Flynn as Director	Mgmt	For	For
13	Re-elect Shonaid Jemmett-Page as Director	Mgmt	For	For
14	Re-elect Mohit Joshi as Director	Mgmt	For	For
15	Re-elect Pippa Lambert as Director	Mgmt	For	For
16	Re-elect Jim McConville as Director	Mgmt	For	For
17	Re-elect Michael Mire as Director	Mgmt	For	For
18	Appoint Ernst & Young LLP as Auditors	Mgmt	For	For
19	Authorise Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
20	Authorise UK Political Donations and Expenditure	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
21	Authorise Issue of Equity	Mgmt	For	For
22	Authorise Issue of Equity in Relation to Any Issuance of SII Instruments	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 Relation to Any Issuance of SII Instruments	Mgmt	For	For
25	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
26	Authorise Market Purchase of 8 3/4 % Preference Shares	Mgmt	For	For
27	Authorise Market Purchase of 8 3/8 % Preference Shares	Mgmt	For	For
28	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For
29	Adopt New Articles of Association	Mgmt	For	For

AXA SA

Meeting Date: 04/23/2024

Country: France

Ticker: CS

Meeting Type: Annual/Special

Primary ISIN: FR0000120628

Primary SEDOL: 7088429

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 1.98 per Share	Mgmt	For	For
4	Approve Compensation Report of Corporate Officers	Mgmt	For	For
5	Approve Compensation of Antoine Gosset-Grainville, Chairman of the Board	Mgmt	For	For
6	Approve Compensation of Thomas Buberl, CEO	Mgmt	For	For
<p><i>Voter Rationale: While we note that disclosure ex-post can be improved, allowing shareholders to more accurately tie payouts to performance, and that the LTIP provides for substantial payouts for merely target performance, there does not appear to be a pay for performance disconnect at this time. As such, we will support this proposal and continue to monitor executive compensation</i></p>				
7	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Approve Remuneration Policy of CEO	Mgmt	For	For
<i>Voter Rationale: While we note that annual bonus disclosure can be improved, allowing shareholders to more accurately tie payouts to performance, and that the LTIP provides for substantial payouts for merely target performance, there does not appear to be a pay for performance disconnect at this time. As such, we will support this proposal and continue to monitor executive compensation</i>				
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 Antoine Gosset-Grainville as Director	Mgmt	For	For
12	Reelect Clotilde Delbos as Director	Mgmt	For	For
13	Reelect Isabel Hudson as Director	Mgmt	For	For
14	Reelect Angelien Kemna as Director	Mgmt	For	For
15	Reelect Marie-France Tschudin as Director	Mgmt	For	For
<i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
16	Elect Helen Browne as Representative of Employee Shareholders to the Board	Mgmt	For	For
<i>Voter Rationale: * Votes FOR the reelections of these independent nominees are warranted in the absence of specific concerns (Items 11-15). * A vote FOR the reelection of Helen Browne (item 16) is warranted. Therefore, votes AGAINST items A-E are warranted.</i>				
A	Proposals Submitted by Employees of Axa Group	Mgmt		
A	Elect Stefan Bolliger as Representative of Employee Shareholders to the Board	SH	Against	Against
<i>Voter Rationale: * Votes FOR the reelections of these independent nominees are warranted in the absence of specific concerns (Items 11-15). * A vote FOR the reelection of Helen Browne (item 16) is warranted. Therefore, votes AGAINST items A-E are warranted.</i>				
B	Elect Olivier Eugene as Representative of Employee Shareholders to the Board	SH	Against	Against
<i>Voter Rationale: * Votes FOR the reelections of these independent nominees are warranted in the absence of specific concerns (Items 11-15). * A vote FOR the reelection of Helen Browne (item 16) is warranted. Therefore, votes AGAINST items A-E are warranted.</i>				
C	Elect Benjamin Saunier as Representative of Employee Shareholders to the Board	SH	Against	Against
<i>Voter Rationale: * Votes FOR the reelections of these independent nominees are warranted in the absence of specific concerns (Items 11-15). * A vote FOR the reelection of Helen Browne (item 16) is warranted. Therefore, votes AGAINST items A-E are warranted.</i>				
D	Elect Mark Sundrakes as Representative of Employee Shareholders to the Board	SH	Against	Against
<i>Voter Rationale: * Votes FOR the reelections of these independent nominees are warranted in the absence of specific concerns (Items 11-15). * A vote FOR the reelection of Helen Browne (item 16) is warranted. Therefore, votes AGAINST items A-E are warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
E	Elect Detlef Thedieck as Representative of Employee Shareholders to the Board	SH	Against	Against
<p><i>Voter Rationale: * Votes FOR the reelections of these independent nominees are warranted in the absence of specific concerns (Items 11-15). * A vote FOR the reelection of Helen Browne (item 16) is warranted. Therefore, votes AGAINST items A-E are warranted.</i></p>				
17	Appoint KPMG SA as Auditor	Mgmt	For	For
18	Acknowledge End of Mandate of Patrice Morot as Alternate Auditor and Decision Not to Replace and Renew	Mgmt	For	For
19	Appoint Ernst & Young Audit as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For
20	Appoint KPMG SA as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For
21	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
22	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
23	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of the Group's Subsidiaries	Mgmt	For	For
24	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
	Ordinary Business	Mgmt		
25	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Axalta Coating Systems Ltd.

Meeting Date: 06/06/2024 **Country:** Bermuda **Ticker:** AXTA
Meeting Type: Annual
Primary ISIN: BMG0750C1082 **Primary SEDOL:** BSFWCF5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jan A. Bertsch	Mgmt	For	For
1.2	Elect Director William M. Cook	Mgmt	For	For
1.3	Elect Director Tyrone M. Jordan	Mgmt	For	For
1.4	Elect Director Deborah J. Kissire	Mgmt	For	For

Axalta Coating Systems Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director Rakesh Sachdev	Mgmt	For	Withhold
<i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1.6	Elect Director Samuel L. Smolik	Mgmt	For	For
1.7	Elect Director Kevin M. Stein	Mgmt	For	For
1.8	Elect Director Chris Villavarayan	Mgmt	For	For
1.9	Elect Director Mary S. Zappone	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Axcelis Technologies, Inc.

Meeting Date: 05/09/2024

Country: USA

Ticker: ACLS

Meeting Type: Annual

Primary ISIN: US0545402085

Primary SEDOL: BD420Q8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Tzu-Yin ("TY") Chiu	Mgmt	For	For
1.2	Elect Director Gregory B. Graves	Mgmt	For	For
1.3	Elect Director John T. Kurtzweil	Mgmt	For	For
1.4	Elect Director Russell J. Low	Mgmt	For	For
1.5	Elect Director Jeanne Quirk	Mgmt	For	For
1.6	Elect Director Necip Sayiner	Mgmt	For	For
1.7	Elect Director Thomas St. Dennis	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. We note that Mary G. Puma, a woman director, is retiring at the annual meeting. As such, we will keep this under review.</i>				
1.8	Elect Director Jorge Titingier	Mgmt	For	For
1.9	Elect Director Dipti Vachani	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Axcelis Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.

Axis Bank Limited

Meeting Date: 05/10/2024

Country: India

Ticker: 532215

Meeting Type: Special

Primary ISIN: INE238A01034

Primary SEDOL: BPFJHC7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Postal Ballot	Mgmt		
1	Elect Pranam Wahi as Director	Mgmt	For	For
2	Approve Revision in Ceiling of Fixed Remuneration Granted to Non-Executive Directors (NEDs) excluding the Non-Executive (Part-time) Chairperson	Mgmt	For	For

Axis Capital Holdings Limited

Meeting Date: 05/16/2024

Country: Bermuda

Ticker: AXS

Meeting Type: Annual

Primary ISIN: BMG0692U1099

Primary SEDOL: 2677606

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Charles Davis	Mgmt	For	For
1.2	Elect Director Elanor Hardwick	Mgmt	For	For
1.3	Elect Director Axel Theis	Mgmt	For	For
1.4	Elect Director Barbara Yastine	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.

Axis Capital Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve Deloitte Ltd., Hamilton, Bermuda as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Axon Enterprise, Inc.

Meeting Date: 05/10/2024	Country: USA	Ticker: AXON
	Meeting Type: Annual	
	Primary ISIN: US05464C1018	Primary SEDOL: BDT5S35

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Erika Ayers Badan	Mgmt	For	For
1B	Elect Director Adriane Brown	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1C	Elect Director Julie Anne Cullivan	Mgmt	For	For
1D	Elect Director Michael Garnreiter	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1E	Elect Director Caitlin E. Kalinowski	Mgmt	For	For
1F	Elect Director Matthew R. McBrady	Mgmt	For	For
1G	Elect Director Hadi Partovi	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1H	Elect Director Graham Smith	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1I	Elect Director Patrick W. Smith	Mgmt	For	For
1J	Elect Director Jeri Williams	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	Against
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.Grants are excessive.</i>				
3	Approve Omnibus Stock Plan	Mgmt	For	Against
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.Grants are excessive.</i>				
4	Approve Share Plan Grant to CEO Patrick W. Smith	Mgmt	For	Against
<i>Voter Rationale: Grants are excessive.</i>				

Axon Enterprise, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice</i></p>				
6	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

Axsome Therapeutics, Inc.

Meeting Date: 06/07/2024 **Country:** USA **Ticker:** AXSM
Meeting Type: Annual **Primary ISIN:** US05464T1043 **Primary SEDOL:** BYZR4X4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Herriot Tabuteau	Mgmt	For	For
1.2	Elect Director Mark Coleman	Mgmt	For	For
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i></p>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: The majority of annual bonus incentives should be quantitative. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				

Aya Gold & Silver Inc.

Meeting Date: 06/21/2024 **Country:** Canada **Ticker:** AYA
Meeting Type: Annual **Primary ISIN:** CA05466C1095 **Primary SEDOL:** BK94091

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Yves Grou	Mgmt	For	For
1.2	Elect Director Benoit La Salle	Mgmt	For	For
<p><i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				

Aya Gold & Silver Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Nikolaos Sofronis	Mgmt	For	For
1.4	Elect Director Eloise Martin	Mgmt	For	For
1.5	Elect Director Jurgen Hambrecht	Mgmt	For	For
<i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
1.6	Elect Director Robert Taub	Mgmt	For	For
1.7	Elect Director Annie Torkia Lagace	Mgmt	For	For
1.8	Elect Director Ghislane Guedira Bennouna	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Amend Stock Option Plan	Mgmt	For	Against
<i>Voter Rationale: Based on evaluation of the estimated cost, plan features, grant practices, and overriding negative factors using the Equity Plan Score Card (EPSC), vote AGAINST this stock option plan due to the following key factor(s): * The plan's detailed amendment provision does not sufficiently limit the board's ability to amend the plan without shareholder approval; and * The CEO's compensation package does not include performance-based equity.</i>				
4	Amend Restricted Share Unit Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
5	Amend Deferred Share Unit Plan	Mgmt	For	Against
<i>Voter Rationale: Vote AGAINST this Deferred Share Unit Plan as the estimated shareholder value transfer of the plan (10 percent) exceeds the company's allowable cap (7 percent).</i>				
6	Advisory Vote on Executive Compensation Approach	Mgmt	For	For

Azbil Corp.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 6845

Meeting Type: Annual

Primary ISIN: JP3937200008

Primary SEDOL: 6985543

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 39.5	Mgmt	For	For
2.1	Elect Director Sone, Hirozumi	Mgmt	For	For
2.2	Elect Director Yamamoto, Kiyohiro	Mgmt	For	For
2.3	Elect Director Yokota, Takayuki	Mgmt	For	For
2.4	Elect Director Katsuta, Hisaya	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
2.5	Elect Director Fujiso, Waka	Mgmt	For	For

Azbil Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.6	Elect Director Nagahama, Mitsuhiro	Mgmt	For	For
2.7	Elect Director Anne Ka Tse Hung	Mgmt	For	For
2.8	Elect Director Sato, Fumitoshi	Mgmt	For	For
2.9	Elect Director Yoshikawa, Shigeaki	Mgmt	For	For
2.10	Elect Director Miura, Tomoyasu	Mgmt	For	For
2.11	Elect Director Ichikawa, Sachiko	Mgmt	For	For
2.12	Elect Director Yoshida, Hiroshi	Mgmt	For	For

AZ-COM Maruwa Holdings, Inc.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 9090

Meeting Type: Annual

Primary ISIN: JP3879170003

Primary SEDOL: BKRC097

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 Wasami, Masaru	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Yamamoto, Teruaki	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.3	Elect Director Kuzuno, Masanao	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.4	Elect Director Fujita, Tsutomu	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.5	Elect Director Motohashi, Katsunobu	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.6	Elect Director Iwasaki, Akinori	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.7	Elect Director Ogura, Tomoki	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.8	Elect Director Tachi, Itsushi	Mgmt	For	For
2.9	Elect Director Saigo, Masami	Mgmt	For	For

AZ-COM Maruwa Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.10	Elect Director Funamoto, Miwako	Mgmt	For	For
2.11	Elect Director Kamijo, Masahito	Mgmt	For	Against

Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.

Azelis Group NV

Meeting Date: 06/13/2024

Country: Belgium

Ticker: AZE

Meeting Type: Annual

Primary ISIN: BE0974400328

Primary SEDOL: BMHT025

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Receive Directors' and Auditors' Consolidated Reports (Non-Voting)	Mgmt		
2	Receive Consolidated Financial Statements and Statutory Reports (Non-Voting)	Mgmt		
3	Receive Directors' and Auditors' Reports (Non-Voting)	Mgmt		
4	Approve Financial Statements, Allocation of Income, and Dividends of EUR 0.22 per Share	Mgmt	For	For
5	Approve Remuneration Report	Mgmt	For	Abstain
<i>Voter Rationale: .</i>				
6	Approve Discharge of Directors	Mgmt	For	For
7	Approve Discharge of Auditors	Mgmt	For	For
8.a	Approve Co-optation of AU-R-ORA BV, Permanently Represented by Anna Bertona, as Director	Mgmt	For	For
8.b	Elect Kare Schultz as Independent Director	Mgmt	For	For
8.c	Indicate Kare Schultz as Independent Director	Mgmt	For	For
8.d	Elect Melanie Maas-Brunner as Independent Director	Mgmt	For	For
8.e	Indicate Melanie Maas-Brunner as Independent Director	Mgmt	For	For
8.f	Approve Increase in Remuneration of Chairman of the Board of Directors	Mgmt	For	For
9.a	Approve Auditors' Remuneration	Mgmt	For	For
9.b	Ratify PricewaterhouseCoopers, Permanently Represented by Peter Van den Eynde, as Auditors	Mgmt	For	For

Azelis Group NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Authorize Implementation of Approved Resolutions and Filing of Required Documents/Formalities at Trade Registry	Mgmt	For	For

Azelis Group NV

Meeting Date: 06/13/2024

Country: Belgium

Ticker: AZE

Meeting Type: Extraordinary Shareholders

Primary ISIN: BE0974400328

Primary SEDOL: BMHT025

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Extraordinary Shareholders' Meeting Agenda	Mgmt		
1	Change Date of Annual Meeting and Amend Article 34 Accordingly	Mgmt	For	For

B&M European Value Retail SA

Meeting Date: 05/29/2024

Country: Luxembourg

Ticker: BME

Meeting Type: Ordinary Shareholders

Primary ISIN: LU1072616219

Primary SEDOL: BMTRW10

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Nadia Shouraboura as Director	Mgmt	For	For

Badger Infrastructure Solutions Ltd.

Meeting Date: 05/02/2024

Country: Canada

Ticker: BDGI

Meeting Type: Annual

Primary ISIN: CA0565331026

Primary SEDOL: BLCW7S7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Robert Blackadar	Mgmt	For	For
1B	Elect Director David Bronicheski	Mgmt	For	For
1C	Elect Director Stephanie Cuskley	Mgmt	For	For

Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.

Badger Infrastructure Solutions Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1D	Elect Director William (Bill) Derwin	Mgmt	For	For
1E	Elect Director G. Keith Graham	Mgmt	For	For
1F	Elect Director Stephen (Steve) Jones	Mgmt	For	For
1G	Elect Director Mary Jordan	Mgmt	For	For
1H	Elect Director William Lingard	Mgmt	For	For
1I	Elect Director Patricia (Tribby) Warfield	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

Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.

Badger Meter, Inc.

Meeting Date: 04/26/2024

Country: USA

Ticker: BMI

Meeting Type: Annual

Primary ISIN: US0565251081

Primary SEDOL: 2069128

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Todd A. Adams	Mgmt	For	For
1.2	Elect Director Kenneth C. Bockhorst	Mgmt	For	For
1.3	Elect Director Henry F. Brooks	Mgmt	For	For
1.4	Elect Director Melanie K. Cook	Mgmt	For	For
1.5	Elect Director Xia Liu	Mgmt	For	For
1.6	Elect Director James W. McGill	Mgmt	For	For
1.7	Elect Director Tessa M. Myers	Mgmt	For	For
1.8	Elect Director James F. Stern	Mgmt	For	For
1.9	Elect Director Glen E. Tellock	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
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Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.

Badger Meter, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Report on Hiring of Persons with Arrest or Incarceration Records	SH	Against	Against
<i>Voter Rationale: The company discloses sufficient information for shareholders to be able to assess the impact of its various diversity and inclusion initiatives.</i>				

BAE Systems Plc

Meeting Date: 05/09/2024	Country: United Kingdom	Ticker: BA
	Meeting Type: Annual	Primary ISIN: GB0002634946
		Primary SEDOL: 0263494

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
<i>Voter Rationale: Equity awards to executives should be linked to stretching performance targets rather than time-based vesting requirements.</i>				
3	Approve Final Dividend	Mgmt	For	For
4	Re-elect Nicholas Anderson as Director	Mgmt	For	For
5	Re-elect Thomas Arseneault as Director	Mgmt	For	For
6	Re-elect Crystal Ashby as Director	Mgmt	For	For
7	Re-elect Dame Elizabeth Corley as Director	Mgmt	For	For
8	Re-elect Bradley Greve as Director	Mgmt	For	For
9	Re-elect Jane Griffiths as Director	Mgmt	For	For
10	Re-elect Cressida Hogg as Director	Mgmt	For	For
<i>Voter Rationale: The board chairman serves as a member of the Nomination Committee.</i>				
11	Re-elect Ewan Kirk as Director	Mgmt	For	For
12	Re-elect Stephen Pearce as Director	Mgmt	For	For
13	Re-elect Nicole Piasecki as Director	Mgmt	For	For
14	Re-elect Lord Sedwill as Director	Mgmt	For	For
15	Re-elect Charles Woodburn as Director	Mgmt	For	For
16	Elect Angus Cockburn as Director	Mgmt	For	For
17	Reappoint Deloitte LLP as Auditors	Mgmt	For	For
18	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
19	Authorise UK Political Donations and Expenditure	Mgmt	For	For
20	Authorise Issue of Equity	Mgmt	For	For

BAE Systems Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
21	Authorise Issue of Equity without Pre-emptive Rights	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

Baker Hughes Company

Meeting Date: 05/13/2024

Country: USA

Ticker: BKR

Meeting Type: Annual

Primary ISIN: US05722G1004

Primary SEDOL: BDHLTQ5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director W. Geoffrey Beattie	Mgmt	For	For
1.2	Elect Director Abdulaziz M. Al Gudaimi	Mgmt	For	For
1.3	Elect Director Gregory D. Breneman	Mgmt	For	For
1.4	Elect Director Cynthia B. Carroll	Mgmt	For	For
1.5	Elect Director Michael R. Dumais	Mgmt	For	For
1.6	Elect Director Lynn L. Elsenhans	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.7	Elect Director John G. Rice	Mgmt	For	For
1.8	Elect Director Lorenzo Simonelli	Mgmt	For	For
1.9	Elect Director Mohsen M. Sohi	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
4	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For
5	Amend Certificate of Incorporation to Add Federal Forum Selection Provision	Mgmt	For	For
6	Amend Certificate of Incorporation	Mgmt	For	For

Balchem Corporation

Meeting Date: 06/20/2024

Country: USA

Ticker: BCPC

Meeting Type: Annual

Primary ISIN: US0576652004

Primary SEDOL: 2072074

Balchem Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Daniel Knutson	Mgmt	For	For
1b	Elect Director Joyce Lee	Mgmt	For	For
1c	Elect Director Olivier Rigaud	Mgmt	For	For
1d	Elect Director Monica Vicente	Mgmt	For	For
2	Ratify RSM US LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Ballard Power Systems Inc.

Meeting Date: 06/05/2024

Country: Canada

Ticker: BLDP

Meeting Type: Annual

Primary ISIN: CA0585861085

Primary SEDOL: 2072717

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Kathy Bayless	Mgmt	For	For
1B	Elect Director Michael Chen	Mgmt	For	For
1C	Elect Director Jacqueline A. Dedo	Mgmt	For	For
1D	Elect Director Douglas P. Hayhurst	Mgmt	For	For
1E	Elect Director Randy MacEwen	Mgmt	For	For
1F	Elect Director Hubertus M. Muehlhaeuser	Mgmt	For	For
1G	Elect Director Marty Neese	Mgmt	For	For
1H	Elect Director James Roche	Mgmt	For	For
1I	Elect Director Janet Woodruff	Mgmt	For	For
1J	Elect Director Yingbo Wang	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For

Ballard Power Systems Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Re-approve Equity-Based Compensation Plans	Mgmt	For	Against

*Voter Rationale: Based on an evaluation of the estimated cost, plan features, grant practices, and overriding negative factors using the Equity Plan Score Card (EPSC), vote AGAINST this bundled plan resolution due to the following key factors: * The Consolidated Share Option Plan's detailed amendment provision does not sufficiently limit the board's ability to amend the plan without shareholder approval; * The plans' estimated cost is excessive.*

Banc of California, Inc.

Meeting Date: 05/09/2024

Country: USA

Ticker: BANC

Meeting Type: Annual

Primary ISIN: US05990K1060

Primary SEDOL: BCD47X4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director James A. "Conan" Barker	Mgmt	For	For
1b	Elect Director Paul R. Burke	Mgmt	For	For
1c	Elect Director Mary A. Curran	Mgmt	For	For
1d	Elect Director John M. Eggemeyer	Mgmt	For	For
1e	Elect Director Shannon F. Eusey	Mgmt	For	For
1f	Elect Director Richard J. Lashley	Mgmt	For	For
1g	Elect Director Susan E. Lester	Mgmt	For	For
1h	Elect Director Joseph J. Rice	Mgmt	For	For
1i	Elect Director Todd Schell	Mgmt	For	For
1j	Elect Director Vania E. Schlogel	Mgmt	For	For
1k	Elect Director Andrew Thau	Mgmt	For	For
1l	Elect Director Jared M. Wolff	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.

Banca Mediolanum SpA

Meeting Date: 04/18/2024

Country: Italy

Ticker: BMED

Meeting Type: Annual

Primary ISIN: IT0004776628

Primary SEDOL: BYWP840

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
	Management Proposals	Mgmt		
1.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
1.2	Approve Allocation of Income	Mgmt	For	For
2.1	Approve Remuneration Policy	Mgmt	For	Against
<i>Voter Rationale: Severance payments should not exceed two year's pay. Larger severance packages should be subject to a separate shareholder approval. All cash or share-based awards and payments that fall outside the company's remuneration policy should require ex-ante shareholder approval. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
2.2	Approve Second Section of the Remuneration Report	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>				
2.3	Approve Severance Payments Policy	Mgmt	For	Against
<i>Voter Rationale: Severance payments should not exceed two year's pay. Larger severance packages should be subject to a separate shareholder approval.</i>				
3	Approve Executive Incentive Bonus Plan	Mgmt	For	For
<i>Voter Rationale: A vote FOR this item is warranted because the proposed remuneration policy is well described and does not contravene good European executive remuneration practice. The company's level of disclosure has improved over the years. However, some concerns still remain with reference to the termination payments and discretionary powers of the board of directors.</i>				
4	Authorize Share Repurchase Program and Reissuance of Repurchased Shares to Service the Performance Share Plans	Mgmt	For	Against
<i>Voter Rationale: Capital issuance authorities should be for share plans that incentivise long-term value creation.</i>				
Shareholder Proposals Submitted by Lina Tombolato, Massimo Doris, Annalisa Doris, and FINPROG ITALIA SpA				
5.1	Fix Number of Directors	SH	None	For
5.2	Fix Board Terms for Directors	SH	None	For
Appoint Directors (Slate Election) - Choose One of the Following Slates				
5.3.1	Slate 1 Submitted by Lina Tombolato, Massimo Doris, Annalisa Doris, and FINPROG ITALIA SpA	SH	None	Against
<i>Voter Rationale: Slate 2 is better positioned to represent the long-term interests of minority shareholders and carry out an independent oversight of the management's action.</i>				
5.3.2	Slate 2 Submitted by Institutional Investors (Assogestioni)	SH	None	For
<i>Voter Rationale: This slate has been put forth by minority shareholders, and these nominees could therefore be the best positioned to represent the interests of minority shareholders and carry out an effective oversight on the management's behavior. Candidates on this list have agreed to adhere to the chart of corporate governance principles adopted by Assogestioni.</i>				

Banca Mediolanum SpA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Shareholder Proposals Submitted by Lina Tombolato, Massimo Doris, Annalisa Doris, and FINPROG ITALIA SpA	Mgmt		
5.4	Approve Remuneration of Directors	SH	None	For
	Appoint Internal Statutory Auditors (Slate Election) - Choose One of the Following Slates	Mgmt		
6.1.1	Slate 1 Submitted by Lina Tombolato, Massimo Doris, Annalisa Doris, and FINPROG ITALIA SpA	SH	None	Against
<i>Voter Rationale: Slate 2 is likely to better represent the interests of global institutional investors and minority shareholders.</i>				
6.1.2	Slate 2 Submitted by Institutional Investors (Assogestioni)	SH	None	For
<i>Voter Rationale: This slate has been proposed by institutional investors, and these nominees could therefore be the best positioned to represent the interests of minority shareholders and carryout effective oversight on the management's behavior. Candidates on this slate have agreed to abide by the chart of corporate governance principles adopted by Assogestioni.</i>				
	Shareholder Proposals Submitted by Lina Tombolato, Massimo Doris, Annalisa Doris, and FINPROG ITALIA SpA	Mgmt		
6.2	Approve Internal Auditors' Remuneration	SH	None	For

BancFirst Corporation

Meeting Date: 05/23/2024

Country: USA

Ticker: BANF

Meeting Type: Annual

Primary ISIN: US05945F1030

Primary SEDOL: 2078782

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director F. Ford Drummond	Mgmt	For	For
1.2	Elect Director Joseph Ford	Mgmt	For	For
1.3	Elect Director Joe R. Goyne	Mgmt	For	For
1.4	Elect Director David R. Harlow	Mgmt	For	For
1.5	Elect Director Mautra Staley Jones	Mgmt	For	For
1.6	Elect Director Bill G. Lance	Mgmt	For	For
1.7	Elect Director Dave R. Lopez	Mgmt	For	For
1.8	Elect Director William Scott Martin	Mgmt	For	For
1.9	Elect Director Tom H. McCasland, III	Mgmt	For	For
1.10	Elect Director David E. Rainbolt	Mgmt	For	For
1.11	Elect Director Leslie J. Rainbolt	Mgmt	For	For
1.12	Elect Director Robin Roberson	Mgmt	For	For

BancFirst Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.13	Elect Director Darryl W. Schmidt	Mgmt	For	For
1.14	Elect Director Natalie Shirley	Mgmt	For	For
1.15	Elect Director Michael K. Wallace	Mgmt	For	For
1.16	Elect Director Gregory G. Wedel	Mgmt	For	For
1.17	Elect Director G. Rainey Williams, Jr.	Mgmt	For	For
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i></p>				
2	Amend Deferred Compensation Plan	Mgmt	For	For
3	Ratify FORVIS, LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				

Banco BTG Pactual SA

Meeting Date: 04/30/2024

Country: Brazil

Ticker: BPAC11

Meeting Type: Annual

Primary ISIN: BRBPACUNT006

Primary SEDOL: BZBZVC7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Meeting for Holders of Units	Mgmt		
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2023	Mgmt	For	For
<p><i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i></p>				
2	Approve Allocation of Income and Dividends	Mgmt	For	For
3	Do You Wish to Adopt Cumulative Voting for the Election of the Members of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	Mgmt	None	Abstain
<p><i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i></p>				

Banco BTG Pactual SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.1	Elect Andre Santos Esteves as Director	Mgmt	For	Against
	<i>Voter Rationale: The board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity. The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5 pct of the board. The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate. The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s).</i>			
4.2	Elect Eduardo Henrique de Mello Motta Loyo as Independent Director	Mgmt	For	For
4.3	Elect Guillermo Ortiz Martinez as Independent Director	Mgmt	For	For
4.4	Elect Joao Marcello Dantas Leite as Director	Mgmt	For	Against
	<i>Voter Rationale: The board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity.</i>			
4.5	Elect John Huw Gwili Jenkins as Director	Mgmt	For	Against
	<i>Voter Rationale: The board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity.</i>			
4.6	Elect Mark Clifford Maletz as Independent Director	Mgmt	For	For
4.7	Elect Nelson Azevedo Jobim as Director	Mgmt	For	Against
	<i>Voter Rationale: The board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity.</i>			
4.8	Elect Roberto Balls Sallouti as Director	Mgmt	For	For
	<i>Voter Rationale: 'Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>			
4.9	Elect Sofia de Fatima Esteves as Independent Director	Mgmt	For	For
	If Voting FOR on Item 5, Votes Are Distributed in Equal % Amongst Nominees voted FOR. If You Vote AGST, Contact Your Client Service Rep to Unequally Allocate % of Votes. If You Vote ABST, You Will Not Participate in Cumulative Voting.			
5	In Case Cumulative Voting Is Adopted, Do You Wish to Equally Distribute Your Votes Amongst the Nominees below?	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
6.1	Percentage of Votes to Be Assigned - Elect Andre Santos Esteves as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>			

Banco BTG Pactual SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6.2	Percentage of Votes to Be Assigned - Elect Eduardo Henrique de Mello Motta Loyo as Independent Director	Mgmt	None	Abstain
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
6.3	Percentage of Votes to Be Assigned - Elect Guillermo Ortiz Martinez as Independent Director	Mgmt	None	Abstain
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
6.4	Percentage of Votes to Be Assigned - Elect Joao Marcello Dantas Leite as Director	Mgmt	None	Abstain
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
6.5	Percentage of Votes to Be Assigned - Elect John Huw Gwili Jenkins as Director	Mgmt	None	Abstain
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
6.6	Percentage of Votes to Be Assigned - Elect Mark Clifford Maletz as Independent Director	Mgmt	None	Abstain
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
6.7	Percentage of Votes to Be Assigned - Elect Nelson Azevedo Jobim as Director	Mgmt	None	Abstain
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
6.8	Percentage of Votes to Be Assigned - Elect Roberto Balls Sallouti as Director	Mgmt	None	Abstain
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
6.9	Percentage of Votes to Be Assigned - Elect Sofia de Fatima Esteves as Independent Director	Mgmt	None	Abstain
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
7	As an Ordinary Shareholder, Would You like to Request a Separate Minority Election of a Member of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	Mgmt	None	Abstain
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
8	As a Preferred Shareholder, Would You like to Request a Separate Minority Election of a Member of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	Mgmt	None	Abstain
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				

Banco BTG Pactual SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9	Approve Remuneration of Company's Management	Mgmt	For	Against
<p><i>Voter Rationale: Although the company has provided reasonable disclosure of its remuneration practices, in accordance with the requirements of the Brazilian Securities Regulator (CVM), a vote AGAINST this request is warranted because the company reported a non-executive director as its highest-paid administrator for the most recent fiscal year, indicating that a member of the board (generally the non-executive chair) received greater compensation than the remuneration paid to the company's highest-paid executive (generally the CEO). No compelling rationale was disclosed for this concerning pay practice.</i></p>				
10	Do You Wish to Request Installation of a Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	Mgmt	None	Abstain
<p><i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i></p>				
11	In Case Neither Class of Shares Reaches the Minimum Quorum Required by the Brazilian Corporate Law to Elect a Board Representative in Separate Elections, Would You Like to Use Your Votes to Elect the Candidate with More Votes to Represent Both Classes?	Mgmt	None	For

Banco Comercial Portugues SA

Meeting Date: 05/22/2024

Country: Portugal

Ticker: BCP

Meeting Type: Annual

Primary ISIN: PTBCP0AM0015

Primary SEDOL: BZCNN35

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect General Meeting Board for 2024-2027 Term	SH	None	For
2	Approve Individual and Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
<p><i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.</i></p>				
3	Approve Allocation of Income	Mgmt	For	For
4	Appraise Management and Supervision of Company and Approve Vote of Confidence to Corporate Bodies	SH	None	For
5	Amend Remuneration Policy	Mgmt	For	Against
<p><i>Voter Rationale: Retirement benefits should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Any increase in the size of awards under the short-term/long-term incentive scheme(s) should be accompanied by a corresponding increase in performance expectations.</i></p>				
6	Authorize Repurchase and Reissuance of Shares and Bonds	Mgmt	For	Against
<p><i>Voter Rationale: Shares should not be repurchased at a premium/discount to the market price of more than 10%.</i></p>				
7	Amend Article 10.2	Mgmt	For	For

Banco Comercial Portugues SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Shareholders Can Only Vote in Favor of One of the Proposed Alternatives: 8A or 8B	Mgmt		
8A	Appoint KPMG & Associados, Sociedade de Revisores Oficiais de Contas, S.A as Auditor and Vitor Manuel da Cunha Ribeirinho as Alternate Auditor	Mgmt	For	For
8B	Appoint Ernst & Young Audit & Associados, SROC, S.A. as Auditor and Antonio Filipe Dias da Fonseca Bras as Alternate Auditor	Mgmt	None	Against

Voter Rationale: A vote AGAINST is warranted because shareholders can support only one of the two audit firms.

Banco de Sabadell SA

Meeting Date: 04/09/2024

Country: Spain

Ticker: SAB

Meeting Type: Annual

Primary ISIN: ES0113860A34

Primary SEDOL: B1X8QN2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Consolidated and Standalone Financial Statements and Discharge of Board	Mgmt	For	For
2	Approve Non-Financial Information Statement	Mgmt	For	For
3	Approve Allocation of Income and Dividends	Mgmt	For	For
4	Approve Reduction in Share Capital via Amortization of Treasury Shares	Mgmt	For	For
5.1	Reelect Mireya Gine Torrens as Director	Mgmt	For	Against
<i>Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.</i>				
5.2	Elect Ana Colonques Garcia-Planas as Director	Mgmt	For	For
6	Authorize Share Repurchase and Capital Reduction via Amortization of Repurchased Shares	Mgmt	For	Against
<i>Voter Rationale: Shares should not be repurchased at a premium/discount to the market price of more than 10%.</i>				
7	Fix Maximum Variable Compensation Ratio of Designated Group Members	Mgmt	For	For
8	Renew Appointment of KPMG Auditores as Auditor	Mgmt	For	For
9	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For

Banco de Sabadell SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Advisory Vote on Remuneration Report	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.</i>				

Banco Santander Chile

Meeting Date: 04/17/2024 **Country:** Chile **Ticker:** BSANTANDER
Meeting Type: Annual **Primary ISIN:** CLP1506A1070 **Primary SEDOL:** 2000257

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Meeting for ADR Holders	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
<i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account. Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
2	Approve Allocation of Income and Dividends of CLP 1.84 per Share	Mgmt	For	For
3	Approve Remuneration of Directors	Mgmt	For	For
4	Appoint Auditors	Mgmt	For	For
5	Designate Risk Assessment Companies	Mgmt	For	For
6	Approve Remuneration and Budget of Directors' Committee and Audit Committee; Receive Directors and Audit Committee's Report	Mgmt	For	For
7	Receive Report Regarding Related-Party Transactions	Mgmt		
8	Other Business	Mgmt		

Bandai Namco Holdings, Inc.

Meeting Date: 06/24/2024 **Country:** Japan **Ticker:** 7832
Meeting Type: Annual **Primary ISIN:** JP3778630008 **Primary SEDOL:** B0JDQD4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 50	Mgmt	For	For
2.1	Elect Director Kawaguchi, Masaru	Mgmt	For	For

Bandai Namco Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Elect Director Asako, Yuji	Mgmt	For	For
2.3	Elect Director Momoi, Nobuhiko	Mgmt	For	For
2.4	Elect Director Udagawa, Nao	Mgmt	For	For
2.5	Elect Director Takenaka, Kazuhiro	Mgmt	For	For
2.6	Elect Director Asanuma, Makoto	Mgmt	For	For
2.7	Elect Director Kawasaki, Hiroshi	Mgmt	For	For
2.8	Elect Director Otsu, Shuji	Mgmt	For	For
2.9	Elect Director Shimada, Toshio	Mgmt	For	For
2.10	Elect Director Kawana, Koichi	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Kaneko, Takashi	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Shinoda, Toru	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Kuwabara, Satoko	Mgmt	For	For
3.4	Elect Director and Audit Committee Member Komiya, Takayuki	Mgmt	For	For

Bank First Corporation

Meeting Date: 06/17/2024

Country: USA

Ticker: BFC

Meeting Type: Annual

Primary ISIN: US06211J1007

Primary SEDOL: BNZLBS3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mary-Kay H. Bourbulas	Mgmt	For	For
1.2	Elect Director Erin A. Davis	Mgmt	For	For
1.3	Elect Director Robert D. Gregorski	Mgmt	For	For
1.4	Elect Director Phillip R. Maples	Mgmt	For	For
1.5	Elect Director Peter J. Van Sistine	Mgmt	For	For
2	Ratify FORVIS, LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against

Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

Bank First Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
5	Other Business	Mgmt	For	Against
<i>Voter Rationale: Any Other Business' should not be a voting item.</i>				

Bank of America Corporation

Meeting Date: 04/24/2024

Country: USA

Ticker: BAC

Meeting Type: Annual

Primary ISIN: US0605051046

Primary SEDOL: 2295677

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Sharon L. Allen	Mgmt	For	For
1b	Elect Director Jose (Joe) E. Almeida	Mgmt	For	For
1c	Elect Director Pierre J.P. de Weck	Mgmt	For	For
1d	Elect Director Arnold W. Donald	Mgmt	For	For
1e	Elect Director Linda P. Hudson	Mgmt	For	For
1f	Elect Director Monica C. Lozano	Mgmt	For	For
1g	Elect Director Brian T. Moynihan	Mgmt	For	For
1h	Elect Director Lionel L. Nowell, III	Mgmt	For	For
1i	Elect Director Denise L. Ramos	Mgmt	For	For
1j	Elect Director Clayton S. Rose	Mgmt	For	For
1k	Elect Director Michael D. White	Mgmt	For	For
1l	Elect Director Thomas D. Woods	Mgmt	For	For
1m	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
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	Against
<i>Voter Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: - The plan cost is excessive; - The three-year average burn rate is excessive; - The disclosure of change-in-control ("CIC") vesting treatment is incomplete (or is otherwise considered discretionary); - The plan permits liberal recycling of shares; and - The plan allows broad discretion to accelerate vesting.</i>				
5	Report on Risks Related to Discrimination Against Individuals Including Religious/Political Views	SH	Against	Against

Bank of America Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Report on Climate Lobbying	SH	Against	For
	<i>Voter Rationale: A vote FOR this proposal is warranted. Additional disclosure would help shareholders better evaluate how the company is addressing any misalignments between its direct and indirect lobbying activities and its public commitment to achieve net zero emissions by 2050.</i>			
7	Report on Clean Energy Supply Financing Ratio	SH	Against	For
	<i>Voter Rationale: A vote FOR this resolution is warranted. Measuring and disclosing this statistic will give shareholders increased information on how the bank is progressing on its goal to align its financing activities with a net zero by 2050 pathway.</i>			
8	Provide Right to Act by Written Consent	SH	Against	For
	<i>Voter Rationale: Supporting better corporate governance practices. Investors should have the opportunity to put resolutions to all shareholders, either in a company meeting or by expressing their intentions through the mail.</i>			
9	Require Independent Board Chair	SH	Against	For
	<i>Voter Rationale: Appointing a fully independent chairman creates a balance of power that is more conducive to long-term performance. A board headed by management cannot reasonably provide the best oversight and evaluation of management's performance.</i>			
10	Improve Executive Compensation Program and Policy	SH	Against	Against

Bank of Hawaii Corporation

Meeting Date: 04/26/2024

Country: USA

Ticker: BOH

Meeting Type: Annual

Primary ISIN: US0625401098

Primary SEDOL: 2074070

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John C. Erickson	Mgmt	For	For
1.2	Elect Director Joshua D. Feldman	Mgmt	For	For
1.3	Elect Director Peter S. Ho	Mgmt	For	For
1.4	Elect Director Michelle E. Hulst	Mgmt	For	For
1.5	Elect Director Kent T. Lucien	Mgmt	For	For
1.6	Elect Director Elliot K. Mills	Mgmt	For	For
1.7	Elect Director Alicia E. Moy	Mgmt	For	For
1.8	Elect Director Victor K. Nichols	Mgmt	For	For
1.9	Elect Director Dana M. Tokioka	Mgmt	For	For
1.10	Elect Director Raymond P. Vara, Jr.	Mgmt	For	For
1.11	Elect Director Suzanne P. Vares-Lum	Mgmt	For	For
1.12	Elect Director Robert W. Wo	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>			

Bank of Hawaii Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve Omnibus Stock Plan	Mgmt	For	For
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.

Bank of Montreal

Meeting Date: 04/16/2024 **Country:** Canada **Ticker:** BMO
Meeting Type: Annual **Primary ISIN:** CA0636711016 **Primary SEDOL:** 2076009

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Janice M. Babiak	Mgmt	For	For
1.2	Elect Director Craig W. Broderick	Mgmt	For	For
1.3	Elect Director Hazel Claxton	Mgmt	For	For
1.4	Elect Director George A. Cope	Mgmt	For	For
1.5	Elect Director Stephen Dent	Mgmt	For	For
1.6	Elect Director Christine A. Edwards	Mgmt	For	For
1.7	Elect Director Martin S. Eichenbaum	Mgmt	For	For
1.8	Elect Director David E. Harquail	Mgmt	For	For
1.9	Elect Director Linda S. Huber	Mgmt	For	For
1.10	Elect Director Eric R. La Fleche	Mgmt	For	For
1.11	Elect Director Lorraine Mitchelmore	Mgmt	For	For
1.12	Elect Director Madhu Ranganathan	Mgmt	For	For
1.13	Elect Director Darryl White	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For

Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
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Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

	Shareholder Proposals	Mgmt		
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Bank of Montreal

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	SP 1: Hold Annual Meetings of the Company in Person with Virtual Meetings as Complements	SH	Against	For
<p><i>Voter Rationale: Vote FOR this shareholder proposal. Similar to last year, the bank will be holding its 2024 annual shareholder meeting in hybrid format. However, in its response, the board indicates that it would not be prudent to preclude the possibility of virtual-only meetings in the future. Compelling investor feedback indicates that a significant majority of shareholders want to retain the ability to attend shareholder meetings in person, even if in a given year they elect to participate only virtually. Furthermore, if unforeseen circumstances arise, companies governed by the Bank Act can hold a virtual meeting in lieu of an in-person meeting by obtaining a court order. In the absence of any extenuating circumstances preventing the bank from holding an in-person meeting, a vote FOR the proponent's request is warranted at this time.</i></p>				
5	SP 2: Disclose Non-Confidential Information Relating to the Bank's Country-by-Country Reporting	SH	Against	For
<p><i>Voter Rationale: Voted in line with specific client instruction</i></p>				
6	SP 3: Advisory Vote on Environmental Policies	SH	Against	For
<p><i>Voter Rationale: Voted in line with specific client instruction</i></p>				
7	SP 4: Report on Impact of Oil and Gas Divestment	SH	Against	Against
8	SP 5: Disclose the CEO Compensation to Median Worker Pay Ratio on an Annual Basis	SH	Against	Against

Bank OZK

Meeting Date: 05/06/2024
Country: USA
Ticker: OZK
Meeting Type: Annual
Primary ISIN: US06417N1037
Primary SEDOL: BZ56Q65

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Nicholas Brown	Mgmt	For	For
1b	Elect Director Paula Cholmondeley	Mgmt	For	For
1c	Elect Director Beverly Cole	Mgmt	For	For
1d	Elect Director Robert East	Mgmt	For	For
1e	Elect Director Kathleen Franklin	Mgmt	For	For
1f	Elect Director Jeffrey Gearhart	Mgmt	For	For
1g	Elect Director George G. Gleason	Mgmt	For	For
1h	Elect Director Peter C. Kenny	Mgmt	For	For
1i	Elect Director William A. Koefoed, Jr.	Mgmt	For	For
1j	Elect Director Elizabeth Musico	Mgmt	For	For
1k	Elect Director Christopher Orndorff	Mgmt	For	For
1l	Elect Director Steven Sadoff	Mgmt	For	For
1m	Elect Director Ross Whipple	Mgmt	For	For

Bank OZK

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

Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.

BANK POLSKA KASA OPIEKI SA

Meeting Date: 04/17/2024

Country: Poland

Ticker: PEO

Meeting Type: Annual

Primary ISIN: PLPEKAO00016

Primary SEDOL: 5473113

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Open Meeting	Mgmt		
2	Elect Meeting Chairman	Mgmt	For	For
3	Acknowledge Proper Convening of Meeting	Mgmt		
4	Approve Agenda of Meeting	Mgmt	For	For
5	Receive Management Board Report on Company's and Group's Operations	Mgmt		
6	Receive Financial Statements	Mgmt		
7	Receive Consolidated Financial Statements	Mgmt		
8	Receive Management Board Proposal on Allocation of Income	Mgmt		
9	Receive Supervisory Board Reports	Mgmt		
10.1	Approve Management Board Report on Company's and Group's Operations	Mgmt	For	For
10.2	Approve Financial Statements	Mgmt	For	For
10.3	Approve Consolidated Financial Statements	Mgmt	For	For
10.4	Approve Allocation of Income and Dividends of PLN 19.20 per Share	Mgmt	For	For
10.5	Approve Supervisory Board Report	Mgmt	For	For
10.6a	Approve Individual Suitability of Beata Kozłowska-Chyla (Supervisory Board Chairwoman)	Mgmt	For	For
10.6b	Approve Individual Suitability of Joanna Dynysiuk (Supervisory Board Deputy Chairwoman)	Mgmt	For	For
10.6c	Approve Individual Suitability of Malgorzata Sadurska (Supervisory Board Deputy Chairwoman)	Mgmt	For	For

BANK POLSKA KASA OPIEKI SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10.6d	Approve Individual Suitability of Stanislaw Kaczoruk (Supervisory Board Secretary)	Mgmt	For	For
10.6e	Approve Individual Suitability of Marcin Izdebski (Supervisory Board Member)	Mgmt	For	For
10.6f	Approve Individual Suitability of Sabina Bigos-Jaworowska (Supervisory Board Member)	Mgmt	For	For
10.6g	Approve Individual Suitability of Justyna Glebikowska-Michalak (Supervisory Board Member)	Mgmt	For	For
10.6h	Approve Individual Suitability of Michal Kaszynski (Supervisory Board Member)	Mgmt	For	For
10.6i	Approve Individual Suitability of Marian Majcher (Supervisory Board Member)	Mgmt	For	For
10.6j	Approve Collective Suitability of Supervisory Board Members	Mgmt	For	For
10.7a	Approve Discharge of Leszek Skiba (CEO)	Mgmt	For	For
10.7b	Approve Discharge of Marcin Gadomski (Deputy CEO)	Mgmt	For	For
10.7c	Approve Discharge of Piotr Zborowski (Deputy CEO)	Mgmt	For	For
10.7d	Approve Discharge of Jerzy Kwiecinski (Deputy CEO)	Mgmt	For	For
10.7e	Approve Discharge of Magdalena Zmitrowicz (Deputy CEO)	Mgmt	For	For
10.7f	Approve Discharge of Jaroslaw Fuchs (Deputy CEO)	Mgmt	For	For
10.7g	Approve Discharge of Wojciech Werochowski (Deputy CEO)	Mgmt	For	For
10.7h	Approve Discharge of Blazej Szczeci (Deputy CEO)	Mgmt	For	For
10.7i	Approve Discharge of Pawel Straczynski (Deputy CEO)	Mgmt	For	For
10.8a	Approve Discharge of Beata Kozłowska-Chyla (Supervisory Board Chairwoman)	Mgmt	For	For
10.8b	Approve Discharge of Joanna Dynysiuk (Supervisory Board Deputy Chairwoman)	Mgmt	For	For
10.8c	Approve Discharge of Malgorzata Sadurska (Supervisory Board Deputy Chairwoman)	Mgmt	For	For
10.8d	Approve Discharge of Stanislaw Ryszard Kaczoruk (Supervisory Board Secretary)	Mgmt	For	For
10.8e	Approve Discharge of Marcin Izdebski (Supervisory Board Member)	Mgmt	For	For

BANK POLSKA KASA OPIEKI SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10.8f	Approve Discharge of Sabina Bigos-Jaworowska (Supervisory Board Member)	Mgmt	For	For
10.8g	Approve Discharge of Justyna Glebikowska-Michalak (Supervisory Board Member)	Mgmt	For	For
10.8h	Approve Discharge of Michal Kaszynski (Supervisory Board Member)	Mgmt	For	For
10.8i	Approve Discharge of Marian Majcher (Supervisory Board Member)	Mgmt	For	For
11	Approve Supervisory Board Report on Assessment of Remuneration Policy	Mgmt	For	For
12	Approve Remuneration Report	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Retirement benefits should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.</i></p>				
13	Approve Assessment of Adequacy of Regulations on Supervisory Board	Mgmt	For	For
14	Receive Supervisory Board Report on Company's Compliance with Corporate Governance Principles for Supervised Institutions	Mgmt		
15	Elect Supervisory Board Members	Mgmt	For	Against
<p><i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote. The board should submit directors for re-election individually, rather than as a single slate to enable shareholders to hold directors individually accountable for their performance.</i></p>				
16	Approve Assessment of Supervisory Board Suitability	Mgmt	For	Against
<p><i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i></p>				
17.1	Amend Statute Re: Corporate Purpose; Share Capital	Mgmt	For	For
17.2	Amend Statute Re: Corporate Purpose	Mgmt	For	For
17.3	Amend Statute Re: Corporate Purpose	Mgmt	For	For
17.4	Amend Statute Re: Corporate Purpose	Mgmt	For	For
18	Close Meeting	Mgmt		

BANK POLSKA KASA OPIEKI SA

Meeting Date: 05/16/2024

Country: Poland

Ticker: PEO

Meeting Type: Annual

Primary ISIN: PLPEKAO00016

Primary SEDOL: 5473113

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1a	Approve Discharge of Leszek Skiba (CEO)	Mgmt	For	For
1.1b	Approve Discharge of Marcin Gadomski (Deputy CEO)	Mgmt	For	For
1.1c	Approve Discharge of Piotr Zborowski (Deputy CEO)	Mgmt	For	For
1.1d	Approve Discharge of Jerzy Kwiecinski (Deputy CEO)	Mgmt	For	For
1.1e	Approve Discharge of Magdalena Zmitrowicz (Deputy CEO)	Mgmt	For	For
1.1f	Approve Discharge of Jaroslaw Fuchs (Deputy CEO)	Mgmt	For	For
1.1g	Approve Discharge of Wojciech Werochowski (Deputy CEO)	Mgmt	For	For
1.1h	Approve Discharge of Blazej Szczeki (Deputy CEO)	Mgmt	For	For
1.1i	Approve Discharge of Pawel Straczynski (Deputy CEO)	Mgmt	For	For
1.2a	Approve Discharge of Beata Kozłowska-Chyla (Supervisory Board Chairwoman)	Mgmt	For	For
1.2b	Approve Discharge of Joanna Dynysiuk (Supervisory Board Deputy Chairwoman)	Mgmt	For	For
1.2c	Approve Discharge of Malgorzata Sadurska (Supervisory Board Deputy Chairwoman)	Mgmt	For	For
1.2d	Approve Discharge of Stanislaw Ryszard Kaczoruk (Supervisory Board Secretary)	Mgmt	For	For
1.2e	Approve Discharge of Marcin Izdebski (Supervisory Board Member)	Mgmt	For	For
1.2f	Approve Discharge of Sabina Bigos-Jaworowska (Supervisory Board Member)	Mgmt	For	For
1.2g	Approve Discharge of Justyna Glebikowska-Michalak (Supervisory Board Member)	Mgmt	For	For
1.2h	Approve Discharge of Michal Kaszynski (Supervisory Board Member)	Mgmt	For	For
1.2i	Approve Discharge of Marian Majcher (Supervisory Board Member)	Mgmt	For	For

Bar Harbor Bankshares

Meeting Date: 05/16/2024

Country: USA

Ticker: BHB

Meeting Type: Annual

Primary ISIN: US0668491006

Primary SEDOL: 2618111

Bar Harbor Bankshares

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Daina H. Belair	Mgmt	For	For
1b	Elect Director Matthew L. Caras	Mgmt	For	For
1c	Elect Director David M. Colter	Mgmt	For	For
1d	Elect Director Lauri E. Fernald	Mgmt	For	For
1e	Elect Director Heather D. Jones	Mgmt	For	For
1f	Elect Director Debra B. Miller	Mgmt	For	For
1g	Elect Director Brian D. Shaw	Mgmt	For	For
1h	Elect Director Curtis C. Simard	Mgmt	For	For
1i	Elect Director Kenneth E. Smith	Mgmt	For	For
1j	Elect Director Scott G. Toothaker	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify RSM US LLP as Auditors	Mgmt	For	For

Barclays PLC

Meeting Date: 05/09/2024

Country: United Kingdom

Ticker: BARC

Meeting Type: Annual

Primary ISIN: GB0031348658

Primary SEDOL: 3134865

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 Sir John Kingman as Director	Mgmt	For	For
4	Re-elect Robert Berry as Director	Mgmt	For	For
5	Re-elect Tim Breedon as Director	Mgmt	For	For
6	Re-elect Anna Cross as Director	Mgmt	For	For
7	Re-elect Mohamed A. El-Erian as Director	Mgmt	For	For
8	Re-elect Dawn Fitzpatrick as Director	Mgmt	For	For
9	Re-elect Mary Francis as Director	Mgmt	For	For
10	Re-elect Brian Gilvary as Director	Mgmt	For	For

Barclays PLC

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
11	Re-elect Nigel Higgins as Director	Mgmt	For	For
<i>Voter Rationale: The board chairman serves as a member of the Nomination Committee.</i>				
12	Re-elect Marc Moses as Director	Mgmt	For	For
13	Re-elect Diane Schueneman as Director	Mgmt	For	For
14	Re-elect Coimbatore Venkatakrishnan as Director	Mgmt	For	For
15	Re-elect Julia Wilson as Director	Mgmt	For	For
16	Reappoint KPMG LLP as Auditors	Mgmt	For	For
17	Authorise the Board Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
18	Authorise UK Political Donations and Expenditure	Mgmt	For	For
19	Approve Variable Component of Remuneration for Material Risk Takers	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	Adopt New Articles of Association	Mgmt	For	For

Bath & Body Works, Inc.

Meeting Date: 06/27/2024

Country: USA

Ticker: BBWI

Meeting Type: Annual

Primary ISIN: US0708301041

Primary SEDOL: BNNTGJ5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sarah E. Nash	Mgmt	For	For
1.2	Elect Director Alessandro Bogliolo	Mgmt	For	For

Bath & Body Works, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Gina R. Boswell	Mgmt	For	For
1.4	Elect Director Lucy O. Brady	Mgmt	For	For
1.5	Elect Director Francis A. Hondal	Mgmt	For	For
1.6	Elect Director Danielle M. Lee	Mgmt	For	For
1.7	Elect Director Juan Rajlin	Mgmt	For	For
1.8	Elect Director Stephen D. Steinour	Mgmt	For	For
1.9	Elect Director J.K. Symancyk	Mgmt	For	For
1.10	Elect Director Steven E. Voskuil	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				

Bausch Health Companies Inc.

Meeting Date: 05/14/2024

Country: Canada

Ticker: BHC

Meeting Type: Annual

Primary ISIN: CA0717341071

Primary SEDOL: BFFY852

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Thomas J. Appio	Mgmt	For	For
1b	Elect Director Christian A. Garcia	Mgmt	For	For
1c	Elect Director Brett M. Icahn	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1d	Elect Director Sarah B. Kavanagh	Mgmt	For	For
1e	Elect Director Frank D. Lee	Mgmt	For	For
1f	Elect Director Steven D. Miller	Mgmt	For	Withhold
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1g	Elect Director Richard C. Mulligan	Mgmt	For	For
1h	Elect Director John A. Paulson	Mgmt	For	For
1i	Elect Director Robert N. Power	Mgmt	For	For

Bausch Health Companies Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1j	Elect Director Amy B. Wechsler	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

BAWAG Group AG

Meeting Date: 04/08/2024

Country: Austria

Ticker: BG

Meeting Type: Annual

Primary ISIN: AT0000BAWAG2

Primary SEDOL: BZ1GZ06

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 5.00 per Share	Mgmt	For	For
3	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For
5	Ratify Deloitte Audit as Auditors for Fiscal Year 2025	Mgmt	For	For
6	Ratify KPMG Austria GmbH as Auditors of Sustainability Report for Fiscal Year 2024	Mgmt	For	For
7	Approve Remuneration Report	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
8	Approve Remuneration Policy	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. All cash or share-based awards and payments that fall outside the companys remuneration policy should require ex-ante shareholder approval.</i>				
9	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	Against
<i>Voter Rationale: Shares should not be repurchased at a premium/discount to the market price of more than 10%.</i>				
10	Approve Creation of EUR 31.4 Million Pool of Authorized Capital with or without Exclusion of Preemptive Rights	Mgmt	For	For

BAWAG Group AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
11	Approve Issuance of Warrants/Bonds with Warrants Attached/Convertible Bonds without Preemptive Rights up to Aggregate Nominal Amount of EUR 500 Million	Mgmt	For	For
12	Approve Creation of EUR 7.9 Million Pool of Conditional Capital to Guarantee Conversion Rights	Mgmt	For	For
13	Approve Virtual-Only or Hybrid Shareholder Meetings Until 2029	Mgmt	For	Against

Voter Rationale: In-person shareholder meetings enable essential scrutiny of boards and management. There should be an annual physical meeting of the shareholders, and all the directors of the company should attend.

Baxter International Inc.

Meeting Date: 05/07/2024

Country: USA

Ticker: BAX

Meeting Type: Annual

Primary ISIN: US0718131099

Primary SEDOL: 2085102

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jose (Joe) E. Almeida	Mgmt	For	For
1b	Elect Director William A. Ampofo, II	Mgmt	For	For
1c	Elect Director Patricia B. Morrison	Mgmt	For	For
1d	Elect Director Stephen N. Oesterle	Mgmt	For	For
1e	Elect Director Stephen H. Rusckowski	Mgmt	For	For
1f	Elect Director Nancy M. Schlichting	Mgmt	For	For
1g	Elect Director Brent Shafer	Mgmt	For	For
1h	Elect Director Cathy R. Smith	Mgmt	For	For
1i	Elect Director Amy A. Wendell	Mgmt	For	For
1j	Elect Director David S. Wilkes	Mgmt	For	For
1k	Elect Director Peter M. Wilver	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs.

3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
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Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.

4	Amend Omnibus Stock Plan	Mgmt	For	For
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Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.

Baxter International Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For
6	Adopt Share Retention Policy For Senior Executives	SH	Against	Against

Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.

BayCurrent Consulting, Inc.

Meeting Date: 05/28/2024

Country: Japan

Ticker: 6532

Meeting Type: Annual

Primary ISIN: JP3835250006

Primary SEDOL: BYP20B9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Adoption of Holding Company Structure and Transfer of Operations to Wholly Owned Subsidiaries	Mgmt	For	For
<i>Voter Rationale: Refer in case right of withdrawal available to shareholders.</i>				
2	Amend Articles to Change Company Name - Amend Business Lines	Mgmt	For	For
3.1	Elect Director Abe, Yoshiyuki	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
3.2	Elect Director Ikehira, Kentaro	Mgmt	For	For
3.3	Elect Director Nakamura, Kosuke	Mgmt	For	For
3.4	Elect Director Shoji, Toshimune	Mgmt	For	For
3.5	Elect Director Sato, Shintaro	Mgmt	For	For

Bayer AG

Meeting Date: 04/26/2024

Country: Germany

Ticker: BAYN

Meeting Type: Annual

Primary ISIN: DE000BAY0017

Primary SEDOL: 5069211

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports; Approve Allocation of Income and Dividends of EUR 0.11 per Share for Fiscal Year 2023	Mgmt	For	For
2	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For
4.1	Elect Horst Baier to the Supervisory Board	Mgmt	For	Against
<i>Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.</i>				
4.2	Elect Ertharin Cousin to the Supervisory Board	Mgmt	For	For
4.3	Elect Lori Schechter to the Supervisory Board	Mgmt	For	For
4.4	Elect Nancy Simonian to the Supervisory Board	Mgmt	For	For
4.5	Elect Jeffrey Ubben to the Supervisory Board	Mgmt	For	For
5	Approve Remuneration Policy	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
6	Approve Remuneration Report	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
7.1	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	For
7.2	Authorize Use of Financial Derivatives when Repurchasing Shares	Mgmt	For	For
8	Approve Affiliation Agreement with Bayer CropScience AG	Mgmt	For	For
9	Ratify Deloitte GmbH as Auditors for Fiscal Year 2024 and for the Review of Interim Financial Statements for Fiscal Year 2024 and First Quarter of Fiscal Year 2025	Mgmt	For	For
10	Voting Instructions for Motions or Nominations by Shareholders that are not Made Accessible Before the AGM and that are Made or Amended in the Course of the AGM	Mgmt	None	Against
<i>Voter Rationale: Any Other Business' should not be a voting item.</i>				

Meeting Date: 05/02/2024

Country: Canada

Ticker: BCE

Meeting Type: Annual

Primary ISIN: CA05534B7604

Primary SEDOL: B188TH2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mirko Bibic	Mgmt	For	For
1.2	Elect Director Robert P. Dexter	Mgmt	For	For
1.3	Elect Director Katherine Lee	Mgmt	For	For
1.4	Elect Director Monique F. Leroux	Mgmt	For	For
1.5	Elect Director Sheila A. Murray	Mgmt	For	For
1.6	Elect Director Gordon M. Nixon	Mgmt	For	For
1.7	Elect Director Louis P. Pagnutti	Mgmt	For	For
1.8	Elect Director Calin Rovinescu	Mgmt	For	For
1.9	Elect Director Karen Sheriff	Mgmt	For	For
1.10	Elect Director Jennifer Tory	Mgmt	For	For
1.11	Elect Director Louis Vachon	Mgmt	For	For
1.12	Elect Director Johan Wibergh	Mgmt	For	For
1.13	Elect Director Cornell Wright	Mgmt	For	For
2	Ratify Deloitte LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

BE Semiconductor Industries NV
Meeting Date: 04/25/2024

Country: Netherlands

Ticker: BESI

Meeting Type: Annual

Primary ISIN: NL0012866412

Primary SEDOL: BG0SCK9

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		

BE Semiconductor Industries NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.b	Discussion on Company's Corporate Governance Structure	Mgmt		
3	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
<i>Voter Rationale: Directors should be elected by shareholders on an annual basis in order to strengthen the accountability of the board to shareholders.</i>				
4.a	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt		
4.b	Approve Dividends	Mgmt	For	For
5.a	Approve Discharge of Management Board	Mgmt	For	For
5.b	Approve Discharge of Supervisory Board	Mgmt	For	For
6	Approve Remuneration Report	Mgmt	For	Abstain
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
7	Approve Remuneration of Supervisory Board	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	Approve Reduction in Share Capital through Cancellation of Shares	Mgmt	For	For
11	Other Business (Non-Voting)	Mgmt		
12	Close Meeting	Mgmt		

Belc Co., Ltd.

Meeting Date: 05/23/2024

Country: Japan

Ticker: 9974

Meeting Type: Annual

Primary ISIN: JP3835700000

Primary SEDOL: 6098913

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 58	Mgmt	For	For
2.1	Elect Director Harashima, Tamotsu	Mgmt	For	For
2.2	Elect Director Harashima, Issei	Mgmt	For	For
2.3	Elect Director Ueda, Hideo	Mgmt	For	For
2.4	Elect Director Harashima, Yoichiro	Mgmt	For	For

Belc Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.5	Elect Director Osugi, Yoshihiro	Mgmt	For	For
2.6	Elect Director Ueda, Kanji	Mgmt	For	For
2.7	Elect Director Harada, Hiroyuki	Mgmt	For	For
2.8	Elect Director Osaku, Mikio	Mgmt	For	For
2.9	Elect Director Hisaki, Kunihiko	Mgmt	For	For
2.10	Elect Director Matsushita, Kaori	Mgmt	For	For
2.11	Elect Director Izawa, Kyoko	Mgmt	For	For
2.12	Elect Director Umekuni, Tomoko	Mgmt	For	For
2.13	Elect Director Saito, Shuichi	Mgmt	For	For
2.14	Elect Director Onishi, Chiaki	Mgmt	For	For
3	Appoint Statutory Auditor Nomura, Fumio	Mgmt	For	For
4	Appoint Alternate Statutory Auditor Machida, Tomoaki	Mgmt	For	For

Belden Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: BDC

Meeting Type: Annual

Primary ISIN: US0774541066

Primary SEDOL: B01WL78

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director David J. Aldrich	Mgmt	For	Against
<i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1b	Elect Director Lance C. Balk	Mgmt	For	For
1c	Elect Director Diane D. Brink	Mgmt	For	For
1d	Elect Director Judy L. Brown	Mgmt	For	For
1e	Elect Director Nancy Calderon	Mgmt	For	For
1f	Elect Director Ashish Chand	Mgmt	For	For
1g	Elect Director Jonathan C. Klein	Mgmt	For	For
1h	Elect Director YY Lee	Mgmt	For	For
1i	Elect Director Gregory J. McCray	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Belden Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i></p>				

Bentley Systems, Incorporated

Meeting Date: 05/23/2024	Country: USA	Ticker: BSY
	Meeting Type: Annual	
	Primary ISIN: US08265T2087	Primary SEDOL: BMC1PR6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Barry J. Bentley	Mgmt	For	Withhold
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i></p>				
1.2	Elect Director Gregory S. Bentley	Mgmt	For	Withhold
<p><i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i></p>				
1.3	Elect Director Keith A. Bentley	Mgmt	For	Withhold
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i></p>				
1.4	Elect Director Raymond B. Bentley	Mgmt	For	Withhold
<p><i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i></p>				
1.5	Elect Director Kirk B. Griswold	Mgmt	For	Withhold
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
1.6	Elect Director Janet B. Haugen	Mgmt	For	For
<p><i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
1.7	Elect Director Brian F. Hughes	Mgmt	For	For
<p><i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				

Bentley Systems, Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Berkshire Hathaway Inc.

Meeting Date: 05/04/2024	Country: USA	Ticker: BRK.B
	Meeting Type: Annual	Primary ISIN: US0846707026
		Primary SEDOL: 2073390

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Warren E. Buffett	Mgmt	For	For
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>				
1.2	Elect Director Gregory E. Abel	Mgmt	For	For
<i>Voter Rationale: .</i>				
1.3	Elect Director Howard G. Buffett	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.4	Elect Director Susan A. Buffett	Mgmt	For	For
<i>Voter Rationale: .</i>				
1.5	Elect Director Stephen B. Burke	Mgmt	For	For
<i>Voter Rationale: .</i>				
1.6	Elect Director Kenneth I. Chenault	Mgmt	For	For
<i>Voter Rationale: .</i>				
1.7	Elect Director Christopher C. Davis	Mgmt	For	For
<i>Voter Rationale: Shareholders should be given the opportunity to approve the auditors annually</i>				
1.8	Elect Director Susan L. Decker	Mgmt	For	For
<i>Voter Rationale: Shareholders should be given the opportunity to approve the auditors annually.</i>				
1.9	Elect Director Charlotte Guyman	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. Company may wish to consider strengthening climate disclosures and reporting to CDP.</i>				
1.10	Elect Director Ajit Jain	Mgmt	For	For
1.11	Elect Director Thomas S. Murphy, Jr.	Mgmt	For	For
<i>Voter Rationale: .</i>				

Berkshire Hathaway Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.12	Elect Director Ronald L. Olson	Mgmt	For	Withhold
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
1.13	Elect Director Wallace R. Weitz	Mgmt	For	For
	<i>Voter Rationale: Shareholders should be given the opportunity to approve the auditors annually.</i>			
1.14	Elect Director Meryl B. Witmer	Mgmt	For	For
	<i>Voter Rationale: Shareholders should be given the opportunity to approve the auditors annually.</i>			
2	Report on Efforts to Measure, Disclose and Reduce GHG Emissions Associated with Underwriting, Insuring, and Investing	SH	Against	For
	<i>Voter Rationale: On balance, shareholders may benefit from additional disclosure regarding this matter.</i>			
3	Disclose BHE's Emissions and Progress Towards Goal in Consolidated Report	SH	Against	Against
	<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>			
4	Report on Effectiveness of Diversity, Equity, and Inclusion Efforts	SH	Against	For
	<i>Voter Rationale: On balance, shareholders may benefit from additional disclosure regarding this matter.</i>			
5	Establish a Railroad Safety Committee	SH	Against	Against
	<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>			
6	Report on Effect of Energy Policy Research Foundation Findings to Company's Financial Statements	SH	Against	Against
	<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>			
7	Report on Risks Related to Operations in China	SH	Against	Against
	<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>			

Best World International Limited

Meeting Date: 04/26/2024

Country: Singapore

Ticker: CGN

Meeting Type: Annual

Primary ISIN: SG1DG3000004

Primary SEDOL: BD370L9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Audited Financial Statements, Directors' Statement and Directors' and Auditors' Reports	Mgmt	For	For
	<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>			

Best World International Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Directors' Fees	Mgmt	For	For
3	Elect Huang Ban Chin as Director	Mgmt	For	For
4	Elect Lee Sen Choon as Director	Mgmt	For	Against
<i>Voter Rationale: For companies without an independent chairman, the board should include at least 50% independent directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
5	Approve CLA Global TS Public Accounting Corporation as Auditors and Authorize Directors to Fix Their Remuneration	Mgmt	For	For
6	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
7	Authorize Share Repurchase Program	Mgmt	For	Against
<i>Voter Rationale: Shares should not be repurchased at a premium/discount to the market price of more than 10%.</i>				

Beyond Meat, Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: BYND

Meeting Type: Annual

Primary ISIN: US08862E1091

Primary SEDOL: BJ1FDK7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Nandita Bakhshi	Mgmt	For	For
1b	Elect Director Chelsea A. Grayson	Mgmt	For	For
1c	Elect Director Joshua M. Murray	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

Biogen Inc.

Meeting Date: 06/20/2024

Country: USA

Ticker: BIIB

Meeting Type: Annual

Primary ISIN: US09062X1037

Primary SEDOL: 2455965

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Caroline D. Dorsa	Mgmt	For	For

Biogen Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Maria C. Freire	Mgmt	For	For
1c	Elect Director William A. Hawkins	Mgmt	For	For
1d	Elect Director Susan K. Langer	Mgmt	For	For
1e	Elect Director Jesus B. Mantas	Mgmt	For	For
1f	Elect Director Monish Patolawala	Mgmt	For	For
1g	Elect Director Eric K. Rowinsky	Mgmt	For	For
1h	Elect Director Stephen A. Sherwin	Mgmt	For	For
1i	Elect Director Christopher A. Viehbacher	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For
5	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
6	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For

Biohaven Ltd.

Meeting Date: 04/30/2024

Country: Virgin Isl (UK)

Ticker: BHVN

Meeting Type: Annual

Primary ISIN: VGG1110E1079

Primary SEDOL: BPLZ7S5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Julia P. Gregory	Mgmt	For	For
1b	Elect Director John W. Childs	Mgmt	For	For
1c	Elect Director Gregory H. Bailey	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Biohaven Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year

Voter Rationale: We support an annual say on pay frequency.

BioMarin Pharmaceutical Inc.

Meeting Date: 05/21/2024	Country: USA	Ticker: BMRN	
	Meeting Type: Annual		
		Primary ISIN: US09061G1013	Primary SEDOL: 2437071

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Elizabeth McKee Anderson	Mgmt	For	For
1.2	Elect Director Barbara W. Bodem	Mgmt	For	For
1.3	Elect Director Athena Countouriotis	Mgmt	For	For
1.4	Elect Director Willard Dere	Mgmt	For	For
1.5	Elect Director Mark J. Enyedy	Mgmt	For	For
1.6	Elect Director Alexander Hardy	Mgmt	For	For
1.7	Elect Director Elaine J. Heron	Mgmt	For	For
1.8	Elect Director Maykin Ho	Mgmt	For	For
1.9	Elect Director Robert J. Hombach	Mgmt	For	For
1.10	Elect Director Richard A. Meier	Mgmt	For	For
1.11	Elect Director David E.I. Pyott	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For

Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
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Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

Bio-Rad Laboratories, Inc.

Meeting Date: 04/23/2024	Country: USA	Ticker: BIO	
	Meeting Type: Annual		
		Primary ISIN: US0905722072	Primary SEDOL: 2098508

Bio-Rad Laboratories, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Melinda Litherland	Mgmt	For	For
1.2	Elect Director Arnold A. Pinkston	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

BIPROGY Inc.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 8056

Meeting Type: Annual

Primary ISIN: JP3754200008

Primary SEDOL: 6642688

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 55	Mgmt	For	For
2.1	Elect Director Saito, Noboru	Mgmt	For	For
2.2	Elect Director Katsuya, Koji	Mgmt	For	For
2.3	Elect Director Sawakami, Taeko	Mgmt	For	For
2.4	Elect Director Kanazawa, Takahito	Mgmt	For	For
2.5	Elect Director Nalin Advani	Mgmt	For	For
2.6	Elect Director Ikeda, Yoshinori	Mgmt	For	For
2.7	Elect Director Osaki, Asako	Mgmt	For	For
2.8	Elect Director Katayama, Yuichi	Mgmt	For	For
3	Appoint Statutory Auditor Kobayashi, Mikinori	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				

BJ's Wholesale Club Holdings, Inc.

Meeting Date: 06/20/2024

Country: USA

Ticker: BJ

Meeting Type: Annual

Primary ISIN: US05550J1016

Primary SEDOL: BFZNZF8

BJ's Wholesale Club Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Darryl Brown	Mgmt	For	For
1.2	Elect Director Bob Eddy	Mgmt	For	For
1.3	Elect Director Michelle Gloeckler	Mgmt	For	For
1.4	Elect Director Maile Naylor	Mgmt	For	For
1.5	Elect Director Steve Ortega	Mgmt	For	For
1.6	Elect Director Ken Parent	Mgmt	For	For
1.7	Elect Director Chris Peterson	Mgmt	For	For
1.8	Elect Director Marie Robinson	Mgmt	For	For
1.9	Elect Director Rob Steele	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Blackbaud, Inc.

Meeting Date: 06/12/2024

Country: USA

Ticker: BLKB

Meeting Type: Annual

Primary ISIN: US09227Q1004

Primary SEDOL: 2458878

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Deneen M. DeFiore	Mgmt	For	For
1b	Elect Director Andrew M. Leitch	Mgmt	For	For
1c	Elect Director Kristian P. Talvitie	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
5	Amend Certificate of Incorporation to Eliminate or Limit the Personal Liability of Officers	Mgmt	For	For

BlackBerry Limited

Meeting Date: 06/25/2024

Country: Canada

Ticker: BB

Meeting Type: Annual/Special

Primary ISIN: CA09228F1036

Primary SEDOL: BCBHZ31

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Philip Brace	Mgmt	For	For
1.2	Elect Director Michael A. Daniels	Mgmt	For	For
1.3	Elect Director Lisa Disbrow	Mgmt	For	For
1.4	Elect Director John J. Giamatteo	Mgmt	For	For
1.5	Elect Director Richard Lynch	Mgmt	For	For
1.6	Elect Director Lori O'Neill	Mgmt	For	For
1.7	Elect Director Wayne Wouters	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: A vote AGAINST this proposal is warranted. Although the annual and long-term incentives are largely performance conditioned, disclosure concerns are noted. Specific performance targets and actual results are not provided for the annual incentive. In addition, forward-looking performance targets are not disclosed for performance-based shares, there is no disclosed capped on vesting if absolute TSR is negative for the performance period, and adjusted EBITDA margin is measured over annual periods.</i>				

BlackLine, Inc.

Meeting Date: 05/09/2024

Country: USA

Ticker: BL

Meeting Type: Annual

Primary ISIN: US09239B1098

Primary SEDOL: BD3WZS6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Owen Ryan	Mgmt	For	For
1.2	Elect Director Sophia Velastegui	Mgmt	For	For
1.3	Elect Director William Wagner	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

BlackLine, Inc.

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

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

BlackRock, Inc.

Meeting Date: 05/15/2024

Country: USA

Ticker: BLK

Meeting Type: Annual

Primary ISIN: US09247X1019

Primary SEDOL: 2494504

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Pamela Daley	Mgmt	For	For
1b	Elect Director Laurence D. Fink	Mgmt	For	For
1c	Elect Director William E. Ford	Mgmt	For	For
1d	Elect Director Fabrizio Freda	Mgmt	For	For
1e	Elect Director Murry S. Gerber	Mgmt	For	For
1f	Elect Director Margaret "Peggy" L. Johnson	Mgmt	For	For
1g	Elect Director Robert S. Kapito	Mgmt	For	For
1h	Elect Director Cheryl D. Mills	Mgmt	For	For
1i	Elect Director Amin H. Nasser	Mgmt	For	For
1j	Elect Director Gordon M. Nixon	Mgmt	For	For
1k	Elect Director Kristin C. Peck	Mgmt	For	For
1l	Elect Director Charles H. Robbins	Mgmt	For	For
1m	Elect Director Marco Antonio Slim Domit	Mgmt	For	Against

Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.

1n	Elect Director Hans E. Vestberg	Mgmt	For	For
1o	Elect Director Susan L. Wagner	Mgmt	For	For
1p	Elect Director Mark Wilson	Mgmt	For	For

BlackRock, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: While the majority of equity awards are based on clearly-disclosed multi-year goals that appear reasonably rigorous, there are significant concerns regarding the process used to determine annual cash incentive awards. Although annual cash incentive determinations are guided by performance assessments and consistent financial metrics were evaluated, payouts are ultimately discretionarily determined. The proxy lacks several key disclosures, including quantified target goals and individual metric weightings, which are important in assessing pay-for-performance linkage, particularly when discretionary determinations have contributed to a pay-for-performance misalignment. In light of these concerns, the quantitative pay-for-performance misalignment is not mitigated and a vote AGAINST this proposal is warranted.</i></p>				
3	Amend Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i></p>				
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i></p>				
5	Report on Risks of Omitting Viewpoint and Ideological Diversity from EEO Policy	SH	Against	Against
6	Require Independent Board Chair	SH	Against	For
<p><i>Voter Rationale: Appointing a fully independent chairman creates a balance of power that is more conducive to long-term performance. A board headed by management cannot reasonably provide the best oversight and evaluation of managements performance.</i></p>				
7	Report on Proxy Voting Record and Policies for Climate Change-Related Proposals	SH	Against	Against

Blackstone Mortgage Trust, Inc.

Meeting Date: 06/21/2024

Country: USA

Ticker: BXMT

Meeting Type: Annual

Primary ISIN: US09257W1009

Primary SEDOL: B94QH20

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Timothy S. Johnson	Mgmt	For	For
1.2	Elect Director Katharine A. Keenan	Mgmt	For	For
1.3	Elect Director Leonard W. Cotton	Mgmt	For	For
1.4	Elect Director Thomas E. Dobrowski	Mgmt	For	For
1.5	Elect Director Nnenna Lynch	Mgmt	For	For
1.6	Elect Director Michael B. Nash	Mgmt	For	For
1.7	Elect Director Henry N. Nassau	Mgmt	For	For
1.8	Elect Director Gilda Perez-Alvarado	Mgmt	For	For
1.9	Elect Director Lynne B. Sagalyn	Mgmt	For	For

Blackstone Mortgage Trust, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

Block, Inc.

Meeting Date: 06/18/2024	Country: USA	Ticker: SQ	
	Meeting Type: Annual		
		Primary ISIN: US8522341036	Primary SEDOL: BYNZGK1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Randall Garutti	Mgmt	For	For
1.2	Elect Director Mary Meeker	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Blue Owl Capital Inc

Meeting Date: 06/13/2024	Country: USA	Ticker: OWL	
	Meeting Type: Annual		
		Primary ISIN: US09581B1035	Primary SEDOL: BN7CQS9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Andrew S. Komaroff	Mgmt	For	For
<i>Voter Rationale: -</i>				

Blue Owl Capital Inc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Douglas I. Ostrover	Mgmt	For	Against
<p><i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders. The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s).</i></p>				
1c	Elect Director Stacy Polley	Mgmt	For	For
<p><i>Voter Rationale: -</i></p>				
1d	Elect Director Marc Zahr	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	Against
<p><i>Voter Rationale: Plan renewal should be subject to shareholder approval. Reducing the strike price of options already granted after the stock price has fallen undermines any employee incentive strategy and is not aligned with the interests of shareholders. Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				

Blueprint Medicines Corporation

Meeting Date: 06/12/2024

Country: USA

Ticker: BPMC

Meeting Type: Annual

Primary ISIN: US09627Y1091

Primary SEDOL: BWY52P3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Daniella Beckman	Mgmt	For	For
1.2	Elect Director Habib Dable	Mgmt	For	For
1.3	Elect Director Lynn Seely	Mgmt	For	For
2	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<p><i>Voter Rationale: We support an annual say on pay frequency.</i></p>				

Blueprint Medicines Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: The majority of annual bonus incentives should be quantitative. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				
4	Approve Omnibus Stock Plan	Mgmt	For	Against
<p><i>Voter Rationale: This plan could lead to excessive dilution. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

BNP Paribas SA

Meeting Date: 05/14/2024	Country: France	Ticker: BNP
	Meeting Type: Annual/Special	
		Primary ISIN: FR0000131104
		Primary SEDOL: 7309681

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 4.60 per Share	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	For
5	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
6	Renew Appointment of Deloitte & Associes as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				
7	Appoint Ernst & Young et Autres as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For
8	Reelect Christian Noyer as Director	Mgmt	For	For
9	Ratify Appointment of Marie-Christine Lombard as Director; Reelect Marie-Christine Lombard as Director	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Elect Annemarie Straathof as Director	Mgmt	For	For
11	Reelect Juliette Brisac as Representative of Employee Shareholders to the Board	Mgmt	For	For
A	Elect Isabelle Coron as Representative of Employee Shareholders to the Board	SH	Against	Against
B	Elect Thierry Schwob as Representative of Employee Shareholders to the Board	SH	Against	Against
C	Elect Frederic Mayrand as Representative of Employee Shareholders to the Board	SH	Against	Against
12	Approve Remuneration Policy of Directors	Mgmt	For	For
13	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For
14	Approve Remuneration Policy of CEO	Mgmt	For	Abstain
	<i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.</i>			
15	Approve Remuneration Policy of Vice-CEOs	Mgmt	For	Abstain
	<i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.</i>			
16	Approve Compensation Report of Corporate Officers	Mgmt	For	For
17	Approve Compensation of Jean Lemierre, Chairman of the Board	Mgmt	For	For
18	Approve Compensation of Jean-Laurent Bonnafe, CEO	Mgmt	For	Against
	<i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.</i>			
19	Approve Compensation of Yann Gerardin, Vice-CEO	Mgmt	For	Against
	<i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.</i>			
20	Approve Compensation of Thierry Laborde, Vice-CEO	Mgmt	For	Against
	<i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.</i>			
21	Approve Remuneration of Directors in the Aggregate Amount of EUR 1,850,000	Mgmt	For	For
22	Approve the Overall Envelope of Compensation of Certain Senior Management, Responsible Officers and the Risk-takers	Mgmt	For	For

BNP Paribas SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
23	Fix Maximum Variable Compensation Ratio for Executives and Risk Takers	Mgmt	For	For
	Extraordinary Business	Mgmt		
24	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 915 Million	Mgmt	For	For
25	Authorize Capital Increase of Up to EUR 225 Million for Future Exchange Offers	Mgmt	For	For
26	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For
27	Set Total Limit for Capital Increase to Result from Issuance Requests Under Items 25 and 26 at EUR 225 Million	Mgmt	For	For
28	Authorize Capitalization of Reserves of Up to EUR 915 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For
29	Set Total Limit for Capital Increase to Result from Issuance Requests Under Items 24 to 26 at EUR 915 Million	Mgmt	For	For
30	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
31	Approve Issuance of Super-Subordinated Contingent Convertible Bonds without Preemptive Rights for Private Placements, up to 10 Percent of Issued Capital	Mgmt	For	For
32	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
33	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Boardwalk Real Estate Investment Trust

Meeting Date: 05/06/2024

Country: Canada

Ticker: BEI.UN

Meeting Type: Annual/Special

Primary ISIN: CA0966311064

Primary SEDOL: B011205

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Fix Number of Trustees at Seven	Mgmt	For	For
2.1	Elect Trustee Mandy Abramsohn	Mgmt	For	For
2.2	Elect Trustee Andrea Goertz	Mgmt	For	Withhold

Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.

Boardwalk Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.3	Elect Trustee Gary Goodman	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
2.4	Elect Trustee Sam Koliass	Mgmt	For	For
2.5	Elect Trustee Samantha Koliass-Gunn	Mgmt	For	For
2.6	Elect Trustee Scott Morrison	Mgmt	For	For
2.7	Elect Trustee Brian G. Robinson	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
3	Approve Deloitte LLP as Auditors and Authorize Trustees to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
5	Amend Declaration of Trust	Mgmt	For	For

BOC Hong Kong (Holdings) Limited

Meeting Date: 06/27/2024

Country: Hong Kong

Ticker: 2388

Meeting Type: Annual

Primary ISIN: HK2388011192

Primary SEDOL: 6536112

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 Lin Jingzhen as Director	Mgmt	For	For
<i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>				
3b	Elect Choi Koon Shum as Director	Mgmt	For	For
3c	Elect Law Yee Kwan Quinn as Director	Mgmt	For	For
3d	Elect Lip Sai Wo as Director	Mgmt	For	For
3e	Elect Ma Si Hang Frederick as Director	Mgmt	For	For

BOC Hong Kong (Holdings) Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4A	Approve PricewaterhouseCoopers for Provision of Professional Service of the 2024 Interim Financial Report Review and Authorize Board or Audit Committee to Fix Their Remuneration	Mgmt	For	For
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For

BOK Financial Corporation

Meeting Date: 04/30/2024

Country: USA

Ticker: BOKF

Meeting Type: Annual

Primary ISIN: US05561Q2012

Primary SEDOL: 2109091

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Alan S. Armstrong	Mgmt	For	Withhold
<i>Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.</i>				
1.2	Elect Director Steven Bangert	Mgmt	For	For
1.3	Elect Director Chester E. Cadieux, III	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.4	Elect Director John W. Coffey	Mgmt	For	Withhold
<i>Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.</i>				
1.5	Elect Director Joseph W. Craft, III	Mgmt	For	Withhold
<i>Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1.6	Elect Director David F. Griffin	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.7	Elect Director E. Carey Joulilian, IV	Mgmt	For	Withhold
<i>Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.</i>				

BOK Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.8	Elect Director George B. Kaiser	Mgmt	For	Withhold
	<i>Voter Rationale: The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s). The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>			
1.9	Elect Director Stacy C. Kymes	Mgmt	For	For
1.10	Elect Director Stanley A. Lybarger	Mgmt	For	Withhold
	<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>			
1.11	Elect Director Steven J. Malcolm	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.12	Elect Director Emmet C. Richards	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.13	Elect Director Claudia S. San Pedro	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.14	Elect Director Kayse M. Shrum	Mgmt	For	For
1.15	Elect Director Peggy I. Simmons	Mgmt	For	Withhold
	<i>Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.</i>			
1.16	Elect Director Michael C. Turpen	Mgmt	For	For
1.17	Elect Director Rose M. Washington-Jones	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>			

Booking Holdings Inc.

Meeting Date: 06/04/2024

Country: USA

Ticker: BKNG

Meeting Type: Annual

Primary ISIN: US09857L1089

Primary SEDOL: BDRXDB4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Glenn D. Fogel	Mgmt	For	For
1.2	Elect Director Mirian M. Graddick-Weir	Mgmt	For	For
1.3	Elect Director Kelly Grier	Mgmt	For	For
1.4	Elect Director Wei Hopeman	Mgmt	For	For
1.5	Elect Director Robert J. Mylod, Jr.	Mgmt	For	For
1.6	Elect Director Charles H. Noski	Mgmt	For	For
1.7	Elect Director Larry Quinlan	Mgmt	For	For
1.8	Elect Director Nicholas J. Read	Mgmt	For	For
1.9	Elect Director Thomas E. Rothman	Mgmt	For	For
1.10	Elect Director Sumit Singh	Mgmt	For	For
1.11	Elect Director Lynn Vojvodich Radakovich	Mgmt	For	For
1.12	Elect Director Vanessa A. Wittman	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Variable remuneration should not contain a significant overlap of metrics.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
4	Amend Clawback Policy	SH	Against	Against
<i>Voter Rationale: A vote against is warranted as the company already has a clawback policy that addresses many of the issues raised by the proponent. The proponent has not sufficiently justified why the company should amend its existing policy.</i>				
5	Report on Risks Related to Fulfilling Information Requests for Enforcing Laws Criminalizing Abortion Access	SH	Against	Against
<i>Voter Rationale: We believe the company provides adequate disclosure on how it manages customer data and related legal compliance</i>				

Boralex Inc.

Meeting Date: 05/15/2024

Country: Canada

Ticker: BLX

Meeting Type: Annual

Primary ISIN: CA09950M3003

Primary SEDOL: 2099084

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Andre Courville	Mgmt	For	For

Boralex Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Lise Croteau	Mgmt	For	For
1.3	Elect Director Patrick Decostre	Mgmt	For	For
1.4	Elect Director Marie-Claude Dumas	Mgmt	For	For
1.5	Elect Director Marie Giguere	Mgmt	For	For
<i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
1.6	Elect Director Ines Kolmsee	Mgmt	For	For
1.7	Elect Director Patrick Lemaire	Mgmt	For	For
1.8	Elect Director Dominique Miniere	Mgmt	For	For
1.9	Elect Director Alain Rheume	Mgmt	For	For
1.10	Elect Director Zin Smati	Mgmt	For	For
1.11	Elect Director Dany St-Pierre	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Re-approve Shareholder Rights Plan	Mgmt	For	Against
<i>Voter Rationale: Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and be of a limited duration.</i>				

Boston Properties, Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: BXP

Meeting Type: Annual

Primary ISIN: US1011211018

Primary SEDOL: 2019479

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Bruce W. Duncan	Mgmt	For	For
1b	Elect Director Carol B. Einiger	Mgmt	For	For
1c	Elect Director Diane J. Hoskins	Mgmt	For	For
1d	Elect Director Mary E. Kipp	Mgmt	For	For
1e	Elect Director Joel I. Klein	Mgmt	For	For
1f	Elect Director Douglas T. Linde	Mgmt	For	For
1g	Elect Director Matthew J. Lustig	Mgmt	For	For

Boston Properties, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1h	Elect Director Timothy J. Naughton	Mgmt	For	For
1i	Elect Director Owen D. Thomas	Mgmt	For	For
1j	Elect Director William H. Walton, III	Mgmt	For	For
1k	Elect Director Derek Anthony (Tony) West	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Amend Nonqualified Employee Stock Purchase Plan	Mgmt	For	For
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Boston Scientific Corporation

Meeting Date: 05/02/2024

Country: USA

Ticker: BSX

Meeting Type: Annual

Primary ISIN: US1011371077

Primary SEDOL: 2113434

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Charles J. Dockendorff	Mgmt	For	For
1b	Elect Director Yoshiaki Fujimori	Mgmt	For	For
1c	Elect Director Edward J. Ludwig	Mgmt	For	For
1d	Elect Director Michael F. Mahoney	Mgmt	For	For
1e	Elect Director Jessica L. Mega	Mgmt	For	For
1f	Elect Director Susan E. Morano	Mgmt	For	For
1g	Elect Director John E. Sununu	Mgmt	For	For
1h	Elect Director David S. Wichmann	Mgmt	For	For
1i	Elect Director Ellen M. Zane	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Amend Advance Notice Provisions	Mgmt	For	For
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Boyd Gaming Corporation

Meeting Date: 05/09/2024

Country: USA

Ticker: BYD

Meeting Type: Annual

Primary ISIN: US1033041013

Primary SEDOL: 2117232

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Marianne Boyd Johnson	Mgmt	For	For
1.2	Elect Director John R. Bailey	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.3	Elect Director William R. Boyd	Mgmt	For	For
1.4	Elect Director Keith E. Smith	Mgmt	For	For
1.5	Elect Director Christine J. Spadafor	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.6	Elect Director A. Randall Thoman	Mgmt	For	For
1.7	Elect Director Peter M. Thomas	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.8	Elect Director Paul W. Whetsell	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Report on Potential Cost Savings Through Adoption of a Smokefree Policy	SH	Against	For
<i>Voter Rationale: We believe investors would benefit from more disclosure on the risks and opportunities of the company's policy relating to indoor smoking.</i>				

BP Plc

Meeting Date: 04/25/2024

Country: United Kingdom

Ticker: BP

Meeting Type: Annual

Primary ISIN: GB0007980591

Primary SEDOL: 0798059

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 Helge Lund as Director	Mgmt	For	For
<i>Voter Rationale: The board chairman serves as a member of the Nomination Committee.</i>				
4	Re-elect Murray Auchincloss as Director	Mgmt	For	For
5	Elect Kate Thomson as Director	Mgmt	For	For
6	Re-elect Melody Meyer as Director	Mgmt	For	For
7	Re-elect Tushar Morzaria as Director	Mgmt	For	For
8	Re-elect Dame Amanda Blanc as Director	Mgmt	For	For
9	Re-elect Pamela Daley as Director	Mgmt	For	For
10	Re-elect Hina Nagarajan as Director	Mgmt	For	For
11	Re-elect Satish Pai as Director	Mgmt	For	For
12	Re-elect Karen Richardson as Director	Mgmt	For	For
13	Re-elect Johannes Teysen as Director	Mgmt	For	For
14	Reappoint Deloitte LLP as Auditors	Mgmt	For	For
15	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
16	Authorise UK Political Donations and Expenditure	Mgmt	For	For
17	Approve Scrip Dividend Programme	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

BPER Banca SpA

Meeting Date: 04/19/2024

Country: Italy

Ticker: BPE

Meeting Type: Annual/Special

Primary ISIN: IT0000066123

Primary SEDOL: 4116099

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 Directors (Slate Election) - Choose One of the Following Slates	Mgmt		
2.1	Slate 1 Submitted by Institutional Investors (Assogestioni)	SH	None	For
	<i>Voter Rationale: - This slate is fully independent. - This slate has been put forth by minority shareholders, and these nominees could therefore be the best positioned to represent the interests of minority shareholders and carry out an effective oversight on the management's behavior. - Candidates on this list have agreed to adhere to the chart of corporate governance principles adopted by Assogestioni.</i>			
2.2	Slate 2 Submitted by Unipol Gruppo SpA	SH	None	Against
	<i>Voter Rationale: Slate proposed under Item 2.1. is better positioned to represent the long-term interests of minority shareholders and carry out an independent oversight of the management's action.</i>			
2.3	Slate 3 Submitted by Fondazione di Sardegna	SH	None	Against
	<i>Voter Rationale: Slate proposed under Item 2.1. is better positioned to represent the long-term interests of minority shareholders and carry out an independent oversight of the management's action.</i>			
3	Approve Remuneration of Directors	Mgmt	For	For
	Appoint Internal Statutory Auditors (Slate Election) - Choose One of the Following Slates	Mgmt		
4.1	Slate 1 Submitted by Institutional Investors (Assogestioni)	SH	None	For
	<i>Voter Rationale: This slate has been proposed by institutional investors, and these nominees could therefore be the best positioned to represent the interests of minority shareholders and carryout effective oversight on the management's behavior. Candidates on this slate have agreed to abide by the chart of corporate governance principles adopted by Assogestioni.</i>			
4.2	Slate 2 Submitted by Unipol Gruppo SpA	SH	None	Against
	<i>Voter Rationale: Slate proposed under Item 4.1. is likely to better represent the interests of global institutional investors and minority shareholders.</i>			
4.3	Slate 3 Submitted by Fondazione di Sardegna	SH	None	Against
	<i>Voter Rationale: Slate proposed under Item 4.1. is likely to better represent the interests of global institutional investors and minority shareholders.</i>			
5	Approve Internal Auditors' Remuneration	Mgmt	For	For
6	Approve KPMG SpA as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
7a1	Approve Remuneration Policy	Mgmt	For	For
7a2	Approve Second Section of the Remuneration Report	Mgmt	For	For
7b	Approve Incentive Bonus Plan	Mgmt	For	For

BPER Banca SpA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7c	Authorize Share Repurchase Program and Reissuance of Repurchased Shares to Service 2024 MBO Incentive Plan, 2022-2025 Long-Term Incentive Plan, and for Any Severance Payments	Mgmt	For	For
	Extraordinary Business	Mgmt		
1	Approve Capital Increase to Service the Conversion of Additional Tier 1 Bond	Mgmt	For	For

Brandywine Realty Trust

Meeting Date: 05/23/2024

Country: USA

Ticker: BDN

Meeting Type: Annual

Primary ISIN: US1053682035

Primary SEDOL: 2518954

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Reginald DesRoches	Mgmt	For	For
1b	Elect Director James C. Diggs	Mgmt	For	For
1c	Elect Director H. Richard Haverstick, Jr.	Mgmt	For	For
1d	Elect Director Terri A. Herubin	Mgmt	For	For
1e	Elect Director Joan M. Lau	Mgmt	For	For
1f	Elect Director Charles P. Pizzi	Mgmt	For	For
1g	Elect Director Gerard H. Sweeney	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.

3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
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Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

Braze, Inc.

Meeting Date: 06/27/2024

Country: USA

Ticker: BRZE

Meeting Type: Annual

Primary ISIN: US10576N1028

Primary SEDOL: BPLQR66

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director William Magnuson	Mgmt	For	For
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>				
1b	Elect Director David Obstler	Mgmt	For	For
1c	Elect Director Tara Walpert Levy	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Brenntag SE

Meeting Date: 05/23/2024 **Country:** Germany **Ticker:** BNR
Meeting Type: Annual **Primary ISIN:** DE000A1DAHH0 **Primary SEDOL:** B4YVF56

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 2.10 per Share	Mgmt	For	For
3	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For
5	Ratify Deloitte GmbH as Auditors for Fiscal Year 2024	Mgmt	For	For
6	Approve Remuneration Report	Mgmt	For	For
<i>Voter Rationale: .</i>				
7	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	For
8	Voting Instructions for Motions or Nominations by Shareholders that are not Made Accessible Before the AGM and that are Made or Amended in the Course of the AGM	Mgmt	None	Against
<i>Voter Rationale: Any Other Business' should not be a voting item.</i>				

BridgeBio Pharma, Inc.

Meeting Date: 06/21/2024

Country: USA

Ticker: BBIO

Meeting Type: Annual

Primary ISIN: US10806X1028

Primary SEDOL: BK1KWG8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Eric Aguiar	Mgmt	For	For
1.2	Elect Director Jennifer E. Cook	Mgmt	For	For
1.3	Elect Director Andrea J. Ellis	Mgmt	For	For
1.4	Elect Director Fred Hassan	Mgmt	For	For
1.5	Elect Director Ali J. Satvat	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	Against
<i>Voter Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The plan cost is excessive; * The disclosure of change-in-control ("CIC") vesting treatment is incomplete (or is otherwise considered discretionary); * The plan permits liberal recycling of shares; and * The plan allows broad discretion to accelerate vesting.</i>				

Bright Horizons Family Solutions, Inc.

Meeting Date: 06/05/2024

Country: USA

Ticker: BFAM

Meeting Type: Annual

Primary ISIN: US1091941005

Primary SEDOL: B7MJWP2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Julie Atkinson	Mgmt	For	For
1b	Elect Director Jordan Hitch	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1c	Elect Director Laurel J. Richie	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1d	Elect Director Mary Ann Tocio	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				

Bright Horizons Family Solutions, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				
4	Declassify the Board of Directors	Mgmt	For	For
<p><i>Voter Rationale: The annual election of directors provides greater accountability to shareholders and is a widely accepted best practice in corporate governance. Shareholders should have the opportunity to communicate with directors regarding their performance regularly.</i></p>				
5	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For
6	Amend Certificate of Incorporation to Add Federal Forum Selection Provision	Mgmt	For	For
7	Amend Articles	Mgmt	For	For

Brighthouse Financial, Inc.

Meeting Date: 06/06/2024

Country: USA

Ticker: BHF

Meeting Type: Annual

Primary ISIN: US10922N1037

Primary SEDOL: BF429K9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director C. Edward (Chuck) Chaplin	Mgmt	For	For
1b	Elect Director Stephen C. (Steve) Hooley	Mgmt	For	For
1c	Elect Director Michael J. (Mike) Inserra	Mgmt	For	For
1d	Elect Director Carol D. Juel	Mgmt	For	For
1e	Elect Director Eileen A. Mallesch	Mgmt	For	For
1f	Elect Director Diane E. Offereins	Mgmt	For	For
1g	Elect Director Eric T. Steigerwalt	Mgmt	For	For
1h	Elect Director Paul M. Wetzel	Mgmt	For	For
1i	Elect Director Lizabeth H. Zlatkus	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Brighthouse Financial, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
5	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For

BrightSpire Capital, Inc.

Meeting Date: 05/16/2024

Country: USA

Ticker: BRSP

Meeting Type: Annual

Primary ISIN: US10949T1097

Primary SEDOL: BN7VBP8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Catherine D. Rice	Mgmt	For	For
1.2	Elect Director Kim S. Diamond	Mgmt	For	For
1.3	Elect Director Catherine Long	Mgmt	For	For
1.4	Elect Director Vernon B. Schwartz	Mgmt	For	For
1.5	Elect Director John E. Westerfield	Mgmt	For	For
1.6	Elect Director Michael J. Mazzei	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Bristol-Myers Squibb Company

Meeting Date: 05/07/2024

Country: USA

Ticker: BMY

Meeting Type: Annual

Primary ISIN: US1101221083

Primary SEDOL: 2126335

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Peter J. Arduini	Mgmt	For	For
1B	Elect Director Deepak L. Bhatt	Mgmt	For	For

Bristol-Myers Squibb Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1C	Elect Director Christopher S. Boerner	Mgmt	For	For
1D	Elect Director Julia A. Haller	Mgmt	For	For
1E	Elect Director Manuel Hidalgo Medina	Mgmt	For	For
1F	Elect Director Paula A. Price	Mgmt	For	For
1G	Elect Director Derica W. Rice	Mgmt	For	For
1H	Elect Director Theodore R. Samuels	Mgmt	For	For
1I	Elect Director Karen H. Vousden	Mgmt	For	For
1J	Elect Director Phyllis R. Yale	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
4	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For
5	Require Independent Board Chair	SH	Against	For
<i>Voter Rationale: Appointing a fully independent chairman creates a balance of power that is more conducive to long-term performance. A board headed by management cannot reasonably provide the best oversight and evaluation of management's performance.</i>				
6	Adopt Share Retention Policy For Senior Executives	SH	Against	For
<i>Voter Rationale: Adding a share retention policy for executives aligns with shareholder interest.</i>				

Bristow Group Inc.

Meeting Date: 06/05/2024

Country: USA

Ticker: VTOL

Meeting Type: Annual

Primary ISIN: US11040G1031

Primary SEDOL: BMBT0Z4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Christopher S. Bradshaw	Mgmt	For	For
1.2	Elect Director Lorin L. Brass	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.3	Elect Director Wesley E. Kern	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				

Bristow Group Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Robert J. Manzo	Mgmt	For	For
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i>			
1.5	Elect Director G. Mark Mickelson	Mgmt	For	For
1.6	Elect Director Maryanne Miller	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.7	Elect Director Christopher Pucillo	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.8	Elect Director Shefali Shah	Mgmt	For	For
1.9	Elect Director Brian D. Truelove	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>			
3	Amend Omnibus Stock Plan	Mgmt	For	For
	<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>			
4	Ratify KPMG LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>			
A	Please Mark FOR if the Stock Owned of Record or Beneficially by You is Owned and Controlled ONLY by U.S. Citizens or Mark Against if Such Stock is Owned or Controlled by Any Person Who is NOT a U.S. Citizen.	Mgmt	None	For

Brixmor Property Group Inc.

Meeting Date: 04/25/2024

Country: USA

Ticker: BRX

Meeting Type: Annual

Primary ISIN: US11120U1051

Primary SEDOL: BFTDJL8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director James M. Taylor, Jr.	Mgmt	For	For
1.2	Elect Director Sheryl M. Crosland	Mgmt	For	For
1.3	Elect Director Michael Berman	Mgmt	For	For

Brixmor Property Group Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Julie Bowerman	Mgmt	For	For
1.5	Elect Director Thomas W. Dickson	Mgmt	For	For
1.6	Elect Director Daniel B. Hurwitz	Mgmt	For	For
1.7	Elect Director Sandra A.J. Lawrence	Mgmt	For	For
1.8	Elect Director William D. Rahm	Mgmt	For	For
1.9	Elect Director JP Suarez	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

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

Broadcom Inc.

Meeting Date: 04/22/2024

Country: USA

Ticker: AVGO

Meeting Type: Annual

Primary ISIN: US11135F1012

Primary SEDOL: BDZ78H9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Diane M. Bryant	Mgmt	For	For
1b	Elect Director Gayla J. Delly	Mgmt	For	For
1c	Elect Director Kenneth Y. Hao	Mgmt	For	For
1d	Elect Director Eddy W. Hartenstein	Mgmt	For	For
1e	Elect Director Check Kian Low	Mgmt	For	For
1f	Elect Director Justine F. Page	Mgmt	For	For
1g	Elect Director Henry Samueli	Mgmt	For	For
1h	Elect Director Hock E. Tan	Mgmt	For	For
1i	Elect Director Harry L. You	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.

Voter Rationale: We appreciate the changes and public commitments made by AVGO, including that CEO Hock Tan will not be eligible for annual cash incentives and that the board does not intend to grant additional equity awards to him during the 5-year front load grant period. Furthermore, the annualized front loaded grant, alongside the performance hurdles in place, means Tan will only be paid for significant outperformance while being eligible for no additional incentives.

Broadstone Net Lease, Inc.

Meeting Date: 05/02/2024

Country: USA

Ticker: BNL

Meeting Type: Annual

Primary ISIN: US11135E2037

Primary SEDOL: BN93088

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Laurie A. Hawkes	Mgmt	For	For
1.2	Elect Director John D. Moragne	Mgmt	For	For
1.3	Elect Director Denise Brooks-Williams	Mgmt	For	For
1.4	Elect Director Michael A. Coke	Mgmt	For	For
1.5	Elect Director Jessica Duran	Mgmt	For	For
1.6	Elect Director Laura Felice	Mgmt	For	For
1.7	Elect Director David M. Jacobstein	Mgmt	For	For
1.8	Elect Director Shekar Narasimhan	Mgmt	For	For
1.9	Elect Director James H. Watters	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: The majority of annual bonus incentives should be quantitative. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Brookfield Asset Management Ltd.

Meeting Date: 06/07/2024

Country: Canada

Ticker: BAM

Meeting Type: Annual

Primary ISIN: CA1130041058

Primary SEDOL: BPCPYH2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for Class A Limited Voting Shareholders	Mgmt		
1.1	Elect Director Marcel R. Coutu	Mgmt	For	For
1.2	Elect Director Olivia (Liv) Garfield	Mgmt	For	For
1.3	Elect Director Nili Gilbert	Mgmt	For	For
1.4	Elect Director Allison Kirkby	Mgmt	For	For
1.5	Elect Director Diana Noble	Mgmt	For	For
1.6	Elect Director Satish Rai	Mgmt	For	For
2	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Brookfield Asset Management Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				

Brookfield Corporation

Meeting Date: 06/07/2024
Country: Canada
Ticker: BN
Meeting Type: Annual/Special
Primary ISIN: CA11271J1075
Primary SEDOL: BPCPYT4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for Holders of Class A Limited Voting Shares	Mgmt		
	Election of Directors (By Cumulative Voting)	Mgmt		
1.1	Elect Director M. Elyse Allan	Mgmt	For	For
1.2	Elect Director Angela F. Braly	Mgmt	For	For
1.3	Elect Director Janice Fukakusa	Mgmt	For	For
1.4	Elect Director Maureen Kempston Darkes	Mgmt	For	Withhold
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i></p>				
1.5	Elect Director Frank J. McKenna	Mgmt	For	Withhold
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				
1.6	Elect Director Hutham S. Olayan	Mgmt	For	For
1.7	Elect Director Diana L. Taylor	Mgmt	For	Withhold
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i></p>				
2	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				

Brookfield Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				
4	Approve BNRE Escrowed Stock Plan	Mgmt	For	For

Brookfield Infrastructure Corporation

Meeting Date: 06/18/2024

Country: Canada

Ticker: BIPC

Meeting Type: Annual

Primary ISIN: CA11275Q1072

Primary SEDOL: BLB7675

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jeffrey Blidner	Mgmt	For	Withhold
<p><i>Voter Rationale: Vote WITHHOLD for Jeffrey Blidner for serving on more than five public company boards. Vote FOR the other proposed nominees.</i></p>				
1.2	Elect Director William Cox	Mgmt	For	For
1.3	Elect Director Roslyn Kelly	Mgmt	For	For
1.4	Elect Director John Mullen	Mgmt	For	Withhold
<p><i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				
1.5	Elect Director Daniel Muniz Quintanilla	Mgmt	For	For
1.6	Elect Director Suzanne Nimocks	Mgmt	For	For
1.7	Elect Director Anne Schaumburg	Mgmt	For	Withhold
<p><i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time. The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s).</i></p>				
1.8	Elect Director Rajeev Vasudeva	Mgmt	For	For
2	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Brookfield Renewable Corporation

Meeting Date: 06/24/2024

Country: Canada

Ticker: BEPC

Meeting Type: Annual

Primary ISIN: CA11284V1058

Primary SEDOL: BMW8YT2

Brookfield Renewable Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jeffrey Blidner	Mgmt	For	Withhold
<p><i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders. The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s). Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				
1.2	Elect Director Scott Cutler	Mgmt	For	For
1.3	Elect Director Sarah Deasley	Mgmt	For	For
1.4	Elect Director Nancy Dorn	Mgmt	For	For
1.5	Elect Director Eleazar de Carvalho Filho	Mgmt	For	For
1.6	Elect Director Randy MacEwen	Mgmt	For	For
1.7	Elect Director Lou Maroun	Mgmt	For	For
1.8	Elect Director Stephen Westwell	Mgmt	For	For
1.9	Elect Director Patricia Zuccotti	Mgmt	For	For
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Brookline Bancorp, Inc.

Meeting Date: 05/08/2024

Country: USA

Ticker: BRKL

Meeting Type: Annual

Primary ISIN: US11373M1071

Primary SEDOL: 2967675

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Willard I. Hill, Jr.	Mgmt	For	For
1b	Elect Director Thomas J. Hollister	Mgmt	For	For
1c	Elect Director Paul A. Perrault	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i></p>				

Brother Industries, Ltd.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 6448

Meeting Type: Annual

Primary ISIN: JP3830000000

Primary SEDOL: 6146500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Koike, Toshikazu	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
1.2	Elect Director Sasaki, Ichiro	Mgmt	For	For
1.3	Elect Director Ikeda, Kazufumi	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
1.4	Elect Director Ishiguro, Tadashi	Mgmt	For	For
1.5	Elect Director Kuwabara, Satoru	Mgmt	For	For
1.6	Elect Director Murakami, Taizo	Mgmt	For	For
1.7	Elect Director Takeuchi, Keisuke	Mgmt	For	For
1.8	Elect Director Shirai, Aya	Mgmt	For	For
1.9	Elect Director Uchida, Kazunari	Mgmt	For	For
1.10	Elect Director Hidaka, Naoki	Mgmt	For	For
1.11	Elect Director Miyaki, Masahiko	Mgmt	For	For
2	Appoint Statutory Auditor Obayashi, Keizo	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				

Brown & Brown, Inc.

Meeting Date: 05/08/2024

Country: USA

Ticker: BRO

Meeting Type: Annual

Primary ISIN: US1152361010

Primary SEDOL: 2692687

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director J. Hyatt Brown	Mgmt	For	For
1.2	Elect Director J. Powell Brown	Mgmt	For	For
1.3	Elect Director Lawrence L. Gellerstedt, III	Mgmt	For	For
1.4	Elect Director James C. Hays	Mgmt	For	For
1.5	Elect Director Theodore J. Hoepner	Mgmt	For	For
1.6	Elect Director James S. Hunt	Mgmt	For	For

Brown & Brown, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Toni Jennings	Mgmt	For	For
1.8	Elect Director Paul J. Krump	Mgmt	For	For
1.9	Elect Director Timothy R.M. Main	Mgmt	For	For
1.10	Elect Director Bronislaw E. Masojada	Mgmt	For	For
1.11	Elect Director Jaymin B. Patel	Mgmt	For	For
1.12	Elect Director H. Palmer Proctor, Jr.	Mgmt	For	For
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i></p>				
1.13	Elect Director Wendell S. Reilly	Mgmt	For	For
1.14	Elect Director Kathleen A. Savio	Mgmt	For	For
1.15	Elect Director Chilton D. Varner	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i></p>				

BRP Group, Inc.

Meeting Date: 06/05/2024

Country: USA

Ticker: BWIN

Meeting Type: Annual

Primary ISIN: US05589G1022

Primary SEDOL: BKTPCS7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Trevor Baldwin	Mgmt	For	For
1.2	Elect Director Jay Cohen	Mgmt	For	For
1.3	Elect Director Barbara Matas	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Brucker Corporation

Meeting Date: 05/30/2024

Country: USA

Ticker: BRKR

Meeting Type: Annual

Primary ISIN: US1167941087

Primary SEDOL: 2616137

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director William A. Linton	Mgmt	For	For
1.2	Elect Director Adelene Q. Perkins	Mgmt	For	For
1.3	Elect Director Robert J. Rosenthal	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

BSR Real Estate Investment Trust

Meeting Date: 05/09/2024

Country: Canada

Ticker: HOM.U

Meeting Type: Annual

Primary ISIN: CA05585D1033

Primary SEDOL: BK948Q4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Fix Number of Trustees at Seven	Mgmt	For	For
2A	Elect Trustee William A. Halter	Mgmt	For	For
2B	Elect Trustee Bryan H. Held	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 30% of the board. In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
2C	Elect Trustee W. Daniel Hughes, Jr.	Mgmt	For	For
2D	Elect Trustee S. Jane Marshall	Mgmt	For	For
2E	Elect Trustee Teresa Neto	Mgmt	For	For
2F	Elect Trustee Daniel M. Oberste	Mgmt	For	For
2G	Elect Trustee Graham D. Senst	Mgmt	For	For
3	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Builders FirstSource, Inc.

Meeting Date: 06/04/2024

Country: USA

Ticker: BLDR

Meeting Type: Annual

Primary ISIN: US12008R1077

Primary SEDOL: B0BV2M7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Cleveland A. Christophe	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.2	Elect Director W. Bradley Hayes	Mgmt	For	For
1.3	Elect Director Brett N. Milgrim	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.4	Elect Director David E. Rush	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Burlington Stores, Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: BURL

Meeting Type: Annual

Primary ISIN: US1220171060

Primary SEDOL: BF311Y5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Michael Goodwin	Mgmt	For	For
1b	Elect Director William McNamara	Mgmt	For	For
1c	Elect Director Michael O'Sullivan	Mgmt	For	For
1d	Elect Director Jessica Rodriguez	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Burlington Stores, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance</i>				
4	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For
5	Declassify the Board of Directors	Mgmt	For	For
<i>Voter Rationale: The annual election of directors provides greater accountability to shareholders and is a widely accepted best practice in corporate governance. Shareholders should have the opportunity to communicate with directors regarding their performance regularly.</i>				

Business First Bancshares, Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: BFST

Meeting Type: Annual

Primary ISIN: US12326C1053

Primary SEDOL: BF5HDJ0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director James J. Buquet, III	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.2	Elect Director Carol M. Calkins	Mgmt	For	For
1.3	Elect Director Ricky D. Day	Mgmt	For	For
1.4	Elect Director John P. Ducrest	Mgmt	For	For
1.5	Elect Director Mark P. Folse	Mgmt	For	For
1.6	Elect Director J. Vernon Johnson	Mgmt	For	For
1.7	Elect Director Rolfe H. McCollister, Jr.	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.8	Elect Director Andrew D. McLindon	Mgmt	For	For
1.9	Elect Director David R. Melville, III	Mgmt	For	For
1.10	Elect Director Patrick E. Mockler	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.11	Elect Director David A. Montgomery, Jr.	Mgmt	For	For
1.12	Elect Director Arthur J. Price	Mgmt	For	For
1.13	Elect Director Aimee Quirk	Mgmt	For	For

Business First Bancshares, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.14	Elect Director Kenneth Wm. Smith	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.15	Elect Director Keith Tillage	Mgmt	For	For
1.16	Elect Director Steven G. White	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify FORVIS, LLP as Auditors	Mgmt	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

BWX Technologies, Inc.

Meeting Date: 05/03/2024

Country: USA

Ticker: BWXT

Meeting Type: Annual

Primary ISIN: US05605H1005

Primary SEDOL: BZ0W624

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jan A. Bertsch	Mgmt	For	For
1b	Elect Director Gerhard F. Burbach	Mgmt	For	For
1c	Elect Director Rex D. Geveden	Mgmt	For	For
1d	Elect Director James M. Jaska	Mgmt	For	For
1e	Elect Director Kenneth J. Krieg	Mgmt	For	For
1f	Elect Director Leland D. Melvin	Mgmt	For	For
1g	Elect Director Robert L. Nardelli	Mgmt	For	For
1h	Elect Director Barbara A. Niland	Mgmt	For	For
1i	Elect Director Nicole W. Piasecki	Mgmt	For	For
1j	Elect Director John M. Richardson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Byline Bancorp, Inc.

Meeting Date: 06/04/2024

Country: USA

Ticker: BY

Meeting Type: Annual

Primary ISIN: US1244111092

Primary SEDOL: BD5G2C9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Roberto R. Herencia	Mgmt	For	For
	<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>			
1.2	Elect Director Phillip R. Cabrera	Mgmt	For	For
1.3	Elect Director Antonio del Valle Perochena	Mgmt	For	For
1.4	Elect Director Mary Jo S. Herseth	Mgmt	For	For
1.5	Elect Director Margarita Hugues Velez	Mgmt	For	For
1.6	Elect Director Steven P. Kent	Mgmt	For	For
1.7	Elect Director William G. Kistner	Mgmt	For	For
1.8	Elect Director Alberto J. Paracchini	Mgmt	For	For
1.9	Elect Director Pamela C. Stewart	Mgmt	For	For
1.10	Elect Director Carlos Ruiz Sacristan	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>			
3	Ratify Moss Adams LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>			

C.H. Robinson Worldwide, Inc.

Meeting Date: 05/09/2024

Country: USA

Ticker: CHRW

Meeting Type: Annual

Primary ISIN: US12541W2098

Primary SEDOL: 2116228

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director James J. Barber, Jr.	Mgmt	For	For
1b	Elect Director David P. Bozeman	Mgmt	For	For
1c	Elect Director Kermit R. Crawford	Mgmt	For	For
1d	Elect Director Timothy C. Gokey	Mgmt	For	For
1e	Elect Director Mark A. Goodburn	Mgmt	For	For

C.H. Robinson Worldwide, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director Mary J. Steele Guilfoile	Mgmt	For	For
1g	Elect Director Jodee A. Kozlak	Mgmt	For	For
1h	Elect Director Henry J. Maier	Mgmt	For	For
1i	Elect Director Michael H. McGarry	Mgmt	For	For
1j	Elect Director Paige K. Robbins	Mgmt	For	For
1k	Elect Director Paula C. Tolliver	Mgmt	For	For
1l	Elect Director Henry W. "Jay" Winship	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
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Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.

Cable One, Inc.

Meeting Date: 05/16/2024

Country: USA

Ticker: CABO

Meeting Type: Annual

Primary ISIN: US12685J1051

Primary SEDOL: BZ07DS4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director P. Robert Bartolo	Mgmt	For	For
1b	Elect Director Brad D. Brian	Mgmt	For	For
1c	Elect Director Deborah J. Kissire	Mgmt	For	For
1d	Elect Director Julia M. Laulis	Mgmt	For	For
1e	Elect Director Mary E. Meduski	Mgmt	For	For
1f	Elect Director Thomas O. Might	Mgmt	For	For
1g	Elect Director Sherrese M. Smith	Mgmt	For	For
1h	Elect Director Wallace R. Weitz	Mgmt	For	For
1i	Elect Director Katharine B. Weymouth	Mgmt	For	For

Cable One, 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

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.

Cactus, Inc.

Meeting Date: 05/14/2024

Country: USA

Ticker: WHD

Meeting Type: Annual

Primary ISIN: US1272031071

Primary SEDOL: BF1GM16

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael McGovern	Mgmt	For	For
1.2	Elect Director John (Andy) O'Donnell	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.3	Elect Director Tym Tombar	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Declassify the Board of Directors	Mgmt	For	For
<i>Voter Rationale: The annual election of directors provides greater accountability to shareholders and is a widely accepted best practice in corporate governance. Shareholders should have the opportunity to communicate with directors regarding their performance regularly.</i>				
4	Eliminate Supermajority Vote Requirement	Mgmt	For	For
<i>Voter Rationale: Board efforts to reduce supermajority provisions are appreciated, as they create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				
5	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For
6	Amend Charter and Bylaws to Delete Waiver of Business Opportunity and Eliminate Provision that are Inoperative or No Longer in Effect	Mgmt	For	For
7	Opt Into Section 203 of the Delaware General Corporation Law	Mgmt	For	Against
<i>Voter Rationale: Changes in company's articles or by-laws should not erode shareholder rights.</i>				
8	Amend Charter to Add Federal Forum Selection Provision	Mgmt	For	For

Cadence Design Systems, Inc.

Meeting Date: 05/02/2024

Country: USA

Ticker: CDNS

Meeting Type: Annual

Primary ISIN: US1273871087

Primary SEDOL: 2302232

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mark W. Adams	Mgmt	For	For
1.2	Elect Director Ita Brennan	Mgmt	For	For
1.3	Elect Director Lewis Chew	Mgmt	For	For
1.4	Elect Director Anirudh Devgan	Mgmt	For	For
1.5	Elect Director ML Krakauer	Mgmt	For	For
1.6	Elect Director Julia Liuson	Mgmt	For	For
1.7	Elect Director James D. Plummer	Mgmt	For	For
1.8	Elect Director Alberto Sangiovanni-Vincentelli	Mgmt	For	For
1.9	Elect Director Young K. Sohn	Mgmt	For	For
2	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
3	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For
4	Amend Charter to Add Restrictions on Shareholder Action by Written Consent	Mgmt	For	Against

Voter Rationale: Qualified shareholders should retain the ability to put resolutions to all shareholders, either in a company meeting or by expressing their intentions through the mail.

5	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
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Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

6	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
7	Submit Severance Agreement to Shareholder Vote	SH	Against	Against

Voter Rationale: It appears the company's current policies and procedures already address the proponent's request.

Cadre Holdings, Inc.

Meeting Date: 05/31/2024

Country: USA

Ticker: CDRE

Meeting Type: Annual

Primary ISIN: US12763L1052

Primary SEDOL: BKVKB49

Cadre Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Warren B. Kanders	Mgmt	For	For
	<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>			
1.2	Elect Director Nicholas Sokolow	Mgmt	For	Withhold
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>			
1.3	Elect Director William Quigley	Mgmt	For	For
1.4	Elect Director Hamish Norton	Mgmt	For	For
1.5	Elect Director Deborah A. DeCotis	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For

Caesars Entertainment, Inc.

Meeting Date: 06/11/2024

Country: USA

Ticker: CZR

Meeting Type: Annual

Primary ISIN: US12769G1004

Primary SEDOL: BMWWGBO

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Gary L. Carano	Mgmt	For	For
1b	Elect Director Bonnie S. Biumi	Mgmt	For	For
1c	Elect Director Jan Jones Blackhurst	Mgmt	For	For
1d	Elect Director Frank J. Fahrenkopf	Mgmt	For	For
1e	Elect Director Kim Harris Jones	Mgmt	For	For
1f	Elect Director Don R. Kornstein	Mgmt	For	For
1g	Elect Director Courtney R. Mather	Mgmt	For	For
1h	Elect Director Michael E. Pegram	Mgmt	For	For
1i	Elect Director Thomas R. Reeg	Mgmt	For	For
1j	Elect Director David P. Tomick	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	<i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>			

Caesars Entertainment, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: - One-time cash award granted to each NEO, which vest ratably annually over three years. CEO Reeg was granted 70,126 RSUs</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
5	Report on Potential Cost Savings Through Adoption of a Smokefree Policy	SH	Against	For
<i>Voter Rationale: We believe investors would benefit from more disclosure on the risks and opportunities of the company's policy relating to indoor smoking.</i>				

California Water Service Group

Meeting Date: 05/29/2024

Country: USA

Ticker: CWT

Meeting Type: Annual

Primary ISIN: US1307881029

Primary SEDOL: 2165383

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Gregory E. Aliff	Mgmt	For	For
1b	Elect Director Shelly M. Esque	Mgmt	For	For
1c	Elect Director Jeffrey Kightlinger	Mgmt	For	For
1d	Elect Director Martin A. Kropelnicki	Mgmt	For	For
1e	Elect Director Thomas M. Krummel	Mgmt	For	For
1f	Elect Director Yvonne (Bonnie) A. Maldonado	Mgmt	For	For
1g	Elect Director Scott L. Morris	Mgmt	For	For
1h	Elect Director Charles R. Patton	Mgmt	For	For
1i	Elect Director Carol M. Pottenger	Mgmt	For	For
1j	Elect Director Lester A. Snow	Mgmt	For	For
1k	Elect Director Patricia K. Wagner	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: The majority of annual bonus incentives should be quantitative. The majority of long-term incentives should be quantitative. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

California Water Service Group

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Calix, Inc.

Meeting Date: 05/09/2024	Country: USA	Ticker: CALX
	Meeting Type: Annual	
		Primary ISIN: US13100M5094
		Primary SEDOL: B3S4L67

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Rajatish Mukherjee	Mgmt	For	For
1.2	Elect Director Kevin Peters	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For

Camden National Corporation

Meeting Date: 05/21/2024	Country: USA	Ticker: CAC
	Meeting Type: Annual	
		Primary ISIN: US1330341082
		Primary SEDOL: 2116659

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Simon R. Griffiths	Mgmt	For	For
1b	Elect Director Rebecca K. Hatfield	Mgmt	For	For
1c	Elect Director S. Catherine Longley	Mgmt	For	For
1d	Elect Director Robert D. Merrill	Mgmt	For	For
1e	Elect Director Robin A. Sawyer	Mgmt	For	For
1f	Elect Director Carl J. Soderberg	Mgmt	For	For
1g	Elect Director Lawrence J. Sterrs	Mgmt	For	For

Camden National Corporation

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

Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

3	Ratify RSM US LLP as Auditors	Mgmt	For	For
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Camden Property Trust

Meeting Date: 05/10/2024 **Country:** USA **Ticker:** CPT
Meeting Type: Annual **Primary ISIN:** US1331311027 **Primary SEDOL:** 2166320

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Richard J. Campo	Mgmt	For	For
1b	Elect Director Javier E. Benito	Mgmt	For	For
1c	Elect Director Heather J. Brunner	Mgmt	For	For
1d	Elect Director Mark D. Gibson	Mgmt	For	For
1e	Elect Director Scott S. Ingraham	Mgmt	For	Against

Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.

1f	Elect Director Renu Khator	Mgmt	For	For
1g	Elect Director D. Keith Oden	Mgmt	For	For
1h	Elect Director Frances Aldrich Sevilla-Sacasa	Mgmt	For	Against

Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.

1i	Elect Director Steven A. Webster	Mgmt	For	Against
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Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.

1j	Elect Director Kelvin R. Westbrook	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

Camden Property Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

Cameco Corporation

Meeting Date: 05/09/2024	Country: Canada	Ticker: CCO
	Meeting Type: Annual	Primary ISIN: CA13321L1085
		Primary SEDOL: 2166160

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
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A1	Elect Director Catherine Gignac	Mgmt	For	Against
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Voter Rationale: Per our guidelines, we strongly encourage the company to develop a clear strategy for mitigating biodiversity risks, including increasing disclosure by reporting to the CDP Forest and Water questionnaire.

A2	Elect Director Daniel Camus	Mgmt	For	For
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A3	Elect Director Tammy Cook-Searson	Mgmt	For	For
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A4	Elect Director Tim Gitzel	Mgmt	For	For
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A5	Elect Director Kathryn (Kate) Jackson	Mgmt	For	For
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A6	Elect Director Don Kayne	Mgmt	For	For
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A7	Elect Director Dominique Miniere	Mgmt	For	For
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A8	Elect Director Leontine van Leeuwen-Atkins	Mgmt	For	For
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B	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
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Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

C	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
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Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

D	The Undersigned Hereby Certifies that the Shares Represented by this Proxy are Owned and Controlled by a Resident of Canada. Vote FOR = Yes and ABSTAIN = No. A Vote AGAINST will be treated as not voted.	Mgmt	None	Abstain
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Canadian Apartment Properties Real Estate Investment Trust

Meeting Date: 06/10/2024	Country: Canada	Ticker: CAR.UN
	Meeting Type: Annual	Primary ISIN: CA1349211054
		Primary SEDOL: 2117599

Canadian Apartment Properties Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Trustee Lori-Ann Beausoleil	Mgmt	For	For
1.2	Elect Trustee Harold Burke	Mgmt	For	For
1.3	Elect Trustee Gina Parvaneh Cody	Mgmt	For	For
1.4	Elect Trustee Mark Kenney	Mgmt	For	For
<p><i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				
1.5	Elect Trustee Gervais Levasseur	Mgmt	For	For
1.6	Elect Trustee Ken Silver	Mgmt	For	For
1.7	Elect Trustee Jennifer Stoddart	Mgmt	For	For
1.8	Elect Trustee Elaine Todres	Mgmt	For	For
1.9	Elect Trustee Rene Tremblay	Mgmt	For	For
<p><i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i></p>				
2	Approve Ernst & Young LLP as Auditors and Authorize Trustees to Fix Their Remuneration	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<p><i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i></p>				

Canadian Imperial Bank of Commerce

Meeting Date: 04/04/2024

Country: Canada

Ticker: CM

Meeting Type: Annual

Primary ISIN: CA1360691010

Primary SEDOL: 2170525

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ammar Aljoundi	Mgmt	For	For
1b	Elect Director Charles J. G. Brindamour	Mgmt	For	For

Canadian Imperial Bank of Commerce

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1c	Elect Director Nanci E. Caldwell	Mgmt	For	For
1d	Elect Director Michelle L. Collins	Mgmt	For	For
1e	Elect Director Victor G. Dodig	Mgmt	For	For
1f	Elect Director Kevin J. Kelly	Mgmt	For	For
1g	Elect Director Christine E. Larsen	Mgmt	For	For
1h	Elect Director Mary Lou Maher	Mgmt	For	For
1i	Elect Director William F. Morneau	Mgmt	For	For
1j	Elect Director Mark W. Podlasly	Mgmt	For	For
1k	Elect Director Katharine B. Stevenson	Mgmt	For	For
1l	Elect Director Martine Turcotte	Mgmt	For	For
1m	Elect Director Barry L. Zubrow	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
Shareholder Proposals		Mgmt		
4	SP 1: Issue Report Disclosing Exposure on the Oil and Gas Sector	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				
5	SP 2: Hold Annual Meetings of the Company in Person with Virtual Meetings as Complements	SH	Against	For
<i>Voter Rationale: Per our Guidelines, we believe hybrid meetings are superior to virtual-only.</i>				
6	SP 3: Disclose Non-Confidential Information Relating to the Bank's Country-by-Country Reporting	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				
7	SP 4: Advisory Vote on Environmental Policy	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				
8	SP 5: Disclosure of the CEO Compensation to Median Worker Pay Ratio	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				

Canadian National Railway Company

Meeting Date: 04/26/2024

Country: Canada

Ticker: CNR

Meeting Type: Annual

Primary ISIN: CA1363751027

Primary SEDOL: 2180632

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Shauneen Bruder	Mgmt	For	For
1.2	Elect Director Jo-ann dePass Olsovsky	Mgmt	For	For
1.3	Elect Director David Freeman	Mgmt	For	For
1.4	Elect Director Denise Gray	Mgmt	For	For
1.5	Elect Director Justin M. Howell	Mgmt	For	For
1.6	Elect Director Susan C. Jones	Mgmt	For	For
1.7	Elect Director Robert Knight	Mgmt	For	For
1.8	Elect Director Michel Letellier	Mgmt	For	For
1.9	Elect Director Margaret A. McKenzie	Mgmt	For	For
1.10	Elect Director Al Monaco	Mgmt	For	For
1.11	Elect Director Tracy Robinson	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For

Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.

3	Approve Advance Notice Requirement	Mgmt	For	For
4	Amend Long-Term Incentive Plan	Mgmt	For	For

Voter Rationale: We expect corporates in high-emitting sectors with emissions targets in place to disclose transition plans setting out how they plan to achieve these targets. These should include key levers for decarbonisation; a quantification of their relative importance; and an indication of future investment (opex / capex) to achieve

5	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
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Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.

6	Management Advisory Vote on Climate Change	Mgmt	For	Against
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Voter Rationale: We expect corporates in high-emitting sectors with emissions targets in place to disclose transition plans setting out how they plan to achieve these targets. These should include key levers for decarbonisation; a quantification of their relative importance; and an indication of future investment (opex / capex) to achieve

Shareholder Proposal Mgmt

7	SP 1: Adopt a Paid Sick Leave Policy	SH	Against	Against
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Canadian Pacific Kansas City Limited

Meeting Date: 04/24/2024

Country: Canada

Ticker: CP

Meeting Type: Annual

Primary ISIN: CA13646K1084

Primary SEDOL: BMBQR09

Canadian Pacific Kansas City Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
2	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Management Advisory Vote on Climate Change	Mgmt	For	For
<i>Voter Rationale: We have voted for this resolution given the improvements that CPKC has made in the past year on climate, but moving forward we expect CPKC to disclose a more detailed climate transition plan that includes quantification of the relative contribution that decarbonisation levers will make towards the company achieving its decarbonisation objectives, and an indication of future investment (opex / capex) to achieve decarbonisation targets.</i>				
4.1	Elect Director John Baird	Mgmt	For	For
4.2	Elect Director Isabelle Courville	Mgmt	For	For
4.3	Elect Director Keith E. Creel	Mgmt	For	For
4.4	Elect Director Antonio Garza	Mgmt	For	For
4.5	Elect Director Edward R. Hamberger	Mgmt	For	For
4.6	Elect Director Janet H. Kennedy	Mgmt	For	For
4.7	Elect Director Henry J. Maier	Mgmt	For	For
4.8	Elect Director Matthew H. Paull	Mgmt	For	For
4.9	Elect Director Jane L. Peverett	Mgmt	For	For
4.10	Elect Director Andrea Robertson	Mgmt	For	For
4.11	Elect Director Gordon T. Trafton	Mgmt	For	For
	Shareholder Proposal	Mgmt		
5	SP 1: Adopt a Paid Sick Leave Policy	SH	Against	Against

Capcom Co., Ltd.

Meeting Date: 06/20/2024

Country: Japan

Ticker: 9697

Meeting Type: Annual

Primary ISIN: JP3218900003

Primary SEDOL: 6173694

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 43	Mgmt	For	For
2.1	Elect Director Tsujimoto, Kenzo	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Given the recent updates to the board, we will keep this matter under review.</i>				

Capcom Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Elect Director Tsujimoto, Haruhiro	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Given the recent updates to the board, we will keep this matter under review.</i>				
2.3	Elect Director Miyazaki, Satoshi	Mgmt	For	For
2.4	Elect Director Nomura, Kenkichi	Mgmt	For	For
2.5	Elect Director Egawa, Yoichi	Mgmt	For	For
2.6	Elect Director Ishida, Yoshinori	Mgmt	For	For
2.7	Elect Director Tsujimoto, Ryozo	Mgmt	For	For
2.8	Elect Director Muranaka, Toru	Mgmt	For	For
2.9	Elect Director Mizukoshi, Yutaka	Mgmt	For	For
2.10	Elect Director Muto, Toshiro	Mgmt	For	For
2.11	Elect Director Hirose, Yumi	Mgmt	For	For
2.12	Elect Director Koda, Main	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Hirao, Kazushi	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
3.2	Elect Director and Audit Committee Member Koro, Mutsuhiko	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Kotani, Wataru	Mgmt	For	For
4	Elect Alternate Director and Audit Committee Member Kanamori, Hitoshi	Mgmt	For	For
5	Approve Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For
6	Approve Performance Share Plan	Mgmt	For	For

Capital City Bank Group, Inc.

Meeting Date: 04/23/2024

Country: USA

Ticker: CCBG

Meeting Type: Annual

Primary ISIN: US1396741050

Primary SEDOL: 2186759

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Robert Antoine	Mgmt	For	For
1.2	Elect Director Thomas A. Barron	Mgmt	For	For
1.3	Elect Director William F. Butler	Mgmt	For	For

Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.

Capital City Bank Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Stanley W. Connally, Jr.	Mgmt	For	For
1.5	Elect Director Marshall M. Criser, III	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.6	Elect Director Kimberly A. Crowell	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.7	Elect Director Bonnie J. Davenport	Mgmt	For	For
1.8	Elect Director William Eric Grant	Mgmt	For	For
1.9	Elect Director Laura L. Johnson	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.10	Elect Director John G. Sample, Jr.	Mgmt	For	For
1.11	Elect Director William G. Smith, Jr.	Mgmt	For	For
1.12	Elect Director Ashbel C. Williams	Mgmt	For	For
2	Ratify FORVIS, LLP as Auditors	Mgmt	For	For

Capital One Financial Corporation

Meeting Date: 05/02/2024

Country: USA

Ticker: COF

Meeting Type: Annual

Primary ISIN: US14040H1059

Primary SEDOL: 2654461

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Richard D. Fairbank	Mgmt	For	For
1b	Elect Director Ime Archibong	Mgmt	For	For
1c	Elect Director Christine Detrick	Mgmt	For	Against
<i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1d	Elect Director Ann Fritz Hackett	Mgmt	For	For
1e	Elect Director Suni P. Harford	Mgmt	For	For
1f	Elect Director Peter Thomas Killalea	Mgmt	For	For
1g	Elect Director Cornelis Petrus Adrianus Joseph ("Eli") Leenaars	Mgmt	For	For
1h	Elect Director Francois Locoh-Donou	Mgmt	For	For
1i	Elect Director Peter E. Raskind	Mgmt	For	For

Capital One Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1j	Elect Director Eileen Serra	Mgmt	For	For
1k	Elect Director Mayo A. Shattuck, III	Mgmt	For	For
1l	Elect Director Craig Anthony Williams	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs.</i></p>				
3	Amend Nonqualified Employee Stock Purchase Plan	Mgmt	For	For
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				
5	Adopt GHG Emissions Reduction Targets Associated with Lending and Investment Activities	SH	Against	Against
<p><i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i></p>				
6	Report on Civil Rights and Non-Discrimination Audit	SH	Against	Against
<p><i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i></p>				
7	Adopt Director Election Resignation Bylaw	SH	Against	Against
<p><i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i></p>				

CapitaLand Ascendas REIT

Meeting Date: 04/26/2024

Country: Singapore

Ticker: A17U

Meeting Type: Annual

Primary ISIN: SG1M77906915

Primary SEDOL: 6563875

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Report of the Trustee, Statement by the Manager, Audited Financial Statements and Auditors' Report	Mgmt	For	For
<p><i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account. Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i></p>				
2	Approve Deloitte & Touche LLP as Auditors and Authorize Manager to Fix Their Remuneration	Mgmt	For	For

CapitaLand Ascendas REIT

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For
4	Authorize Unit Repurchase Program	Mgmt	For	For

CapitaLand Ascott Trust

Meeting Date: 04/19/2024	Country: Singapore	Ticker: HMN
	Meeting Type: Annual	Primary ISIN: SGXC16332337
		Primary SEDOL: BG0RZ29

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Report of the REIT Trustee, Report of the REIT Manager, Report of the BT Trustee-Manager, Statement by the Chief Executive Officer of the BT Trustee-Manager, Audited Financial Statements and Auditors' Report	Mgmt	For	For
	<i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account. Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>			
2	Approve Deloitte & Touche LLP as Auditors and Authorize REIT Manager and the BT Trustee-Manager to Fix Their Remuneration	Mgmt	For	For
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For
4	Authorize Stapled Security Repurchase Program	Mgmt	For	For

CapitaLand China Trust

Meeting Date: 04/22/2024	Country: Singapore	Ticker: AU8U
	Meeting Type: Annual	Primary ISIN: SG1U25933169
		Primary SEDOL: B1HL3P8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Trustee's Report, Manager's Statement, Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
	<i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account. Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>			

CapitaLand China Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Deloitte & Touche LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For
4	Authorize Unit Repurchase Program	Mgmt	For	For
5	Approve Issuance of Units Pursuant to CLCT Distribution Reinvestment Plan	Mgmt	For	For

CapitaLand India Trust

Meeting Date: 04/19/2024

Country: Singapore

Ticker: CY6U

Meeting Type: Annual

Primary ISIN: SG1V35936920

Primary SEDOL: B23DMQ9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Trustee-Manager's Statement, Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
	<i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account. Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>			
2	Approve Deloitte & Touche LLP as Independent Auditor and Authorize Directors to Fix Their Remuneration	Mgmt	For	For
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For

CapitaLand Integrated Commercial Trust

Meeting Date: 04/29/2024

Country: Singapore

Ticker: C38U

Meeting Type: Annual

Primary ISIN: SG1M51904654

Primary SEDOL: 6420129

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Trustee's Report, the Manager's Statement, Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
	<i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account. Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>			

CapitaLand Integrated Commercial Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Deloitte & Touche LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For
4	Authorize Unit Repurchase Program	Mgmt	For	For

CapitaLand Investment Ltd.

Meeting Date: 04/25/2024

Country: Singapore

Ticker: 9CI

Meeting Type: Annual

Primary ISIN: SGXE62145532

Primary SEDOL: BNHXFJ6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
2	Approve First and Final Dividend	Mgmt	For	For
3	Approve Directors' Remuneration	Mgmt	For	For
4(a)	Elect Anthony Lim Weng Kin as Director	Mgmt	For	For
4(b)	Elect Lee Chee Koon as Director	Mgmt	For	For
4(c)	Elect Judy Hsu Chung Wei as Director	Mgmt	For	For
5	Elect Belita Ong as Director	Mgmt	For	For
6	Approve Deloitte & Touche 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 Awards and Issuance of Shares Under the CapitaLand Investment Performance Share Plan 2021 and the CapitaLand Investment Restricted Share Plan 2021	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>				
9	Authorize Share Repurchase Program	Mgmt	For	For

Capstone Copper Corp.

Meeting Date: 05/03/2024

Country: Canada

Ticker: CS

Meeting Type: Annual/Special

Primary ISIN: CA14071L1085

Primary SEDOL: BMY5XY9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for Common Shareholders	Mgmt		
1	Fix Number of Directors at Eight	Mgmt	For	For
2.1	Elect Director Alison Baker	Mgmt	For	For
2.2	Elect Director Gordon Bell	Mgmt	For	For
2.3	Elect Director Robert Gallagher	Mgmt	For	For
2.4	Elect Director Anne Giardini	Mgmt	For	For
<i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
2.5	Elect Director John MacKenzie	Mgmt	For	For
2.6	Elect Director Peter Meredith	Mgmt	For	For
2.7	Elect Director Patricia Palacios	Mgmt	For	For
2.8	Elect Director Darren Pylot	Mgmt	For	For
3	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
5	Re-approve Treasury Share Unit Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

CareTrust REIT, Inc.

Meeting Date: 04/25/2024

Country: USA

Ticker: CTRE

Meeting Type: Annual

Primary ISIN: US14174T1079

Primary SEDOL: BMP8TL6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Diana M. Laing	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				

CareTrust REIT, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Anne Olson	Mgmt	For	For
1c	Elect Director Spencer G. Plumb	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1d	Elect Director David M. Sedgwick	Mgmt	For	For
1e	Elect Director Careina D. Williams	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

CarGurus, Inc.

Meeting Date: 06/05/2024

Country: USA

Ticker: CARG

Meeting Type: Annual

Primary ISIN: US1417881091

Primary SEDOL: BF5D6S8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Lori Hickok	Mgmt	For	For
1.2	Elect Director Greg Schwartz	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities.</i>				
1.3	Elect Director Jason Trevisan	Mgmt	For	For
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
4	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	Against
<i>Voter Rationale: The company is controlled and decisions regarding the company's response to shareholder litigation would be made by a board that lacks accountability.</i>				

Carlisle Companies Incorporated

Meeting Date: 05/01/2024

Country: USA

Ticker: CSL

Meeting Type: Annual

Primary ISIN: US1423391002

Primary SEDOL: 2176318

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director James D. Frias	Mgmt	For	For
1b	Elect Director Maia A. Hansen	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1c	Elect Director Corrine D. Ricard	Mgmt	For	For
2	Amend Charter	Mgmt	For	For
3	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
6	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

CarMax, Inc.

Meeting Date: 06/25/2024

Country: USA

Ticker: KMX

Meeting Type: Annual

Primary ISIN: US1431301027

Primary SEDOL: 2983563

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Peter J. Bensen	Mgmt	For	For
1b	Elect Director Ronald E. Blaylock	Mgmt	For	For
1c	Elect Director Sona Chawla	Mgmt	For	For
1d	Elect Director Thomas J. Folliard	Mgmt	For	For
1e	Elect Director Shira D. Goodman	Mgmt	For	For
1f	Elect Director David W. McCreight	Mgmt	For	For
1g	Elect Director William D. Nash	Mgmt	For	For

CarMax, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1h	Elect Director Mark F. O'Neil	Mgmt	For	For
1i	Elect Director Pietro Satriano	Mgmt	For	For
1j	Elect Director Marcella Shinder	Mgmt	For	For
1k	Elect Director Mitchell D. Steenrod	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				

Carnival Corporation

Meeting Date: 04/05/2024 **Country:** Panama **Ticker:** CCL
Meeting Type: Annual **Primary ISIN:** PA1436583006 **Primary SEDOL:** 2523044

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Re-elect Micky Arison as a Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
2	Re-elect Jonathon Band as a Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
3	Re-elect Jason Glen Cahilly as a Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
4	Elect Nelda J. Connors as a Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
5	Re-elect Helen Deeble as a Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
6	Re-elect Jeffrey J. Gearhart as a Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
7	Re-elect Katie Lahey as a Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
8	Re-elect Sara Mathew as a Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
9	Re-elect Stuart Subotnick as a Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For

Carnival Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Re-elect Laura Weil as a Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
11	Re-elect Josh Weinstein as a Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
12	Re-elect Randy Weisenburger as a Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
13	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
14	Approve Directors' Remuneration Report (in Accordance with Legal Requirements Applicable to UK Companies)	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
15	Appoint Deloitte LLP as Independent Auditors of Carnival plc; Ratify the Selection of the U.S. Firm of Deloitte & Touche LLP as the Independent Registered Public Accounting Firm of Carnival Corporation	Mgmt	For	For
16	Authorize Board to Fix Remuneration of Auditors	Mgmt	For	For
17	Receive the Accounts and Reports of the Directors and Auditors of Carnival plc for the Year Ended November 30, 2023 (in Accordance with Legal Requirements Applicable to UK Companies)	Mgmt	For	For
18	Approve Issuance of Equity	Mgmt	For	For
19	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For
20	Authorize Share Repurchase Program	Mgmt	For	For
21	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Carrefour SA

Meeting Date: 05/24/2024

Country: France

Ticker: CA

Meeting Type: Annual/Special

Primary ISIN: FR0000120172

Primary SEDOL: 5641567

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 0.87 per Share	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For
5	Reelect Philippe Houze as Director	Mgmt	For	Against
<i>Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be majority independent and this directors membership could hamper the committees impartiality and effectiveness.</i>				
6	Reelect Patricia Moulin Lemoine as Director	Mgmt	For	Against
<i>Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity.</i>				
7	Reelect Stephane Israel as Director	Mgmt	For	For
8	Reelect Claudia Almeida e Silva as Director	Mgmt	For	For
9	Reelect Stephane Courbit as Director	Mgmt	For	Against
<i>Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.</i>				
10	Reelect Aurore Domont as Director	Mgmt	For	For
11	Reelect Arthur Sadoun as Director	Mgmt	For	For
12	Ratify Appointment of Eduardo Rossi as Director	Mgmt	For	Against
<i>Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity.</i>				
13	Elect Marguerite Berard as Director	Mgmt	For	For
14	Appoint Deloitte & Associates and Mazars as Auditors for the Sustainability Reporting	Mgmt	For	For
15	Approve Compensation Report of Corporate Officers	Mgmt	For	For
16	Approve Compensation of Alexandre Bompard, Chairman and CEO	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>				

Carrefour SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
17	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	Against
<p><i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
18	Approve Remuneration Policy of Directors	Mgmt	For	For
19	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
20	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
	Ordinary Business	Mgmt		
21	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Carriage Services, Inc.

Meeting Date: 05/14/2024

Country: USA

Ticker: CSV

Meeting Type: Annual

Primary ISIN: US1439051079

Primary SEDOL: 2177786

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Julie Sanders	Mgmt	For	For
1.2	Elect Director Somer Webb	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				
3	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For

Carrier Global Corporation

Meeting Date: 04/18/2024

Country: USA

Ticker: CARR

Meeting Type: Annual

Primary ISIN: US14448C1045

Primary SEDOL: BK4N0D7

Carrier Global Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jean-Pierre Garnier	Mgmt	For	For
1b	Elect Director David L. Gitlin	Mgmt	For	For
1c	Elect Director John J. Greisch	Mgmt	For	For
1d	Elect Director Charles M. Holley, Jr.	Mgmt	For	For
1e	Elect Director Michael M. McNamara	Mgmt	For	For
1f	Elect Director Susan N. Story	Mgmt	For	For
1g	Elect Director Michael A. Todman	Mgmt	For	For
1h	Elect Director Maximilian (Max) Viessmann	Mgmt	For	For
1i	Elect Director Virginia M. Wilson	Mgmt	For	For
1j	Elect Director Beth A. Wozniak	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
4	Report on Lobbying Payments and Policy	SH	Against	Against
<p><i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i></p>				

Cars.com Inc.

Meeting Date: 06/05/2024

Country: USA

Ticker: CARS

Meeting Type: Annual

Primary ISIN: US14575E1055

Primary SEDOL: BYXHTC0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jerri DeVard	Mgmt	For	For
1.2	Elect Director Scott E. Forbes	Mgmt	For	For
1.3	Elect Director Jill Greenthal	Mgmt	For	For
1.4	Elect Director Thomas Hale	Mgmt	For	For
1.5	Elect Director Michael Kelly	Mgmt	For	For
1.6	Elect Director Donald A. McGovern, Jr.	Mgmt	For	For
1.7	Elect Director Greg Revelle	Mgmt	For	For

Cars.com Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.8	Elect Director Jenell R. Ross	Mgmt	For	For
1.9	Elect Director Bala Subramanian	Mgmt	For	For
1.10	Elect Director T. Alex Vetter	Mgmt	For	For
1.11	Elect Director Bryan Wiener	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

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The majority of annual bonus incentives should be quantitative.

Carter's, Inc.

Meeting Date: 05/16/2024

Country: USA

Ticker: CRI

Meeting Type: Annual

Primary ISIN: US1462291097

Primary SEDOL: 2980939

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Rochester (Rock) Anderson, Jr.	Mgmt	For	For
1.2	Elect Director Jeffrey H. Black	Mgmt	For	For
1.3	Elect Director Hali Borenstein	Mgmt	For	For
1.4	Elect Director Michael D. Casey	Mgmt	For	For
1.5	Elect Director Luis Borgen	Mgmt	For	For
1.6	Elect Director Jevin S. Eagle	Mgmt	For	For
1.7	Elect Director Mark P. Hipp	Mgmt	For	For
1.8	Elect Director William J. Montgoris	Mgmt	For	For
1.9	Elect Director Stacey S. Rauch	Mgmt	For	For
1.10	Elect Director Gretchen W. Schar	Mgmt	For	For
1.11	Elect Director Stephanie P. Stahl	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
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Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.

Carvana Co.

Meeting Date: 05/06/2024

Country: USA

Ticker: CVNA

Meeting Type: Annual

Primary ISIN: US1468691027

Primary SEDOL: BYQHPG3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ernest Garcia, III	Mgmt	For	Withhold
	<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>			
1.2	Elect Director Ira Platt	Mgmt	For	Withhold
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The corporate governance committee has permitted a poison pill. The best defense against a take-over is strong management and a successful strategy. Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and last for a limited time.</i>			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For

Casella Waste Systems, Inc.

Meeting Date: 06/06/2024

Country: USA

Ticker: CWST

Meeting Type: Annual

Primary ISIN: US1474481041

Primary SEDOL: 2120490

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John W. Casella	Mgmt	For	For
1.2	Elect Director William P. Hulligan	Mgmt	For	Withhold
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible</i>			
1.3	Elect Director Rose Stuckey Kirk	Mgmt	For	Withhold
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
2	Amend Omnibus Stock Plan	Mgmt	For	For
	<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>			

Casella Waste Systems, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
4	Ratify RSM US LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

Casio Computer Co., Ltd.

Meeting Date: 06/27/2024	Country: Japan	Ticker: 6952
	Meeting Type: Annual	
	Primary ISIN: JP3209000003	Primary SEDOL: 6178967

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 22.5	Mgmt	For	For
2.1	Elect Director Kashio, Kazuhiro	Mgmt	For	Against
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i></p>				
2.2	Elect Director Masuda, Yuichi	Mgmt	For	Against
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i></p>				
2.3	Elect Director Takano, Shin	Mgmt	For	For
2.4	Elect Director Kashio, Tetsuo	Mgmt	For	For
2.5	Elect Director Yamagishi, Toshiyuki	Mgmt	For	For
2.6	Elect Director Ozaki, Motoki	Mgmt	For	For
2.7	Elect Director Suhara, Eiichiro	Mgmt	For	For
2.8	Elect Director Hirota, Yasuhito	Mgmt	For	For
3	Elect Alternate Director and Audit Committee Member Ijuin, Kunimitsu	Mgmt	For	For
4	Approve Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For

Cass Information Systems, Inc.

Meeting Date: 04/16/2024	Country: USA	Ticker: CASS
	Meeting Type: Annual	
	Primary ISIN: US14808P1093	Primary SEDOL: 2086558

Cass Information Systems, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Robert A. Ebel	Mgmt	For	For
1.2	Elect Director Randall L. Schilling	Mgmt	For	For
1.3	Elect Director Franklin D. Wicks, Jr.	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Cassava Sciences, Inc.

Meeting Date: 05/09/2024	Country: USA	Ticker: SAVA
	Meeting Type: Annual	Primary ISIN: US14817C1071
		Primary SEDOL: BJVLKZ9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Remi Barbier	Mgmt	For	For
1.2	Elect Director Sanford R. Robertson	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1.3	Elect Director Patrick J. Scannon	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				

Catalent, Inc.

Meeting Date: 05/29/2024	Country: USA	Ticker: CTLT
	Meeting Type: Special	Primary ISIN: US1488061029
		Primary SEDOL: BP96PQ4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Merger Agreement	Mgmt	For	For
2	Advisory Vote on Golden Parachutes	Mgmt	For	For
3	Adjourn Meeting	Mgmt	For	For

Catalyst Pharmaceuticals, Inc.

Meeting Date: 05/21/2024	Country: USA	Ticker: CPRX
	Meeting Type: Annual	
	Primary ISIN: US14888U1016	Primary SEDOL: B1G7Q03

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Richard J. Daly	Mgmt	For	For
1.2	Elect Director Patrick J. McEnany	Mgmt	For	For
1.3	Elect Director Donald A. Denkhaus	Mgmt	For	For
1.4	Elect Director Molly Harper	Mgmt	For	For
1.5	Elect Director Charles B. O'Keeffe	Mgmt	For	For
1.6	Elect Director Tamar Thompson	Mgmt	For	For
1.7	Elect Director David S. Tierney	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	For

Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.

3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
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Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The majority of annual bonus incentives should be quantitative. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

4	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
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Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.

5	Other Business	Mgmt	For	Against
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Voter Rationale: Any Other Business' should not be a voting item.

Meeting Date: 04/25/2024

Country: Sweden

Ticker: CATE

Meeting Type: Annual

Primary ISIN: SE0001664707

Primary SEDOL: B131GJ7

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 Board's Report and Report on Committee Work	Mgmt		
8	Receive CEO's Report	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 8.50 Per Share	Mgmt	For	For
12.a	Approve Discharge of Gustav Hermelin	Mgmt	For	For
12.b	Approve Discharge of Katarina Wallin	Mgmt	For	For
12.c	Approve Discharge of Helene Briggert	Mgmt	For	For
12.d	Approve Discharge of Magnus Swardh	Mgmt	For	For
12.e	Approve Discharge of Caesar Afors	Mgmt	For	For
12.f	Approve Discharge of Vesna Jovic	Mgmt	For	For
12.g	Approve Discharge of Lennart Mauritzson	Mgmt	For	For
12.h	Approve Discharge of Joost Uwents	Mgmt	For	For
12.i	Approve Discharge of Jorgen Eriksson	Mgmt	For	For
13	Determine Number of Members (7) and Deputy Members (0) of Board	Mgmt	For	For
14.a	Approve Remuneration of Directors in the Amount of SEK 430,000 for Chairman and SEK 215,000 for Other Directors; Approve Remuneration for Committee Work	Mgmt	For	For
14.b	Approve Remuneration of Auditors	Mgmt	For	For
15.a	Reelect Gustaf Hermelin as Director	Mgmt	For	For
15.b	Reelect Katarina Wallin as Director	Mgmt	For	For

Catena AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
15.c	Reelect Helene Briggert as Director	Mgmt	For	For
15.d	Reelect Lennart Mauritzson as Director	Mgmt	For	For
15.e	Reelect Caesar Afors as Director	Mgmt	For	For
15.f	Reelect Vesna Jovic as Director	Mgmt	For	For
15.g	Reelect Joost Uwents as Director	Mgmt	For	For
15.h	Elect Lennart Mauritzson as Board Chair	Mgmt	For	For
<p><i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i></p>				
16	Ratify KPMG as Auditors	Mgmt	For	For
17	Authorize Chairman of the Board and Representatives of Four of Company's Largest Shareholders to Serve on Nominating Committee	Mgmt	For	For
18	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	For
<p><i>Voter Rationale: The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
19	Approve Remuneration Report	Mgmt	For	For
<p><i>Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i></p>				
20	Authorize Share Repurchase Program	Mgmt	For	For
21	Authorize Reissuance of Repurchased Shares	Mgmt	For	For
22	Approve Creation of Pool of Capital without Preemptive Rights	Mgmt	For	For
23	Other Business	Mgmt		
24	Close Meeting	Mgmt		

Caterpillar, Inc.

Meeting Date: 06/12/2024

Country: USA

Ticker: CAT

Meeting Type: Annual

Primary ISIN: US1491231015

Primary SEDOL: 2180201

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Daniel M. Dickinson	Mgmt	For	For
1.2	Elect Director James C. Fish, Jr.	Mgmt	For	For

Caterpillar, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Gerald Johnson	Mgmt	For	For
1.4	Elect Director David W. MacLennan	Mgmt	For	Against
<i>Voter Rationale: We expect companies which are significant global emitters to set a long-term net zero ambition, in line with the policies adopted by the majority of governments globally in line with implementation of the Paris Agreement.</i>				
1.5	Elect Director Judith F. Marks	Mgmt	For	For
1.6	Elect Director Debra L. Reed-Klages	Mgmt	For	For
1.7	Elect Director Susan C. Schwab	Mgmt	For	For
1.8	Elect Director D. James Umpleby, III	Mgmt	For	For
1.9	Elect Director Rayford Wilkins, Jr.	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Require Independent Board Chair	SH	Against	For
<i>Voter Rationale: Appointing a fully independent chairman creates a balance of power that is more conducive to long-term performance. A board headed by management cannot reasonably provide the best oversight and evaluation of managements performance.</i>				
5	Report on Lobbying Payments and Policy	SH	Against	For
<i>Voter Rationale: Comprehensive, aggregate disclosure on political spending is best practice. Disclosure should include all state and local donations including support for 527 organizations and ballot initiatives. In addition, the company should identify key relationships with trade associations that engage in lobbying on the corporation's behalf, as well as describe its policies and processes for giving. We ask that the board provide ultimate oversight for political donations.</i>				
6	Adopt Policy Prohibiting Directors from Simultaneously Sitting on the Board of Directors of Two Other Companies	SH	Against	Against

Cathay Financial Holdings Co. Ltd.

Meeting Date: 06/14/2024

Country: Taiwan

Ticker: 2882

Meeting Type: Annual

Primary ISIN: TW0002882008

Primary SEDOL: 6425663

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	AGM AGENDA FOR HOLDERS OF COMMON SHARES	Mgmt		
1	Approve Business Operations Report and Financial Statements	Mgmt	For	For
<i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.</i>				
2	Approve Plan on Profit Distribution	Mgmt	For	For

Cathay Financial Holdings Co. Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve Amendments to Articles of Association	Mgmt	For	For
4	Approve to Raise Long-term Capital	Mgmt	For	For

Cathay General Bancorp

Meeting Date: 05/13/2024	Country: USA	Ticker: CATY	
	Meeting Type: Annual		
		Primary ISIN: US1491501045	Primary SEDOL: 2264235

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jane Jelenko	Mgmt	For	For
1b	Elect Director Ann Yee Kono	Mgmt	For	For
1c	Elect Director Anthony M. Tang	Mgmt	For	For
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>			
1d	Elect Director Shally Wang	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1e	Elect Director Peter Wu	Mgmt	For	For
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>			
1f	Elect Director Elizabeth Woo	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>			
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>			

CBL & Associates Properties, Inc.

Meeting Date: 05/22/2024	Country: USA	Ticker: CBL	
	Meeting Type: Annual		
		Primary ISIN: US1248308785	Primary SEDOL: BNTC8Y7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Marjorie L. Bowen	Mgmt	For	For

CBL & Associates Properties, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director David J. Contis	Mgmt	For	For
1.3	Elect Director David M. Fields	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.4	Elect Director Robert G. Gifford	Mgmt	For	For
1.5	Elect Director Jeffrey A. Kivitz	Mgmt	For	For
1.6	Elect Director Stephen D. Lebovitz	Mgmt	For	For
1.7	Elect Director Michael A. Torres	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

Cboe Global Markets, Inc.

Meeting Date: 05/16/2024

Country: USA

Ticker: CBOE

Meeting Type: Annual

Primary ISIN: US12503M1080

Primary SEDOL: B5834C5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director William M. Farrow, III	Mgmt	For	For
1b	Elect Director Fredric J. Tomczyk	Mgmt	For	For
1c	Elect Director Edward J. Fitzpatrick	Mgmt	For	For
1d	Elect Director Ivan K. Fong	Mgmt	For	For
1e	Elect Director Janet P. Froetscher	Mgmt	For	For
1f	Elect Director Jill R. Goodman	Mgmt	For	For
1g	Elect Director Erin A. Mansfield	Mgmt	For	For
1h	Elect Director Cecilia H. Mao	Mgmt	For	For
1i	Elect Director Alexander J. Matturri, Jr.	Mgmt	For	For
1j	Elect Director Jennifer J. McPeck	Mgmt	For	For
1k	Elect Director Roderick A. Palmore	Mgmt	For	For
1l	Elect Director James E. Parisi	Mgmt	For	For

Cboe Global Markets, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
4	Provide Right to Call Special Meeting	Mgmt	For	For
<p><i>Voter Rationale: Improves shareholder rights.</i></p>				
5	Provide Right to Call a Special Meeting at a 10 Percent Ownership Threshold	SH	Against	For
<p><i>Voter Rationale: Improves shareholder rights.</i></p>				

CBRE Group, Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: CBRE

Meeting Type: Annual

Primary ISIN: US12504L1098

Primary SEDOL: B6WVMH3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Brandon B. Boze	Mgmt	For	For
1b	Elect Director Beth F. Cobert	Mgmt	For	For
1c	Elect Director Reginald H. Gilyard	Mgmt	For	For
1d	Elect Director Shira D. Goodman	Mgmt	For	For
1e	Elect Director E.M. Blake Hutcheson	Mgmt	For	For
1f	Elect Director Christopher T. Jenny	Mgmt	For	Against
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i></p>				
1g	Elect Director Gerardo I. Lopez	Mgmt	For	For
1h	Elect Director Guy A. Metcalfe	Mgmt	For	For
1i	Elect Director Oscar Munoz	Mgmt	For	For
1j	Elect Director Robert E. Sulentic	Mgmt	For	For
1k	Elect Director Sanjiv Yajnik	Mgmt	For	For

CBRE Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

CCC Intelligent Solutions Holdings Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: CCCS

Meeting Type: Annual

Primary ISIN: US12510Q1004

Primary SEDOL: BP4CXL8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Githesh Ramamurthy	Mgmt	For	For
1.2	Elect Director Eileen Schloss	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.3	Elect Director Eric Wei	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: Companies should not extend vesting periods or allow re-testing of performance targets because this weakens the effectiveness of incentive schemes. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Variable remuneration should not contain a significant overlap of metrics.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

CDL Hospitality Real Estate Investment Trust

Meeting Date: 04/26/2024

Country: Singapore

Ticker: J85

Meeting Type: Annual

Primary ISIN: SG1T66931158

Primary SEDOL: B192HG8

CDL Hospitality Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt the Trustee-Manager's Report, Statement by the Chief Executive Officer of the HBT Trustee-Manager, the H-REIT Trustee's Report, the H-REIT Manager's Report, H-REIT and CDL Hospitality Trusts, Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
<p><i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account. Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i></p>				
2	Approve KPMG LLP as Independent Auditors and Authorize H-REIT Manager and the HBT Trustee-Manager to Fix Their Remuneration	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For

CDW Corporation

Meeting Date: 05/21/2024

Country: USA

Ticker: CDW

Meeting Type: Annual

Primary ISIN: US12514G1085

Primary SEDOL: BBM5MD6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Virginia C. Addicott	Mgmt	For	For
1b	Elect Director James A. Bell	Mgmt	For	For
1c	Elect Director Lynda M. Clarizio	Mgmt	For	For
1d	Elect Director Anthony R. Foxx	Mgmt	For	For
1e	Elect Director Kelly J. Grier	Mgmt	For	For
1f	Elect Director Marc E. Jones	Mgmt	For	For
1g	Elect Director Christine A. Leahy	Mgmt	For	For
1h	Elect Director Sanjay Mehrotra	Mgmt	For	For
1i	Elect Director David W. Nelms	Mgmt	For	For
1j	Elect Director Joseph R. Swedish	Mgmt	For	For
1k	Elect Director Donna F. Zarcone	Mgmt	For	For

CDW Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
4	Report on Political Contributions	SH	Against	Against
<p><i>Voter Rationale: At this time, we think that the company is adequately managing this risk.</i></p>				

CECO Environmental Corp.

Meeting Date: 05/20/2024

Country: USA

Ticker: CECO

Meeting Type: Annual

Primary ISIN: US1251411013

Primary SEDOL: 2011970

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jason DeZwirek	Mgmt	For	For
1b	Elect Director Todd Gleason	Mgmt	For	For
1c	Elect Director Robert E. Knowling, Jr.	Mgmt	For	For
1d	Elect Director Claudio A. Mannarino	Mgmt	For	For
1e	Elect Director Munish Nanda	Mgmt	For	For
1f	Elect Director Valerie Gentile Sachs	Mgmt	For	For
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i></p>				
1g	Elect Director Laurie A. Siegel	Mgmt	For	For
1h	Elect Director Richard F. Wallman	Mgmt	For	For
2	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i></p>				
4	Ratify BDO USA, LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

Cellnex Telecom SA

Meeting Date: 04/25/2024

Country: Spain

Ticker: CLNX

Meeting Type: Annual

Primary ISIN: ES0105066007

Primary SEDOL: BX90C05

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Consolidated and Standalone Financial Statements	Mgmt	For	For
2	Approve Non-Financial Information Statement	Mgmt	For	For
3	Approve Allocation of Income	Mgmt	For	For
4	Approve Discharge of Board	Mgmt	For	For
5	Appoint Ernst & Young as Auditor	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
6	Reelect Alexandra Reich as Director	Mgmt	For	For
<i>Voter Rationale: .</i>				
7	Authorize Increase in Capital up to 50 Percent via Issuance of Equity or Equity-Linked Securities, Excluding Preemptive Rights of up to 10 Percent	Mgmt	For	For
8	Authorize Issuance of Convertible Bonds, Debentures, Warrants, and Other Debt Securities with Exclusion of Preemptive Rights up to 10 Percent of Capital	Mgmt	For	For
9	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For
10	Advisory Vote on Remuneration Report	Mgmt	For	Abstain
<i>Voter Rationale: .</i>				

Celsius Holdings, Inc.

Meeting Date: 05/28/2024

Country: USA

Ticker: CELH

Meeting Type: Annual

Primary ISIN: US15118V2079

Primary SEDOL: B19HX21

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nicholas Castaldo	Mgmt	For	For
1.2	Elect Director Damon DeSantis	Mgmt	For	For
1.3	Elect Director John Fieldly	Mgmt	For	For
1.4	Elect Director Hal Kravitz	Mgmt	For	For
1.5	Elect Director Jim Lee	Mgmt	For	For

Celsius Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director Caroline Levy	Mgmt	For	For
1.7	Elect Director Cheryl Miller	Mgmt	For	Against
<p><i>Voter Rationale: The audit committee is responsible for the integrity of the annual report and accounts. Substantial restatements of earnings are indicative of the inadequate oversight and controls by the audit committee.</i></p>				
1.8	Elect Director Joyce Russell	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Centene Corporation

Meeting Date: 05/14/2024

Country: USA

Ticker: CNC

Meeting Type: Annual

Primary ISIN: US15135B1017

Primary SEDOL: 2807061

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jessica L. Blume	Mgmt	For	For
1b	Elect Director Kenneth A. Burdick	Mgmt	For	Against
<p><i>Voter Rationale: Climate change presents an ongoing and serious long-term risk that can impact shareholder value. Companies should improve their public disclosure and strategy setting in relation to climate change. We note the company has failed to set reduction targets</i></p>				
1c	Elect Director Christopher J. Coughlin	Mgmt	For	For
1d	Elect Director H. James Dallas	Mgmt	For	For
1e	Elect Director Wayne S. DeVeydt	Mgmt	For	For
1f	Elect Director Frederick H. Eppinger	Mgmt	For	For
1g	Elect Director Monte E. Ford	Mgmt	For	For
1h	Elect Director Sarah M. London	Mgmt	For	For
1i	Elect Director Lori J. Robinson	Mgmt	For	For
1j	Elect Director Theodore R. Samuels	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i></p>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

Centene Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Adopt Near and Long-Term Science-Based GHG Emissions Reduction Targets Aligned with Paris Agreement Goal	SH	Against	Against
<i>Voter Rationale: Climate change presents an ongoing and serious long-term risk that can impact shareholder value. Companies should improve their public disclosure and strategy setting in relation to climate change. We note the company has failed to set reduction targets.</i>				

Centerspace

Meeting Date: 05/20/2024	Country: USA	Ticker: CSR	
	Meeting Type: Annual		
		Primary ISIN: US15202L1070	Primary SEDOL: BN47P80

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director John A. Schissel	Mgmt	For	For
1b	Elect Director Jeffrey P. Caira	Mgmt	For	For
1c	Elect Director Emily Nagle Green	Mgmt	For	For
1d	Elect Director Ola Oyinsan Hixon	Mgmt	For	For
1e	Elect Director Rodney Jones-Tyson	Mgmt	For	For
1f	Elect Director Anne M. Olson	Mgmt	For	For
1g	Elect Director Mary J. Twinem	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Centrais Eletricas Brasileiras SA

Meeting Date: 04/26/2024	Country: Brazil	Ticker: ELET6	
	Meeting Type: Annual		
		Primary ISIN: BRELETACNPB7	Primary SEDOL: 2308445

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2023	Mgmt	For	For

Centrais Eletricas Brasileiras SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
<i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account. Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
2	Approve Allocation of Income and Dividends	Mgmt	For	For
3	Approve Remuneration of Company's Management, Advisory Committees and Fiscal Council	Mgmt	For	For
4	Do You Wish to Request Installation of a Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	Mgmt	None	For
5.1	Elect Jose Raimundo dos Santos as Fiscal Council Member and Paulo Roberto Bellentani Brandao as Alternate Appointed by Shareholder	SH	None	For
5.2	Elect Carlos Eduardo Teixeira Taveiros as Fiscal Council Member and Rochana Grossi Freire as Alternate Appointed by Shareholder	SH	None	For
5.3	Elect Ricardo Bertucci as Fiscal Council Member and Moacir Gibur as Alternate Appointed by Shareholder	SH	None	For
	Shareholders Can Only Vote In Favor of One Item Under Items 6 to 8. If More Than One Number of Vacancies is Approved, The Company Will Consider that the Shareholder Abstained From the Matter.	Mgmt		
6	Fix Number of Fiscal Council Members at Three	Mgmt	None	Abstain
<i>Voter Rationale: As such, ABSTAIN votes are recommended for Items 6 and 8.</i>				
7	Fix Number of Fiscal Council Members at Four	Mgmt	None	For
8	Fix Number of Fiscal Council Members at Five	Mgmt	None	Abstain
<i>Voter Rationale: As such, ABSTAIN votes are recommended for Items 6 and 8.</i>				

Centrais Eletricas Brasileiras SA

Meeting Date: 04/26/2024

Country: Brazil

Ticker: ELET6

Meeting Type: Extraordinary Shareholders

Primary ISIN: BRELETACNPB7

Primary SEDOL: 2308445

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Stock Option Plan Approved at the December 22, 2022 EGM	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Centrais Eletricas Brasileiras SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Amend Restricted Stock Plan Approved at the December 22, 2022 EGM	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Elect Ana Silvia Corso Matte as Director	Mgmt	For	For

Central Japan Railway Co.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 9022

Meeting Type: Annual

Primary ISIN: JP3566800003

Primary SEDOL: 6183552

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 Kaneko, Shin	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Niwa, Shunsuke	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.3	Elect Director Takeda, Kentaro	Mgmt	For	For
2.4	Elect Director Nakamura, Akihiko	Mgmt	For	For
2.5	Elect Director Mizuno, Takanori	Mgmt	For	For
2.6	Elect Director Suzuki, Hiroshi	Mgmt	For	For
2.7	Elect Director Tsuge, Koei	Mgmt	For	For
2.8	Elect Director Kasama, Haruo	Mgmt	For	For
2.9	Elect Director Oshima, Taku	Mgmt	For	For
2.10	Elect Director Nagano, Tsuyoshi	Mgmt	For	For
2.11	Elect Director Kiba, Hiroko	Mgmt	For	For
2.12	Elect Director Joseph Schmelzeis	Mgmt	For	For
3	Appoint Statutory Auditor Kinoshita, Shione	Mgmt	For	For

Centrus Energy Corp.

Meeting Date: 06/20/2024

Country: USA

Ticker: LEU

Meeting Type: Annual

Primary ISIN: US15643U1043

Primary SEDOL: BQXKDH6

Centrus Energy Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mikel H. Williams	Mgmt	For	For
1.2	Elect Director Kirkland H. Donald	Mgmt	For	For
1.3	Elect Director Tina W. Jonas	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.4	Elect Director William J. Madia	Mgmt	For	For
1.5	Elect Director Ray A. Rothrock	Mgmt	For	For
1.6	Elect Director Bradley J. Sawatzke	Mgmt	For	For
1.7	Elect Director Amir V. Vexler	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Certara, Inc.

Meeting Date: 05/21/2024

Country: USA

Ticker: CERT

Meeting Type: Annual

Primary ISIN: US15687V1098

Primary SEDOL: BM9GT61

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director James Cashman, III	Mgmt	For	For
1b	Elect Director Nancy Killefer	Mgmt	For	For
1c	Elect Director David Spaight	Mgmt	For	For
2a	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For
2b	Amend Certificate of Incorporation	Mgmt	For	For
3	Ratify RSM US LLP as Auditors	Mgmt	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				

Ceva, Inc.

Meeting Date: 05/21/2024

Country: USA

Ticker: CEVA

Meeting Type: Annual

Primary ISIN: US1572101053

Primary SEDOL: 2986937

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Bernadette Andrietti	Mgmt	For	For
1.2	Elect Director Jaclyn Liu	Mgmt	For	For
1.3	Elect Director Maria Marced	Mgmt	For	For
1.4	Elect Director Peter McManamon	Mgmt	For	For
1.5	Elect Director Sven-Christer Nilsson	Mgmt	For	For
1.6	Elect Director Louis Silver	Mgmt	For	For
1.7	Elect Director Amir Panush	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

3	Ratify Kost Forer Gabbay & Kasierer as Auditors	Mgmt	For	For
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Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.

Chailease Holding Co., Ltd.

Meeting Date: 05/22/2024

Country: Cayman Islands

Ticker: 5871

Meeting Type: Annual

Primary ISIN: KYG202881093

Primary SEDOL: B58J1S8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Business Operations Report and Financial Statements	Mgmt	For	For
2	Approve Profit Distribution	Mgmt	For	For
3	Approve the Issuance of New Shares by Capitalization of Profit	Mgmt	For	For
4	Approve Plan to Raise Long Term Capital	Mgmt	For	For
5	Amend Rules and Procedures Regarding Shareholder's General Meeting	Mgmt	For	For

Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.

ChampionX Corporation

Meeting Date: 05/15/2024

Country: USA

Ticker: CHX

Meeting Type: Annual

Primary ISIN: US15872M1045

Primary SEDOL: BMW7N69

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Heidi S. Alderman	Mgmt	For	For
1.2	Elect Director Mamatha Chamarthi	Mgmt	For	For
1.3	Elect Director Carlos A. Fierro	Mgmt	For	For
1.4	Elect Director Gary P. Luquette	Mgmt	For	For
1.5	Elect Director Elaine Pickle	Mgmt	For	For
1.6	Elect Director Stuart Porter	Mgmt	For	For
1.7	Elect Director Daniel W. Rabun	Mgmt	For	For
1.8	Elect Director Sivasankaran ("Soma") Somasundaram	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.

ChampionX Corporation

Meeting Date: 06/18/2024

Country: USA

Ticker: CHX

Meeting Type: Special

Primary ISIN: US15872M1045

Primary SEDOL: BMW7N69

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Merger Agreement	Mgmt	For	For
2	Advisory Vote on Golden Parachutes	Mgmt	For	For
3	Adjourn Meeting	Mgmt	For	For

Charles River Laboratories International, Inc.

Meeting Date: 05/08/2024

Country: USA

Ticker: CRL

Meeting Type: Annual

Primary ISIN: US1598641074

Primary SEDOL: 2604336

Charles River Laboratories International, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director James C. Foster	Mgmt	For	For
1.2	Elect Director Nancy C. Andrews	Mgmt	For	For
1.3	Elect Director Robert Bertolini	Mgmt	For	For
1.4	Elect Director Reshema Kempes-Polanco	Mgmt	For	For
1.5	Elect Director Deborah T. Kochevar	Mgmt	For	For
1.6	Elect Director George Llado, Sr.	Mgmt	For	For
1.7	Elect Director Martin W. Mackay	Mgmt	For	For
1.8	Elect Director George E. Massaro	Mgmt	For	For
1.9	Elect Director Craig B. Thompson	Mgmt	For	For
1.10	Elect Director Richard F. Wallman	Mgmt	For	For
1.11	Elect Director Virginia M. Wilson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				
3	Ratify PricewaterhouseCoopers LLC as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
4	Report on Imported Nonhuman Primates	SH	Against	Against
<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks and have sufficiently addressed shareholder concerns.</i>				

Chart Industries, Inc.

Meeting Date: 05/21/2024

Country: USA

Ticker: GTLS

Meeting Type: Annual

Primary ISIN: US16115Q3083

Primary SEDOL: B19HNF4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jillian C. Evanko	Mgmt	For	For
1.2	Elect Director Andrew R. Cichocki	Mgmt	For	For
1.3	Elect Director Paula M. Harris	Mgmt	For	For
1.4	Elect Director Linda A. Harty	Mgmt	For	For
1.5	Elect Director Paul E. Mahoney	Mgmt	For	For
1.6	Elect Director Singleton B. McAllister	Mgmt	For	For

Chart Industries, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Michael L. Molinini	Mgmt	For	For
1.8	Elect Director David M. Sagehorn	Mgmt	For	For
1.9	Elect Director Spencer S. Stiles	Mgmt	For	For
1.10	Elect Director Roger A. Strauch	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
<p><i>Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				
4	Approve Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i></p>				

Charter Communications, Inc.

Meeting Date: 04/23/2024	Country: USA	Ticker: CHTR
	Meeting Type: Annual	
	Primary ISIN: US16119P1084	Primary SEDOL: BZ6VT82

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Eric L. Zinterhofer	Mgmt	For	For
1b	Elect Director W. Lance Conn	Mgmt	For	Against
<p><i>Voter Rationale: Executive pay is not in line with company performance. The compensation committee should do more to respond to best practices in pay that help establish compensation packages that reward strong performance and build shareholder value over time. Specifically, the CEO received a front-loaded equity grant, the aggregate magnitude of which is considered excessive.</i></p>				
1c	Elect Director Kim C. Goodman	Mgmt	For	For
1d	Elect Director Gregory B. Maffei	Mgmt	For	Against
<p><i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. Executive pay is not in line with company performance. The compensation committee should do more to respond to best practices in pay that help establish compensation packages that reward strong performance and build shareholder value over time. Specifically, the CEO received a front-loaded equity grant, the aggregate magnitude of which is considered excessive.</i></p>				

Charter Communications, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director John D. Markley, Jr.	Mgmt	For	For
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i>			
1f	Elect Director David C. Merritt	Mgmt	For	For
1g	Elect Director James E. Meyer	Mgmt	For	For
1h	Elect Director Steven A. Miron	Mgmt	For	For
1i	Elect Director Balan Nair	Mgmt	For	For
1j	Elect Director Michael A. Newhouse	Mgmt	For	For
1k	Elect Director Mauricio Ramos	Mgmt	For	For
1l	Elect Director Carolyn J. Slaski	Mgmt	For	For
1m	Elect Director Christopher L. Winfrey	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	Against
	<i>Voter Rationale: This plan could lead to excessive dilution. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>			
3	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For
4	Ratify KPMG LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>			
5	Report on Lobbying Payments and Policy	SH	Against	For
	<i>Voter Rationale: Comprehensive, aggregate disclosure on political spending is best practice. Disclosure should include all state and local donations including support for 527 organizations and ballot initiatives. In addition, the company should identify key relationships with trade associations that engage in lobbying on the corporation's behalf, as well as describe its policies and processes for giving. We ask that the board provide ultimate oversight for political donations.</i>			
6	Report on Political Contributions and Expenditures	SH	Against	For
	<i>Voter Rationale: Comprehensive, aggregate disclosure on political spending is best practice. Disclosure should include all state and local donations including support for 527 organizations and ballot initiatives. In addition, the company should identify key relationships with trade associations that engage in lobbying on the corporation's behalf, as well as describe its policies and processes for giving. We ask that the board provide ultimate oversight for political donations.</i>			

Chegg, Inc.

Meeting Date: 06/05/2024

Country: USA

Ticker: CHGG

Meeting Type: Annual

Primary ISIN: US1630921096

Primary SEDOL: BG6N6K6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Marne Levine	Mgmt	For	For
1b	Elect Director Paul LeBlanc	Mgmt	For	Against
<i>Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.</i>				
1c	Elect Director Richard Sarnoff	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Chemed Corporation

Meeting Date: 05/20/2024

Country: USA

Ticker: CHE

Meeting Type: Annual

Primary ISIN: US16359R1032

Primary SEDOL: 2190084

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kevin J. McNamara	Mgmt	For	For
1.2	Elect Director Ron DeLyons	Mgmt	For	For
1.3	Elect Director Patrick P. Grace	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.4	Elect Director Christopher J. Heaney	Mgmt	For	For
1.5	Elect Director Thomas C. Hutton	Mgmt	For	For
1.6	Elect Director Andrea R. Lindell	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.7	Elect Director Eileen P. McCarthy	Mgmt	For	For

Chemed Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.8	Elect Director John M. Mount, Jr.	Mgmt	For	For
1.9	Elect Director Thomas P. Rice	Mgmt	For	For
1.10	Elect Director George J. Walsh, III	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
4	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	Against
<i>Voter Rationale: It appears the company's current policies and procedures already address the proponent's request.</i>				

Chemical Works of Gedeon Richter Plc

Meeting Date: 04/25/2024

Country: Hungary

Ticker: RICHT

Meeting Type: Annual

Primary ISIN: HU0000123096

Primary SEDOL: BC9ZH86

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Use of Electronic Vote Collection Method	Mgmt	For	For
2	Authorize Company to Produce Sound Recording of Meeting Proceedings	Mgmt	For	For
3	Elect Chairman and Other Meeting Officials	Mgmt	For	For
4	Approve Consolidated Financial Statements	Mgmt	For	For
5	Approve Management Board Report on Company's Operations, Business Policy, and Financial Standing	Mgmt	For	For
6	Approve Financial Statements	Mgmt	For	For
7	Approve Allocation of Income and Dividends of HUF 423 per Share	Mgmt	For	For
8	Approve Company's Corporate Governance Statement	Mgmt	For	For

Chemical Works of Gedeon Richter Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9	Amend Remuneration Policy for 2021-2024	Mgmt	For	Against
<p><i>Voter Rationale: The remuneration policy should provide details of the rules governing the award of the annual and long-term variable incentives, any exceptional components and termination arrangements. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. All cash or share-based awards and payments that fall outside the companys remuneration policy should require ex-ante shareholder approval. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
10	Approve Remuneration Policy for Fiscal 2025-2028	Mgmt	For	Against
<p><i>Voter Rationale: The remuneration policy should provide details of the rules governing the award of the annual and long-term variable incentives, any exceptional components and termination arrangements. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. All cash or share-based awards and payments that fall outside the companys remuneration policy should require ex-ante shareholder approval. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
11	Approve Remuneration Report	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.</i></p>				
12.1	Change Location of Registered Office	Mgmt	For	For
12.2	Amend Bylaws Re: Shareholders' Register	Mgmt	For	For
12.3	Amend Bylaws Re: Transfer of Shares	Mgmt	For	For
12.4	Amend Bylaws Re: General Meeting	Mgmt	For	Against
<p><i>Voter Rationale: Changes in company's articles or by-laws should not erode shareholder rights.</i></p>				
12.5	Amend Bylaws Re: General Meeting	Mgmt	For	For
12.6	Amend Bylaws Re: Management Board	Mgmt	For	Against
<p><i>Voter Rationale: Changes in company's articles or by-laws should not erode shareholder rights.</i></p>				
13	Approve Report on Share Repurchase Program	Mgmt	For	For
14	Authorize Share Repurchase Program	Mgmt	For	For
15.1	Reelect Nandor Pal Acs as Management Board Member	Mgmt	For	For
15.2	Reelect Anett Pandurics as Management Board Member	Mgmt	For	For
15.3	Reelect Balint Szecsenyi as Management Board Member	Mgmt	For	For

Chemical Works of Gedeon Richter Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
16.1	Reelect Jonathan Robert Bedros as Supervisory Board Member	Mgmt	For	Against
<i>Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity.</i>				
16.2	Reelect Livia Pavlik as Supervisory Board Member	Mgmt	For	For
16.3	Elect Dale Andre Martin as Supervisory Board Member	Mgmt	For	Against
<i>Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent from the company and majority independent from its major shareholder(s).</i>				
16.4	Reelect Krisztina Gal as Employee Representative to Supervisory Board	Mgmt	For	For
16.5	Reelect Ferenc Sallai as Employee Representative to Supervisory Board	Mgmt	For	For
17.1	Elect Jonathan Robert Bedros as Audit Committee Member	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity.</i>				
17.2	Reelect Livia Pavlik as Audit Committee Member	Mgmt	For	For
17.3	Elect Dale Andre Martin as Audit Committee Member	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity.</i>				
18.1	Approve Terms of Remuneration of Management Board Members	Mgmt	For	For
18.2	Approve Terms of Remuneration of Committees Members	Mgmt	For	For
18.3	Approve Terms of Remuneration of Management Board Members	Mgmt	For	Against
<i>Voter Rationale: A vote AGAINST Item 18.3 is warranted because the equity-based remuneration proposed is considered a short-term plan. The disclosure makes it impossible to determine whether the volume of shares to be transferred will not be excessive, while the vesting seems to happen in the same year as the grant and the awards seem to be granted free of charge.</i>				
19.1	Approve Terms of Remuneration of Supervisory Board Members	Mgmt	For	For
19.2	Approve Terms of Remuneration of Supervisory Board Chairman	Mgmt	For	For
19.3	Approve Terms of Remuneration of Audit Committee Members	Mgmt	For	For
20	Ratify Deloitte Auditing and Consulting Ltd. as Auditor	Mgmt	For	For
21	Approve Auditor's Remuneration	Mgmt	For	For
22	Transact Other Business (Non-Voting)	Mgmt		
<i>Voter Rationale: Any Other Business' should not be a voting item.</i>				

Cheniere Energy, Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: LNG

Meeting Type: Annual

Primary ISIN: US16411R2085

Primary SEDOL: 2654364

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director G. Andrea Botta	Mgmt	For	Against
	<i>Voter Rationale: Although we commend the company on recent climate-related disclosures and their work to enhance the accuracy of emissions measurement, we expect the company to set emissions targets that cover their Scope 1 & 2 emissions. Accordingly, we are holding the Chair of the Governance and Nominating Committee responsible.</i>			
1b	Elect Director Jack A. Fusco	Mgmt	For	For
1c	Elect Director Patricia K. Collawn	Mgmt	For	For
1d	Elect Director Brian E. Edwards	Mgmt	For	For
1e	Elect Director Denise Gray	Mgmt	For	For
1f	Elect Director Lorraine Mitchelmore	Mgmt	For	For
1g	Elect Director Scott Peak	Mgmt	For	For
1h	Elect Director Donald F. Robillard, Jr.	Mgmt	For	For
1i	Elect Director Neal A. Shear	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>			
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For
	<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>			
5	Amend Certificate of Incorporation to Limit the Personal Liability of Officers	Mgmt	For	For

Chevron Corporation

Meeting Date: 05/29/2024

Country: USA

Ticker: CVX

Meeting Type: Annual

Primary ISIN: US1667641005

Primary SEDOL: 2838555

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

Chevron Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Marilyn A. Hewson	Mgmt	For	For
1f	Elect Director Jon M. Huntsman, Jr.	Mgmt	For	For
1g	Elect Director Charles W. Moorman	Mgmt	For	For
1h	Elect Director Dambisa F. Moyo	Mgmt	For	For
1i	Elect Director Debra Reed-Klages	Mgmt	For	For
1j	Elect Director D. James Umpleby, III	Mgmt	For	For
1k	Elect Director Cynthia J. Warner	Mgmt	For	For
1l	Elect Director Michael K. (Mike) Wirth	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
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Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.

4	Report on Analyzing the Risks Arising from Voluntary Carbon-Reduction Commitments	SH	Against	Against
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Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.

5	Report on Reduced Plastics Demand Impact on Financial Assumptions	SH	Against	Against
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Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.

6	Commission Third Party Assessment on Company's Human Rights Policies	SH	Against	Against
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Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.

7	Publish a Tax Transparency Report	SH	Against	Against
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Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.

Chimera Investment Corporation

Meeting Date: 06/05/2024

Country: USA

Ticker: CIM

Meeting Type: Annual

Primary ISIN: US16934Q8024

Primary SEDOL: BN13RW9

Chimera Investment Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Sandra Bell	Mgmt	For	For
1b	Elect Director Susan Mills	Mgmt	For	For
1c	Elect Director Debra W. Still	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

China Construction Bank Corporation

Meeting Date: 04/29/2024

Country: China

Ticker: 939

Meeting Type: Extraordinary Shareholders

Primary ISIN: CNE1000002H1

Primary SEDOL: B0LMTQ3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	EGM BALLOT FOR HOLDERS OF H SHARES	Mgmt		
1	Approve Annual Issuance Plan for the Financial Bonds	Mgmt	For	For
2	Approve Amount of Capital Instruments to be Issued	Mgmt	For	For
3	Approve Amount of TLAC Non-Capital Bonds to be Issued	Mgmt	For	For

China Construction Bank Corporation

Meeting Date: 06/27/2024

Country: China

Ticker: 939

Meeting Type: Annual

Primary ISIN: CNE1000002H1

Primary SEDOL: B0LMTQ3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	AGM BALLOT FOR HOLDERS OF H SHARES	Mgmt		

China Construction Bank Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Report of the Board of Directors	Mgmt	For	For
2	Approve Report of the Board of Supervisors	Mgmt	For	For
3	Approve Final Financial Accounts	Mgmt	For	For
4	Approve Profit Distribution Plan	Mgmt	For	For
5	Approve Interim Profit Distribution Arrangements	Mgmt	For	For
6	Approve Fixed Assets Investment Budget	Mgmt	For	For
7	Approve Ernst & Young Hua Ming LLP as Domestic Auditor and Ernst & Young as International Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
8	Elect Zhang Yi as Director	Mgmt	For	For
<p><i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i></p>				
9	Elect Lin Zhijun as Director	Mgmt	For	For
10	Elect William Coen as Director	Mgmt	For	For
11	Elect Leung Kam Chung, Antony as Director	Mgmt	For	For
12	Approve Independent Directors Working System	Mgmt	For	For

China Pacific Insurance (Group) Co., Ltd.

Meeting Date: 06/06/2024

Country: China

Ticker: 2601

Meeting Type: Annual

Primary ISIN: CNE1000009Q7

Primary SEDOL: B2Q5H56

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	AGM BALLOT FOR HOLDERS OF H SHARES	Mgmt		
1	Approve Report of the Board of Directors	Mgmt	For	For
2	Approve Report of the Board of Supervisors	Mgmt	For	For
3	Approve Annual Report	Mgmt	For	For
4	Accept Financial Statements and Report	Mgmt	For	For
5	Approve Profit Distribution Plan	Mgmt	For	For

China Pacific Insurance (Group) Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Approve Ernst & Young Hua Ming LLP as Auditor and Internal Control Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
7	Approve External Donations	Mgmt	For	For
	ELECT NON-EXECUTIVE DIRECTORS	Mgmt		
8.1	Elect Xie Weiqing as Director	Mgmt	For	For
<i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>				
8.2	Elect Cai Qiang, John as Director	Mgmt	For	For
9	Elect Dong Zhiqiang as Supervisor	Mgmt	For	For
10	Approve Amendments to Articles of Association and Related Transactions	SH	For	For

China Petroleum & Chemical Corp.

Meeting Date: 06/28/2024

Country: China

Ticker: 386

Meeting Type: Annual

Primary ISIN: CNE1000002Q2

Primary SEDOL: 6291819

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	AGM BALLOT FOR HOLDERS OF H SHARES	Mgmt		
1	Approve Report of the Board of Directors of Sinopec Corp.	Mgmt	For	For
2	Approve Report of the Board of Supervisory Committee of Sinopec Corp.	Mgmt	For	For
3	Approve Financial Reports	Mgmt	For	For
4	Approve Profit Distribution Plan of Sinopec Corp.	Mgmt	For	For
5	Approve Interim Profit Distribution Plan of Sinopec Corp.	Mgmt	For	For
6	Approve KPMG as External Auditors of Sinopec Corp. and Authorize Board to Fix Their Remuneration	Mgmt	For	For
7	Approve Change of Registered Capital and Amend Articles of Association, Rules and Procedures for the Board Meetings and Rules and Procedures for the Supervisory Committee Meeting	Mgmt	For	For
8	Authorize Board of Sinopec Corp. to Determine the Issuance of Debt Financing Instrument(s)	Mgmt	For	For

China Petroleum & Chemical Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9	Approve Grant to the Board a General Mandate to Issue New Domestic Shares and/or Overseas-Listed Foreign Shares of Sinopec Corp.	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
10	Approve Grant to the Board a General Mandate to Buy Back Domestic Shares and/or Overseas-Listed Foreign Shares of Sinopec Corp.	Mgmt	For	For
11	Approve Service Contracts, Including Remuneration Terms, of Directors and Supervisory Committee	Mgmt	For	For
	ELECT DIRECTORS VIA CUMULATIVE VOTING	Mgmt		
12.01	Elect Ma Yongsheng as Director	Mgmt	For	Against
<i>Voter Rationale: In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Given the recent updates to the board, we will keep this matter under review. We expect corporates in high-emitting sectors and exposed to significant climate risk to set interim (pre-2035) emissions target that cover at least their Scope 1 & 2 emissions. Insufficient evidence of effective human rights risk management in operations and supply chain. The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>				
12.02	Elect Zhao Dong as Director	Mgmt	For	For
12.03	Elect Zhong Ren as Director	Mgmt	For	For
12.04	Elect Li Yonglin as Director	Mgmt	For	For
12.05	Elect Lv Lianggong as Director	Mgmt	For	For
12.06	Elect Niu Shuanwen as Director	Mgmt	For	For
12.07	Elect Wan Tao as Director	Mgmt	For	For
12.08	Elect Yu Baocai as Director	Mgmt	For	For
	ELECT INDEPENDENT NON-EXECUTIVE DIRECTORS VIA CUMULATIVE VOTING	Mgmt		
13.01	Elect Xu Lin as Director	Mgmt	For	For
13.02	Elect Zhang Liying as Director	Mgmt	For	For
13.03	Elect Liu Tsz Bun Bennett as Director	Mgmt	For	For
13.04	Elect Zhang Xiliang as Director	Mgmt	For	For
	ELECT SUPERVISORS VIA CUMULATIVE VOTING	Mgmt		
14.01	Elect Zhang Shaofeng as Supervisor	Mgmt	For	For
14.02	Elect Wang An as Supervisor	Mgmt	For	For
14.03	Elect Dai Liqi as Supervisor	Mgmt	For	For
14.04	Elect Tan Wenfang as Supervisor	Mgmt	For	For
14.05	Elect Yang Yanfei as Supervisor	Mgmt	For	For
14.06	Elect Zhou Meiyun as Supervisor	Mgmt	For	For

China Petroleum & Chemical Corp.

Meeting Date: 06/28/2024

Country: China

Ticker: 386

Meeting Type: Special

Primary ISIN: CNE1000002Q2

Primary SEDOL: 6291819

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	CLASS MEETING FOR HOLDERS OF H SHARES Approve Grant to the Board a General Mandate to Buy Back Domestic Shares and/or Overseas-Listed Foreign Shares of Sinopec Corp.	Mgmt	For	For

China Resources Beer (Holdings) Company Limited

Meeting Date: 05/20/2024

Country: Hong Kong

Ticker: 291

Meeting Type: Annual

Primary ISIN: HK0291001490

Primary SEDOL: 6972459

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2.1	Approve Final Dividend	Mgmt	For	For
2.2	Approve Special Dividend	Mgmt	For	For
3.1	Elect Hou Xiaohai as Director	Mgmt	For	For
<i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>				
3.2	Elect Zhao Chunwu as Director	Mgmt	For	For
<i>Voter Rationale: The nomination committee should be majority independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
3.3	Elect Zhao Wei as Director	Mgmt	For	For
3.4	Elect Daniel Robinson as Director	Mgmt	For	Against
<i>Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.</i>				
3.5	Elect Tang Liqing as Director	Mgmt	For	Against
<i>Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.</i>				
3.6	Elect Guo Wei as Director	Mgmt	For	Against
<i>Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.</i>				

China Resources Beer (Holdings) Company Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.7	Elect Houang Tai Ninh as Director	Mgmt	For	Against
<p><i>Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Given the recent updates to the board, we will keep this matter under review.</i></p>				
3.8	Elect Li Ka Cheung, Eric as Director	Mgmt	For	Against
<p><i>Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.</i></p>				
3.9	Approve Directors' Fees	Mgmt	For	For
4	Approve Deloitte Touche Tohmatsu 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
<p><i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i></p>				
7	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
<p><i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i></p>				

Chipotle Mexican Grill, Inc.

Meeting Date: 06/06/2024 **Country:** USA **Ticker:** CMG
Meeting Type: Annual
Primary ISIN: US1696561059 **Primary SEDOL:** B0X7DZ3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Albert S. Baldocchi	Mgmt	For	For
1.2	Elect Director Matthew A. Carey	Mgmt	For	For
1.3	Elect Director Gregg L. Engles	Mgmt	For	For
1.4	Elect Director Patricia Fili-Krushel	Mgmt	For	For
1.5	Elect Director Laura Fuentes	Mgmt	For	For
1.6	Elect Director Mauricio Gutierrez	Mgmt	For	For
1.7	Elect Director Robin Hickenlooper	Mgmt	For	For
1.8	Elect Director Scott Maw	Mgmt	For	For

Chipotle Mexican Grill, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.9	Elect Director Brian Niccol	Mgmt	For	For
1.10	Elect Director Mary Winston	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
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years</i>				
4	Approve 50:1 Stock Split	Mgmt	For	For
5	Amend Certificate of Incorporation	Mgmt	For	For
6	Commission a Third Party Audit on Working Conditions	SH	Against	For
<i>Voter Rationale: We believe a third-party audit would provide useful insights into the effectiveness of the human capital management strategy.</i>				
7	Adopt Policy to Not Interfere with Freedom of Association Rights	SH	Against	Against
<i>Voter Rationale: We believe the company provides adequate disclosure of policies relating to its position on freedom of association.</i>				
8	Report on Adoption of Automation	SH	Against	Against
<i>Voter Rationale: We do not believe the company is mismanaging the potential impact on its workforce of automation, which is still in an early stage. However, we recommend that the company gradually integrate more information on all aspects of a just transition into its disclosure.</i>				
9	Report on Harassment and Discrimination Statistics	SH	Against	Against
<i>Voter Rationale: We believe the proposal would not materially help investors to gauge the effectiveness of the company's policies and implementation, and that the disclosure request is overly detailed.</i>				

Choice Hotels International, Inc.

Meeting Date: 05/16/2024

Country: USA

Ticker: CHH

Meeting Type: Annual

Primary ISIN: US1699051066

Primary SEDOL: 2106780

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Brian B. Bainum	Mgmt	For	For
1.2	Elect Director Stewart W. Bainum, Jr.	Mgmt	For	For
1.3	Elect Director William L. Jews	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.4	Elect Director Monte J.M. Koch	Mgmt	For	For
1.5	Elect Director Liza K. Landsman	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.6	Elect Director Patrick S. Pacious	Mgmt	For	For

Choice Hotels International, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Ervin R. Shames	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.8	Elect Director Gordon A. Smith	Mgmt	For	For
1.9	Elect Director Maureen D. Sullivan	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.10	Elect Director John P. Tague	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.11	Elect Director Donna F. Vieira	Mgmt	For	For
2	Amend Certificate of Incorporation to Permit the Exculpation of Officers	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>			
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Choice Properties Real Estate Investment Trust

Meeting Date: 04/25/2024

Country: Canada

Ticker: CHP.UN

Meeting Type: Annual

Primary ISIN: CA17039A1066

Primary SEDOL: BBX46Q3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Trustee L. Jay Cross	Mgmt	For	For
1.2	Elect Trustee Gordon A.M. Currie	Mgmt	For	For
1.3	Elect Trustee Rael L. Diamond	Mgmt	For	For
1.4	Elect Trustee Diane Kazarian	Mgmt	For	For
1.5	Elect Trustee Karen Kinsley	Mgmt	For	For
	<i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>			
1.6	Elect Trustee R. Michael Latimer	Mgmt	For	For
	<i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>			
1.7	Elect Trustee Nancy H.O. Lockhart	Mgmt	For	For
	<i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>			
1.8	Elect Trustee Dale R. Ponder	Mgmt	For	For
1.9	Elect Trustee Qi Tang	Mgmt	For	For

Choice Properties Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.10	Elect Trustee Cornell Wright	Mgmt	For	For
<p><i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Trustees to Fix Their Remuneration	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				

Chubb Limited

Meeting Date: 05/16/2024

Country: Switzerland

Ticker: CB

Meeting Type: Annual

Primary ISIN: CH0044328745

Primary SEDOL: B3BQMF6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
<p><i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i></p>				
2.1	Allocate Disposable Profit	Mgmt	For	For
2.2	Approve Dividend Distribution From Legal Reserves Through Capital Contributions Reserve Subaccount	Mgmt	For	For
3	Approve Discharge of Board of Directors	Mgmt	For	For
4.1	Ratify PricewaterhouseCoopers AG (Zurich) as Statutory Auditor	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				
4.2	Ratify PricewaterhouseCoopers LLP (United States) as Independent Registered Accounting Firm	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				
4.3	Ratify BDO AG (Zurich) as Special Audit Firm	Mgmt	For	For
5.1	Elect Director Evan G. Greenberg	Mgmt	For	For
5.2	Elect Director Michael P. Connors	Mgmt	For	For
5.3	Elect Director Michael G. Atieh	Mgmt	For	For
5.4	Elect Director Nancy K. Buese	Mgmt	For	For
5.5	Elect Director Sheila P. Burke	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5.6	Elect Director Nelson J. Chai	Mgmt	For	For
5.7	Elect Director Michael L. Corbat	Mgmt	For	For
5.8	Elect Director Robert J. Hugin	Mgmt	For	For
5.9	Elect Director Robert W. Scully	Mgmt	For	For
5.10	Elect Director Theodore E. Shasta	Mgmt	For	For
5.11	Elect Director David H. Sidwell	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
5.12	Elect Director Olivier Steimer	Mgmt	For	For
5.13	Elect Director Frances F. Townsend	Mgmt	For	For
6	Elect Evan G. Greenberg as Board Chairman	Mgmt	For	For
7.1	Elect Michael P. Connors as Member of the Compensation Committee	Mgmt	For	For
7.2	Elect David H. Sidwell as Member of the Compensation Committee	Mgmt	For	For
7.3	Elect Frances F. Townsend as Member of the Compensation Committee	Mgmt	For	For
8	Designate Homburger AG as Independent Proxy	Mgmt	For	For
9	Cancel Repurchased Shares	Mgmt	For	For
10	Amend Articles Re: Creation of a Capital Band	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
11	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
12.1	Approve Remuneration of Directors in the Amount of USD 5.5 Million	Mgmt	For	For
12.2	Approve Remuneration of Executive Management in the Amount of USD 72 Million for Fiscal 2025	Mgmt	For	For
12.3	Approve Remuneration Report	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
13	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
14	Approve Sustainability Report	Mgmt	For	For
15	Report on GHG Emissions Associated with Underwriting	SH	Against	For
<i>Voter Rationale: A vote FOR this proposal is warranted because it would help shareholders better understand the company's climate-related risks from its underwriting, investment, and insurance activities.</i>				

Chubb Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
16	Report on Median Gender/Racial Pay Gap	SH	Against	For
<i>Voter Rationale: The proposed enhanced disclosure would help the board and shareholders better assess existing and potential future risks related to human capital management.</i>				
A	Transact Other Business	Mgmt	For	Against
<i>Voter Rationale: Any Other Business' should not be a voting item.</i>				

Chugin Financial Group, Inc.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 5832

Meeting Type: Annual

Primary ISIN: JP3520700000

Primary SEDOL: BP29PY8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 32	Mgmt	For	For
2.1	Elect Director Kato, Sadanori	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				
2.2	Elect Director Harada, Ikuhide	Mgmt	For	For
2.3	Elect Director Yamamoto, Soichi	Mgmt	For	For
2.4	Elect Director Taniguchi, Shinichi	Mgmt	For	For
2.5	Elect Director Fukuhara, Kenichi	Mgmt	For	For
2.6	Elect Director Yatsurugi, Yoichiro	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Ohara, Hiroyuki	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Kiyono, Yukiyo	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Hitomi, Yasuhiro	Mgmt	For	For
3.4	Elect Director and Audit Committee Member Ikigoshi, Emiko	Mgmt	For	For

Church & Dwight Co., Inc.

Meeting Date: 05/02/2024

Country: USA

Ticker: CHD

Meeting Type: Annual

Primary ISIN: US1713401024

Primary SEDOL: 2195841

Church & Dwight Co., Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Bradlen S. Cashaw	Mgmt	For	For
1b	Elect Director Matthew T. Farrell	Mgmt	For	For
1c	Elect Director Bradley C. Irwin	Mgmt	For	For
1d	Elect Director Penry W. Price	Mgmt	For	For
1e	Elect Director Susan G. Saideman	Mgmt	For	For
1f	Elect Director Ravichandra K. Saligram	Mgmt	For	For
1g	Elect Director Robert K. Shearer	Mgmt	For	For
1h	Elect Director Janet S. Vergis	Mgmt	For	For
1i	Elect Director Arthur B. Winkleblack	Mgmt	For	For
1j	Elect Director Laurie J. Yoler	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
4	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For
5	Report on Political Contributions and Expenditures	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				

Churchill Downs Incorporated

Meeting Date: 04/23/2024

Country: USA

Ticker: CHDN

Meeting Type: Annual

Primary ISIN: US1714841087

Primary SEDOL: 2194105

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director William C. Carstanjen	Mgmt	For	For
1.2	Elect Director Karole F. Lloyd	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.3	Elect Director Paul C. Varga	Mgmt	For	For

Churchill Downs Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

CIMB Group Holdings Berhad

Meeting Date: 04/29/2024	Country: Malaysia	Ticker: 1023
	Meeting Type: Annual	
	Primary ISIN: MYL102300000	Primary SEDOL: 6075745

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Lee Kok Kwan as Director	Mgmt	For	For
2	Elect Mohamed Ross Mohd Din as Director	Mgmt	For	For
3	Elect Afzal Abdul Rahim as Director	Mgmt	For	For
4	Elect Azlina Mahmad as Director	Mgmt	For	For
5	Approve Directors' Fees	Mgmt	For	For
6	Approve Directors' Allowances and Benefits	Mgmt	For	For
7	Approve PricewaterhouseCoopers 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	Approve Issuance of New Ordinary Shares Under the Income Distribution Reinvestment Plan	Mgmt	For	For
10	Approve Share Repurchase Program	Mgmt	For	Against
<i>Voter Rationale: Shares should not be repurchased at a premium/discount to the market price of more than 10%.</i>				

Cincinnati Financial Corporation

Meeting Date: 05/04/2024	Country: USA	Ticker: CINF
	Meeting Type: Annual	
	Primary ISIN: US1720621010	Primary SEDOL: 2196888

Cincinnati Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Thomas J. Aaron	Mgmt	For	For
1.2	Elect Director Nancy C. Benacci	Mgmt	For	For
1.3	Elect Director Linda W. Clement-Holmes	Mgmt	For	For
1.4	Elect Director Dirk J. Debbink	Mgmt	For	Against
<i>Voter Rationale: Company may wish to set long-term climate targets and respond to CDP Climate.</i>				
1.5	Elect Director Steven J. Johnston	Mgmt	For	For
1.6	Elect Director Jill P. Meyer	Mgmt	For	For
1.7	Elect Director David P. Osborn	Mgmt	For	For
1.8	Elect Director Gretchen W. Schar	Mgmt	For	For
1.9	Elect Director Charles O. Schiff	Mgmt	For	For
1.10	Elect Director Douglas S. Skidmore	Mgmt	For	For
1.11	Elect Director Stephen M. Spray	Mgmt	For	For
1.12	Elect Director John F. Steele, Jr.	Mgmt	For	For
1.13	Elect Director Larry R. Webb	Mgmt	For	For
1.14	Elect Director Cheng-sheng Peter Wu	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Cinemark Holdings, Inc.

Meeting Date: 05/15/2024

Country: USA

Ticker: CNK

Meeting Type: Annual

Primary ISIN: US17243V1026

Primary SEDOL: B1W7RQ0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Darcy Antonellis	Mgmt	For	For
1.2	Elect Director Carlos Sepulveda	Mgmt	For	For

Cinemark Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Mark Zoradi	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
4	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated.</i>				

Cineplex Inc.

Meeting Date: 05/22/2024

Country: Canada

Ticker: CGX

Meeting Type: Annual

Primary ISIN: CA1724541000

Primary SEDOL: B682FM6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Jordan Banks	Mgmt	For	For
1B	Elect Director Robert Bruce	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1C	Elect Director Joan Dea	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1D	Elect Director Janice Fukakusa	Mgmt	For	For
1E	Elect Director Donna Hayes	Mgmt	For	For
1F	Elect Director Ellis Jacob	Mgmt	For	For
1G	Elect Director Sarabjit S. Marwah	Mgmt	For	For
1H	Elect Director Nadir Mohamed	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
1I	Elect Director Phyllis Yaffe	Mgmt	For	For

Cineplex Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Citigroup Inc.

Meeting Date: 04/30/2024

Country: USA

Ticker: C

Meeting Type: Annual

Primary ISIN: US1729674242

Primary SEDOL: 2297907

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ellen M. Costello	Mgmt	For	For
1b	Elect Director Grace E. Dailey	Mgmt	For	For
1c	Elect Director Barbara J. Desoer	Mgmt	For	For
1d	Elect Director John C. Dugan	Mgmt	For	For
1e	Elect Director Jane N. Fraser	Mgmt	For	For
1f	Elect Director Duncan P. Hennes	Mgmt	For	For
1g	Elect Director Peter B. Henry	Mgmt	For	For
1h	Elect Director S. Leslie Ireland	Mgmt	For	For
1i	Elect Director Renee J. James	Mgmt	For	For
1j	Elect Director Gary M. Reiner	Mgmt	For	For
1k	Elect Director Diana L. Taylor	Mgmt	For	For
1l	Elect Director James S. Turley	Mgmt	For	For
1m	Elect Director Casper W. von Koskull	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				

Citigroup Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
5	Require Independent Board Chair	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				
6	Report on Respecting Indigenous Peoples' Rights	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				
7	Amend Director Election Resignation Bylaw *Withdrawn Resolution*	SH		
8	Report on Risks Created by the Company's Diversity, Equity, and Inclusion Efforts	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				
9	Report on Risks Related to Discrimination Against Individuals Including Religious/Political Views	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				
10	Disclose Board Oversight Regarding Material Risks Associated with Animal Welfare	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				

Citizen Watch Co., Ltd.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 7762

Meeting Type: Annual

Primary ISIN: JP3352400000

Primary SEDOL: 6197304

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	Elect Director Sato, Toshihiko	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Furukawa, Toshiyuki	Mgmt	For	For
2.3	Elect Director Oji, Yoshitaka	Mgmt	For	For
2.4	Elect Director Miyamoto, Yoshiaki	Mgmt	For	For
2.5	Elect Director Ina, Hideo	Mgmt	For	For

Citizen Watch Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.6	Elect Director Kuboki, Toshiko	Mgmt	For	For
2.7	Elect Director Osawa, Yoshio	Mgmt	For	For
2.8	Elect Director Yoshida, Katsuhiko	Mgmt	For	For
3	Amend Articles to Change Company Name	SH	Against	Against
4	Amend Articles to Introduce Provision concerning Share Repurchases and Cancellation of Treasury Shares	SH	Against	Against
5	Amend Articles to Introduce Provision concerning Disposal of Treasury Shares to Executives via Equity Compensation	SH	Against	Against
6	Amend Articles to Abolish Posts of Advisor, Chairman, Vice President, Senior Executive Director and Managing Director	SH	Against	Against
7	Amend Articles to Determine Individual Director Compensation with Shareholder Approval	SH	Against	Against
8	Amend Articles to Separate Chairman of the Board and CEO, and Appoint Outside Director as Board Chair	SH	Against	For
<i>Voter Rationale: Appointing a fully independent chairman creates a balance of power that is more conducive to long-term performance. A board headed by management cannot reasonably provide the best oversight and evaluation of managements performance.</i>				
9	Amend Articles to Require at least Four Outside Directors on Board	SH	Against	For
<i>Voter Rationale: The company should improve board balance and composition. Boards should consist of a majority of independent non-executive directors unless there is a compelling reason for an alternative structure.</i>				
10	Amend Articles to Introduce Provision Concerning Outside Directors' Concurrent Service on Other Boards	SH	Against	Against
11	Remove Incumbent Director Yoshida, Katsuhiko	SH	Against	Against
12	Remove Incumbent Statutory Auditor Akatsuka, Noboru	SH	Against	For
<i>Voter Rationale: A vote FOR this shareholder proposal is recommended because: * The outside statutory auditor's affiliation with the company could compromise independence.</i>				

Citizens Financial Group, Inc.

Meeting Date: 04/25/2024

Country: USA

Ticker: CFG

Meeting Type: Annual

Primary ISIN: US1746101054

Primary SEDOL: BQRX1X3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Bruce Van Saun	Mgmt	For	For

Citizens Financial Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Lee Alexander	Mgmt	For	For
1.3	Elect Director Tracy A. Atkinson	Mgmt	For	For
1.4	Elect Director Christine M. Cumming	Mgmt	For	For
1.5	Elect Director Kevin J. Cummings	Mgmt	For	For
1.6	Elect Director William P. Hankowsky	Mgmt	For	For
1.7	Elect Director Edward J. Kelly, III	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 Michele N. Siekerka	Mgmt	For	For
1.11	Elect Director Christopher J. Swift	Mgmt	For	For
1.12	Elect Director Wendy A. Watson	Mgmt	For	For
1.13	Elect Director Marita Zuraitis	Mgmt	For	For
2	Amend Non-Employee Director Omnibus Stock Plan	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs.

4	Amend Omnibus Stock Plan	Mgmt	For	For
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Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.

5	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
6	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

City Developments Limited

Meeting Date: 04/24/2024

Country: Singapore

Ticker: C09

Meeting Type: Annual

Primary ISIN: SG1R89002252

Primary SEDOL: 6197928

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Directors' Statement, Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For

City Developments Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
2	Approve Final Dividend	Mgmt	For	For
3	Approve Directors' Fees	Mgmt	For	For
4(a)	Elect Kwek Leng Beng as Director	Mgmt	For	For
<i>Voter Rationale: 'Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
4(b)	Elect Sherman Kwek Eik Tse as Director	Mgmt	For	For
4(c)	Elect Lee Jee Cheng Philip as Director	Mgmt	For	For
4(d)	Elect Chan Swee Liang Carolina (Carol Fong) as Director	Mgmt	For	For
5	Approve KPMG LLP as Auditors and Authorize Directors to Fix Their Remuneration	Mgmt	For	For
6	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For
7	Authorize Share Repurchase Program	Mgmt	For	For
8	Approve Mandate for Interested Person Transactions	Mgmt	For	For

Citychamp Watch & Jewellery Group Limited

Meeting Date: 05/28/2024	Country: Cayman Islands	Ticker: 256
	Meeting Type: Annual	
	Primary ISIN: KYG2161T1004	Primary SEDOL: BP1QK56

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2a	Elect Hon Kwok Lung as Director	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be majority independent and this director's membership could hamper the committee's impartiality and effectiveness. The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate. Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.</i>				
2b	Elect Siu Chun Wa as Director	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be majority independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
2c	Elect Hon Hau Wong as Director	Mgmt	For	For

Citychamp Watch & Jewellery Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2d	Elect Kam, Eddie Shing Cheuk as Director	Mgmt	For	Against
<p><i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i></p>				
2e	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
3	Approve BDO Limited as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				
4	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
<p><i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i></p>				
5	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
6	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
<p><i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i></p>				

Civitas Resources, Inc.

Meeting Date: 06/04/2024	Country: USA	Ticker: CIVI
	Meeting Type: Annual	
	Primary ISIN: US17888H1032	Primary SEDOL: BMG9GG2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Wouter van Kempen	Mgmt	For	For
<p><i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
1.2	Elect Director Deborah L. Byers	Mgmt	For	For
1.3	Elect Director Morris R. Clark	Mgmt	For	For
<p><i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
1.4	Elect Director Carrie M. Fox	Mgmt	For	For
1.5	Elect Director Carrie L. Hudak	Mgmt	For	For
1.6	Elect Director James M. Trimble	Mgmt	For	For
1.7	Elect Director Howard A. Willard, III	Mgmt	For	For
<p><i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				

Civitas Resources, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.8	Elect Director Jeffrey E. Wojahn	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.9	Elect Director M. Christopher Doyle	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

CK Asset Holdings Limited

Meeting Date: 05/23/2024

Country: Cayman Islands

Ticker: 1113

Meeting Type: Annual

Primary ISIN: KYG2177B1014

Primary SEDOL: BYZQ077

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
3.1	Elect Ip Tak Chuen, Edmond as Director	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>				
3.2	Elect Chung Sun Keung, Davy as Director	Mgmt	For	For
3.3	Elect Pau Yee Wan, Ezra as Director	Mgmt	For	For
3.4	Elect Hung Siu-lin, Katherine as Director	Mgmt	For	For

CK Asset Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.5	Elect Donald Jeffrey Roberts as Director	Mgmt	For	For
3.6	Elect Lee Wai Mun, Rose as Director	Mgmt	For	For
4	Approve Deloitte Touche Tohmatsu as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
5.1	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For
5.2	Authorize Repurchase of Issued Share Capital	Mgmt	For	For

CK Hutchison Holdings Limited

Meeting Date: 05/23/2024

Country: Cayman Islands

Ticker: 1

Meeting Type: Annual

Primary ISIN: KYG217651051

Primary SEDOL: BW9P816

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 Li Tzar Kuoi, Victor as Director	Mgmt	For	For
<p><i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				
3b	Elect Lai Kai Ming, Dominic as Director	Mgmt	For	For
<p><i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				
3c	Elect Ip Tak Chuen, Edmond as Director	Mgmt	For	For
<p><i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				
3d	Elect Andrew John Hunter as Director	Mgmt	For	For
<p><i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				
3e	Elect Chow Ching Yee, Cynthia as Director	Mgmt	For	For

CK Hutchison Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3f	Elect Chow Woo Mo Fong, Susan as Director	Mgmt	For	Against
<i>Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.</i>				
3g	Elect George Colin Magnus as Director	Mgmt	For	Against
<i>Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.</i>				
3h	Elect Tsim Sin Ling, Ruth as Director	Mgmt	For	Against
<i>Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
4	Approve PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
5.1	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For
5.2	Authorize Repurchase of Issued Share Capital	Mgmt	For	For

CK Infrastructure Holdings Limited

Meeting Date: 05/22/2024

Country: Bermuda

Ticker: 1038

Meeting Type: Annual

Primary ISIN: BMG2178K1009

Primary SEDOL: BYVS6J1

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
3.1	Elect Ip Tak Chuen, Edmond as Director	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>				
3.2	Elect Andrew John Hunter as Director	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				

CK Infrastructure Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.3	Elect Cheong Ying Chew, Henry as Director	Mgmt	For	Against
<p><i>Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				
3.4	Elect Lan Hong Tsung, David as Director	Mgmt	For	Against
<p><i>Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i></p>				
3.5	Elect George Colin Magnus as Director	Mgmt	For	Against
<p><i>Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.</i></p>				
4	Approve Deloitte Touche Tohmatsu as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
5.1	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For
5.2	Authorize Repurchase of Issued Share Capital	Mgmt	For	For

CKD Corp.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 6407

Meeting Type: Annual

Primary ISIN: JP3346800000

Primary SEDOL: 6160050

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kajimoto, Kazunori	Mgmt	For	For
1.2	Elect Director Okuoka, Katsuhito	Mgmt	For	For
1.3	Elect Director Amano, Yoshiyuki	Mgmt	For	For
1.4	Elect Director Stefan Sacre	Mgmt	For	For
1.5	Elect Director Hayashi, Koichi	Mgmt	For	For
1.6	Elect Director Shimada, Hiroko	Mgmt	For	For
2.1	Appoint Statutory Auditor Sugiura, Toshiaki	Mgmt	For	Against

Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Appoint Statutory Auditor Hashimoto, Shuzo	Mgmt	For	For

Clarivate Plc

Meeting Date: 05/07/2024	Country: Jersey	Ticker: CLVT
	Meeting Type: Annual	
	Primary ISIN: JE00BJJN4441	Primary SEDOL: BJJN444

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Andrew Snyder	Mgmt	For	For
1b	Elect Director Jonathan Gear	Mgmt	For	For
1c	Elect Director Valeria Alberola	Mgmt	For	For
1d	Elect Director Michael Angelakis	Mgmt	For	For
1e	Elect Director Jane Okun Bomba	Mgmt	For	For
1f	Elect Director Usama N. Cortas	Mgmt	For	For
1g	Elect Director Suzanne Heywood	Mgmt	For	For

Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.

1h	Elect Director Adam T. Levyn	Mgmt	For	For
1i	Elect Director Anthony Munk	Mgmt	For	For
1j	Elect Director Wendell Pritchett	Mgmt	For	For

Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.

1k	Elect Director Richard W. Roedel	Mgmt	For	Against
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Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. The audit committee is responsible for the integrity of the annual report and accounts. Substantial restatements of earnings are indicative of the inadequate oversight and controls by the audit committee.

1l	Elect Director Saurabh Saha	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
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Claros Mortgage Trust, Inc.

Meeting Date: 06/04/2024

Country: USA

Ticker: CMTG

Meeting Type: Annual

Primary ISIN: US18270D1063

Primary SEDOL: BNTW041

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Derrick D. Cephas	Mgmt	For	Withhold
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, the company's governing documents prohibit shareholders ability to amend the company bylaws.</i></p>				
1.2	Elect Director Mary Haggerty	Mgmt	For	For
1.3	Elect Director Pamela Liebman	Mgmt	For	Withhold
<p><i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, the company's governing documents prohibit shareholders ability to amend the company bylaws.</i></p>				
1.4	Elect Director Richard Mack	Mgmt	For	For
1.5	Elect Director Michael McGillis	Mgmt	For	For
1.6	Elect Director Steven L. Richman	Mgmt	For	For
1.7	Elect Director Andrew Silberstein	Mgmt	For	For
1.8	Elect Director Vincent Tese	Mgmt	For	Withhold
<p><i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, the company's governing documents prohibit shareholders ability to amend the company bylaws.</i></p>				
1.9	Elect Director W. Edward Walter, III	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				

Clean Harbors, Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: CLH

Meeting Type: Annual

Primary ISIN: US1844961078

Primary SEDOL: 2202473

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Alan S. McKim	Mgmt	For	For

Clean Harbors, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Karyn Polito	Mgmt	For	For
1.3	Elect Director John T. Preston	Mgmt	For	For
1.4	Elect Director Marcy L. Reed	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				
3	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Clearwater Analytics Holdings, Inc.

Meeting Date: 06/11/2024

Country: USA

Ticker: CWAN

Meeting Type: Annual

Primary ISIN: US1851231068

Primary SEDOL: BNZJHY5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Eric J. Lee	Mgmt	For	Withhold
<i>Voter Rationale: The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. A non-independent director sits on the Remuneration Committee, which we expect to be independent, as non-independent directors could hamper the committee's impartiality and effectiveness. We are holding this director accountable. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1b	Elect Director Cary J. Davis	Mgmt	For	Withhold
<i>Voter Rationale: The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				

Clearwater Analytics Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1c	Elect Director Andrew Young	Mgmt	For	Withhold
	<i>Voter Rationale: The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	<i>Voter Rationale: We have concerns regarding the significant equity grants awarded to the NEOs. Sahai was granted 805,831 RSUs valued at \$15.3 million and 805,830 target PSUs valued at \$15.3 million. The aggregate value of these grants represented approximately 95 percent of Sahai's total compensation and was 46.84 times his annual base salary. Other NEOs received similar equity awards valued between \$7.6 million and \$11.72 million. While half of the awards are performance based, which we find positive, the performance assessment period is annual, which we do not consider long-term or aligned with long-term value creation.</i>			
4	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
	<i>Voter Rationale: We support an annual say on pay frequency.</i>			

Clearway Energy, Inc.

Meeting Date: 04/25/2024

Country: USA

Ticker: CWEN

Meeting Type: Annual

Primary ISIN: US18539C2044

Primary SEDOL: BGJRH57

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jonathan Bram	Mgmt	For	Withhold
	<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>			
1.2	Elect Director Nathaniel Anschuetz	Mgmt	For	Withhold
	<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>			
1.3	Elect Director Emmanuel Barrois	Mgmt	For	Withhold
	<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>			
1.4	Elect Director Brian R. Ford	Mgmt	For	For
1.5	Elect Director Guillaume Hediard	Mgmt	For	Withhold
	<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>			
1.6	Elect Director Jennifer Lowry	Mgmt	For	For

Clearway Energy, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Bruce MacLennan	Mgmt	For	Withhold
	<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>			
1.8	Elect Director Daniel B. More	Mgmt	For	Withhold
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>			
1.9	Elect Director E. Stanley O'Neal	Mgmt	For	For
1.10	Elect Director Christopher S. Sotos	Mgmt	For	For
1.11	Elect Director Vincent Stoquart	Mgmt	For	Withhold
	<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders. Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.</i>			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Cloudflare, Inc.

Meeting Date: 06/04/2024	Country: USA	Ticker: NET
	Meeting Type: Annual	
	Primary ISIN: US18915M1071	Primary SEDOL: BJXC5M2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Maria Eitel	Mgmt	For	For
1.2	Elect Director Matthew Prince	Mgmt	For	Withhold
	<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>			
1.3	Elect Director Katrin Suder	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	<i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>			

CME Group Inc.

Meeting Date: 05/09/2024

Country: USA

Ticker: CME

Meeting Type: Annual

Primary ISIN: US12572Q1058

Primary SEDOL: 2965839

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Terrence A. Duffy	Mgmt	For	For
	<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>			
1b	Elect Director Kathryn Benesh	Mgmt	For	For
1c	Elect Director Timothy S. Bitsberger	Mgmt	For	For
1d	Elect Director Charles P. Carey	Mgmt	For	For
1e	Elect Director Bryan T. Durkin	Mgmt	For	For
1f	Elect Director Harold Ford, Jr.	Mgmt	For	For
1g	Elect Director Martin J. Gepsman	Mgmt	For	For
1h	Elect Director Larry G. Gerdes	Mgmt	For	For
1i	Elect Director Daniel R. Glickman	Mgmt	For	For
1j	Elect Director Daniel G. Kaye	Mgmt	For	For
1k	Elect Director Phyllis M. Lockett	Mgmt	For	For
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>			
1l	Elect Director Deborah J. Lucas	Mgmt	For	For
1m	Elect Director Terry L. Savage	Mgmt	For	For
1n	Elect Director Rahael Seifu	Mgmt	For	For
1o	Elect Director William R. Shepard	Mgmt	For	For
1p	Elect Director Howard J. Siegel	Mgmt	For	For
1q	Elect Director Dennis A. Suskind	Mgmt	For	Against
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

CNO Financial Group, Inc.

Meeting Date: 05/09/2024

Country: USA

Ticker: CNO

Meeting Type: Annual

Primary ISIN: US12621E1038

Primary SEDOL: 2657750

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Gary C. Bhojwani	Mgmt	For	For
1b	Elect Director Archie M. Brown	Mgmt	For	For
1c	Elect Director David B. Foss	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1d	Elect Director Mary R. (Nina) Henderson	Mgmt	For	For
1e	Elect Director Adrienne B. Lee	Mgmt	For	For
1f	Elect Director Daniel R. Maurer	Mgmt	For	For
1g	Elect Director Chetlur S. Ragavan	Mgmt	For	For
1h	Elect Director Steven E. Shebik	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
4	Ratify Section 382 Rights Agreement	Mgmt	For	For

CNX Resources Corporation

Meeting Date: 05/02/2024

Country: USA

Ticker: CNX

Meeting Type: Annual

Primary ISIN: US12653C1080

Primary SEDOL: BF3FTF4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Robert O. Agbede	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1b	Elect Director J. Palmer Clarkson	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1c	Elect Director Nicholas J. DeIuliis	Mgmt	For	For

CNX Resources Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Director Maureen E. Lally-Green	Mgmt	For	Against
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1e	Elect Director Bernard Lanigan, Jr.	Mgmt	For	For
1f	Elect Director Ian McGuire	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1g	Elect Director William N. Thorndike, Jr.	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>			

Coastal Financial Corporation

Meeting Date: 05/22/2024

Country: USA

Ticker: CCB

Meeting Type: Annual

Primary ISIN: US19046P2092

Primary SEDOL: BF7J9X0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sadhana Akella-Mishra	Mgmt	For	For
1.2	Elect Director Brian T. Hamilton	Mgmt	For	For
1.3	Elect Director Eric M. Sprink	Mgmt	For	For
1.4	Elect Director Pamela R. Unger	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: Variable remuneration should not contain a significant overlap of metrics.</i>			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	<i>Voter Rationale: We support an annual say on pay frequency.</i>			
4	Ratify Moss Adams LLP as Auditors	Mgmt	For	For

Cogent Communications Holdings, Inc.

Meeting Date: 05/08/2024

Country: USA

Ticker: CCOI

Meeting Type: Annual

Primary ISIN: US19239V3024

Primary SEDOL: B06RWD1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Dave Schaeffer	Mgmt	For	For
1.2	Elect Director Marc Montagner	Mgmt	For	For
1.3	Elect Director D. Blake Bath	Mgmt	For	For
1.4	Elect Director Steven D. Brooks	Mgmt	For	For
1.5	Elect Director Paul de Sa	Mgmt	For	For
1.6	Elect Director Lewis H. Ferguson, III	Mgmt	For	For
1.7	Elect Director Eve Howard	Mgmt	For	For
1.8	Elect Director Deneen Howell	Mgmt	For	For
1.9	Elect Director Sheryl Kennedy	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Cognex Corporation

Meeting Date: 05/01/2024

Country: USA

Ticker: CGNX

Meeting Type: Annual

Primary ISIN: US1924221039

Primary SEDOL: 2208288

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sachin Lawande	Mgmt	For	For
1.2	Elect Director Marjorie T. Sennett	Mgmt	For	For
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: While we note several structure elements that can be improved, like increasing the amount of performance based pay and better disclosure of the individual criteria assessment process, there was not a pay for performance disconnect for the year under review and overall pay has reflected performance and strategy.</i>				

Cognizant Technology Solutions Corporation

Meeting Date: 06/04/2024

Country: USA

Ticker: CTSH

Meeting Type: Annual

Primary ISIN: US1924461023

Primary SEDOL: 2257019

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Zein Abdalla	Mgmt	For	For
	<i>Voter Rationale: Following the resignation of Nella Domenici from the board on January 17, 2024, the board now has less than 27% gender diversity. However, the board states that they are currently reviewing possible candidates for an additional director and remain committed to maintaining board gender diversity. Given the board has not had sufficient time to appoint a new director, we will keep this matter under review.</i>			
1b	Elect Director Vinita Bali	Mgmt	For	For
1c	Elect Director Eric Branderiz	Mgmt	For	For
1d	Elect Director Archana Deskus	Mgmt	For	For
1e	Elect Director John M. Dineen	Mgmt	For	For
1f	Elect Director Ravi Kumar S	Mgmt	For	For
1g	Elect Director Leo S. Mackay, Jr.	Mgmt	For	For
1h	Elect Director Michael Patsalos-Fox	Mgmt	For	For
1i	Elect Director Stephen "Steve" J. Rohleder	Mgmt	For	For
1j	Elect Director Abraham "Bram" Schot	Mgmt	For	For
1k	Elect Director Joseph M. Velli	Mgmt	For	For
1l	Elect Director Sandra S. Wijnberg	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>			
3	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation and to Remove Obsolete Provisions	Mgmt	For	For
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>			
5	Adopt Policy on Fair Treatment of Shareholder Nominees	SH	Against	Against
	<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>			

Cohu, Inc.

Meeting Date: 06/05/2024

Country: USA

Ticker: COHU

Meeting Type: Annual

Primary ISIN: US1925761066

Primary SEDOL: 2208426

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Andrew M. Caggia	Mgmt	For	For
1b	Elect Director Yon Y. Jordan	Mgmt	For	For
1c	Elect Director Luis A. Muller	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.

3	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For
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4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
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Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

Coinbase Global, Inc.

Meeting Date: 06/14/2024

Country: USA

Ticker: COIN

Meeting Type: Annual

Primary ISIN: US19260Q1076

Primary SEDOL: BMC9P69

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Brian Armstrong	Mgmt	For	Withhold
1.2	Elect Director Marc L. Andreessen	Mgmt	For	For
1.3	Elect Director Frederick Ernest Ehrsam, III	Mgmt	For	Withhold

Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders

Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.

Coinbase Global, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Kelly A. Kramer	Mgmt	For	Withhold
	<i>Voter Rationale: WITHHOLD votes are warranted for Frederick (Fred) Ehsam III for serving as a non-independent member of a key board committee. WITHHOLD votes are warranted for Governance Committee members Marc Andreessen and Gokul Rajaram given the board's failure to remove, or subject to a sunset requirement, the dual-class capital structure, the pop-up classified board, and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Brian Armstrong as his ownership of the supervoting shares provide him with voting power control of the company. In the absence of a say-on-pay proposal, WITHHOLD votes are warranted for Compensation Committee members Fred Wilson, Kelly Kramer, and Gokul Rajaram. The company provided the CEO a security-related perquisite that significantly exceeded the median of the Russell 3000 Index without disclosing sufficient rationale. A vote FOR director nominee Tobias Lutke is warranted.</i>			
1.5	Elect Director Tobias Lutke	Mgmt	For	For
1.6	Elect Director Gokul Rajaram	Mgmt	For	Withhold
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Executive pay is not in line with company performance. The compensation committee should do more to respond to best practices in pay that help establish compensation packages that reward strong performance and build shareholder value over time. Specifically, the company provided the CEO a security-related perquisite that significantly exceeded the median of the Russell 3000 Index without disclosing sufficient rationale.</i>			
1.7	Elect Director Fred Wilson	Mgmt	For	Withhold
	<i>Voter Rationale: WITHHOLD votes are warranted for Frederick (Fred) Ehsam III for serving as a non-independent member of a key board committee. WITHHOLD votes are warranted for Governance Committee members Marc Andreessen and Gokul Rajaram given the board's failure to remove, or subject to a sunset requirement, the dual-class capital structure, the pop-up classified board, and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Brian Armstrong as his ownership of the supervoting shares provide him with voting power control of the company. In the absence of a say-on-pay proposal, WITHHOLD votes are warranted for Compensation Committee members Fred Wilson, Kelly Kramer, and Gokul Rajaram. The company provided the CEO a security-related perquisite that significantly exceeded the median of the Russell 3000 Index without disclosing sufficient rationale. A vote FOR director nominee Tobias Lutke is warranted.</i>			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Collegium Pharmaceutical, Inc.

Meeting Date: 05/16/2024

Country: USA

Ticker: COLL

Meeting Type: Annual

Primary ISIN: US19459J1043

Primary SEDOL: BX7RSN3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Rita Balice-Gordon	Mgmt	For	For
1.2	Elect Director Garen Bohlin	Mgmt	For	For
1.3	Elect Director Gwen Melincoff	Mgmt	For	For
1.4	Elect Director John Fallon	Mgmt	For	Against
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>			
1.5	Elect Director John Freund	Mgmt	For	For
1.6	Elect Director Neil F. McFarlane	Mgmt	For	For

Collegium Pharmaceutical, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Joseph Ciaffoni *Withdrawn Resolution*	Mgmt		
1.8	Elect Director Michael Heffernan	Mgmt	For	For
1.9	Elect Director Gino Santini	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Colliers International Group Inc.

Meeting Date: 04/02/2024

Country: Canada

Ticker: CIGI

Meeting Type: Annual/Special

Primary ISIN: CA1946931070

Primary SEDOL: BYL7SB4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director John (Jack) P. Curtin, Jr.	Mgmt	For	For
1B	Elect Director Christopher Galvin	Mgmt	For	For
1C	Elect Director P. Jane Gavan	Mgmt	For	Withhold
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1D	Elect Director Stephen J. Harper	Mgmt	For	For
1E	Elect Director Jay S. Hennick	Mgmt	For	For
1F	Elect Director Katherine M. Lee	Mgmt	For	For
1G	Elect Director Poonam Puri	Mgmt	For	For
1H	Elect Director Benjamin F. Stein	Mgmt	For	For
1I	Elect Director L. Frederick Sutherland	Mgmt	For	For
1J	Elect Director Edward Waitzer	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Amend Stock Option Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Colliers International Group Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i></p>				

Columbia Financial, Inc.

Meeting Date: 06/06/2024	Country: USA	Ticker: CLBK
	Meeting Type: Annual	
	Primary ISIN: US1976411033	Primary SEDOL: BFMB9P3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Noel R. Holland	Mgmt	For	Withhold
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i></p>				
1.2	Elect Director Lucy Sorrentini	Mgmt	For	Withhold
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i></p>				
1.3	Elect Director Robert Van Dyk	Mgmt	For	Withhold
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i></p>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				

Comcast Corporation

Meeting Date: 06/10/2024	Country: USA	Ticker: CMCSA
	Meeting Type: Annual	
	Primary ISIN: US20030N1019	Primary SEDOL: 2044545

Comcast Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kenneth J. Bacon	Mgmt	For	For
1.2	Elect Director Thomas J. Baltimore, Jr.	Mgmt	For	For
1.3	Elect Director Madeline S. Bell	Mgmt	For	For
1.4	Elect Director Louise F. Brady	Mgmt	For	For
1.5	Elect Director Edward D. Breen	Mgmt	For	For
1.6	Elect Director Jeffrey A. Honickman	Mgmt	For	For
1.7	Elect Director Wonya Y. Lucas	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 Auditors	Mgmt	For	For

Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
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Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.

4	Report on Congruency of Political Spending with Company Stated Values	SH	Against	For
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Voter Rationale: A report on the company's congruence of political expenditures with stated values would enable shareholders to have a more comprehensive understanding of how the company oversees and manages risks related to its political partnerships.

Comerica Incorporated

Meeting Date: 04/23/2024

Country: USA

Ticker: CMA

Meeting Type: Annual

Primary ISIN: US2003401070

Primary SEDOL: 2212870

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Arthur G. Angulo	Mgmt	For	For
1.2	Elect Director Nancy Avila	Mgmt	For	For
1.3	Elect Director Roger A. Cregg	Mgmt	For	For
1.4	Elect Director Curtis C. Farmer	Mgmt	For	For

Comerica Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director M. Alan Gardner	Mgmt	For	For
1.6	Elect Director Derek J. Kerr	Mgmt	For	For
1.7	Elect Director Richard G. Lindner	Mgmt	For	For
1.8	Elect Director Jennifer H. Sampson	Mgmt	For	For
1.9	Elect Director Barbara R. Smith	Mgmt	For	For
1.10	Elect Director Robert S. Taubman	Mgmt	For	For
1.11	Elect Director Nina G. Vaca	Mgmt	For	For
1.12	Elect Director Michael G. Van De Ven	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Comforia Residential REIT, Inc.

Meeting Date: 04/23/2024

Country: Japan

Ticker: 3282

Meeting Type: Special

Primary ISIN: JP3047540004

Primary SEDOL: B8N6QD5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Disclose Unitholder Meeting Materials on Internet	Mgmt	For	For
2	Elect Executive Director Sakamoto, Takashi	Mgmt	For	For
3.1	Elect Alternate Executive Director Yoshikawa, Kentaro	Mgmt	For	For
3.2	Elect Alternate Executive Director Momma, Shogo	Mgmt	For	For
4.1	Elect Supervisory Director Oshima, Masamichi	Mgmt	For	For
4.2	Elect Supervisory Director Sadahiro, Aki	Mgmt	For	For
5	Elect Alternate Supervisory Director Chiba, Hiroko	Mgmt	For	For

Comfort Systems USA, Inc.

Meeting Date: 05/17/2024

Country: USA

Ticker: FIX

Meeting Type: Annual

Primary ISIN: US1999081045

Primary SEDOL: 2036047

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Darcy G. Anderson	Mgmt	For	For
1.2	Elect Director Herman E. Bulls	Mgmt	For	For
1.3	Elect Director Rhoman J. Hardy	Mgmt	For	For
1.4	Elect Director Brian E. Lane	Mgmt	For	For
1.5	Elect Director Pablo G. Mercado	Mgmt	For	For
1.6	Elect Director Franklin Myers	Mgmt	For	For
1.7	Elect Director William J. Sandbrook	Mgmt	For	For
1.8	Elect Director Constance E. Skidmore	Mgmt	For	For
1.9	Elect Director Vance W. Tang	Mgmt	For	Withhold
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i></p>				
1.10	Elect Director Cindy L. Wallis-Lage	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against

Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.

Commerce Bancshares, Inc.

Meeting Date: 04/17/2024

Country: USA

Ticker: CBSH

Meeting Type: Annual

Primary ISIN: US2005251036

Primary SEDOL: 2213204

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Terry D. Bassham	Mgmt	For	Withhold
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i></p>				
1.2	Elect Director John W. Kemper	Mgmt	For	For

Commerce Bancshares, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Jonathan M. Kemper	Mgmt	For	Withhold
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>			

CommScope Holding Company, Inc.

Meeting Date: 05/09/2024	Country: USA	Ticker: COMM
	Meeting Type: Annual	
	Primary ISIN: US20337X1090	Primary SEDOL: BFRBX34

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2a	Elect Director Stephen (Steve) C. Gray	Mgmt	For	For
2b	Elect Director L. William (Bill) Krause	Mgmt	For	For
2c	Elect Director Joanne M. Maguire	Mgmt	For	Against
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>			
2d	Elect Director Thomas J. Manning	Mgmt	For	For
2e	Elect Director Derrick A. Roman	Mgmt	For	For
2f	Elect Director Charles L. Treadway	Mgmt	For	For
2g	Elect Director Claudius (Bud) E. Watts, IV	Mgmt	For	For
2h	Elect Director Timothy T. Yates	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>			
4	Amend Omnibus Stock Plan	Mgmt	For	For
	<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>			
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>			

Community Healthcare Trust Incorporated

Meeting Date: 05/02/2024

Country: USA

Ticker: CHCT

Meeting Type: Annual

Primary ISIN: US20369C1062

Primary SEDOL: BXC87C3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Cathrine Cotman	Mgmt	For	For
1.2	Elect Director David Dupuy	Mgmt	For	For
1.3	Elect Director Alan Gardner	Mgmt	For	For
1.4	Elect Director Claire Gulmi	Mgmt	For	For
1.5	Elect Director Robert Hensley	Mgmt	For	For
1.6	Elect Director Lawrence Van Horn	Mgmt	For	For
2	Approve Omnibus Stock Plan	Mgmt	For	Against
<i>Voter Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices, a vote AGAINST this proposal is warranted due to the following key factor(s): The plan provides for option reloads, the plan cost is excessive; the estimated duration of available and proposed shares exceeds six years; and the plan allows broad discretion to accelerate vesting.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
4	Ratify BDO USA, P.C. as Auditors	Mgmt	For	For

Community Trust Bancorp, Inc.

Meeting Date: 04/23/2024

Country: USA

Ticker: CTBI

Meeting Type: Annual

Primary ISIN: US2041491083

Primary SEDOL: 2706470

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Charles J. Baird	Mgmt	For	For
1.2	Elect Director Franklin H. Farris, Jr.	Mgmt	For	For
1.3	Elect Director Mark A. Gooch	Mgmt	For	For
1.4	Elect Director Eugenia Crittenden "Crit" Luallen	Mgmt	For	For
1.5	Elect Director Ina Michelle Matthews	Mgmt	For	For
1.6	Elect Director James E. McGhee, II	Mgmt	For	For
1.7	Elect Director Franky Minnifield	Mgmt	For	For
1.8	Elect Director Jefferson F. Sandlin	Mgmt	For	For

Community Trust Bancorp, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.9	Elect Director Anthony W. St. Charles	Mgmt	For	For
1.10	Elect Director Chad C. Street	Mgmt	For	For
1.11	Elect Director Lillian (Kay) Webb	Mgmt	For	For
2	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
3	Ratify FORVIS, LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control..</i>				

Concordia Financial Group, Ltd.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 7186

Meeting Type: Annual

Primary ISIN: JP3305990008

Primary SEDOL: BD97JW7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kataoka, Tatsuya	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
1.2	Elect Director Onodera, Nobuo	Mgmt	For	For
1.3	Elect Director Oishi, Yoshiyuki	Mgmt	For	For
1.4	Elect Director Arai, Tomoki	Mgmt	For	For
1.5	Elect Director Onuki, Toshihiko	Mgmt	For	For
1.6	Elect Director Akiyoshi, Mitsuru	Mgmt	For	For
1.7	Elect Director Yamada, Yoshinobu	Mgmt	For	For
1.8	Elect Director Yoda, Mami	Mgmt	For	For
2.1	Appoint Statutory Auditor Hashimoto, Keiichiro	Mgmt	For	For
2.2	Appoint Statutory Auditor Fusamura, Seiichi	Mgmt	For	For

Confluent, Inc.

Meeting Date: 06/12/2024

Country: USA

Ticker: CFLT

Meeting Type: Annual

Primary ISIN: US20717M1036

Primary SEDOL: BNXH3Z4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Lara Caimi	Mgmt	For	For
1b	Elect Director Jonathan Chadwick	Mgmt	For	For
1c	Elect Director Neha Narkhede	Mgmt	For	Withhold
<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

ConnectOne Bancorp, Inc.

Meeting Date: 05/21/2024

Country: USA

Ticker: CNOB

Meeting Type: Annual

Primary ISIN: US20786W1071

Primary SEDOL: BNQ4YF9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Frank Sorrentino, III	Mgmt	For	For
1.2	Elect Director Stephen T. Boswell	Mgmt	For	For
1.3	Elect Director Frank W. Baier	Mgmt	For	For
1.4	Elect Director Frank Huttle, III	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i>				
1.5	Elect Director Michael Kempner	Mgmt	For	For
1.6	Elect Director Elizabeth Magennis	Mgmt	For	For
1.7	Elect Director Nicholas Minoia	Mgmt	For	For
1.8	Elect Director Anson M. Moise	Mgmt	For	For
1.9	Elect Director Katherin Nukk-Freeman	Mgmt	For	For
1.10	Elect Director Susan C. O'Donnell	Mgmt	For	For
1.11	Elect Director Daniel Rifkin	Mgmt	For	For

ConnectOne Bancorp, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.12	Elect Director Mark Sokolich	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Ratify Crowe LLP as Auditors	Mgmt	For	For

ConocoPhillips

Meeting Date: 05/14/2024

Country: USA

Ticker: COP

Meeting Type: Annual

Primary ISIN: US20825C1045

Primary SEDOL: 2685717

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Dennis V. Arriola	Mgmt	For	For
1b	Elect Director Gay Huey Evans	Mgmt	For	For
1c	Elect Director Jeffrey A. Joerres	Mgmt	For	For
1d	Elect Director Ryan M. Lance	Mgmt	For	For
1e	Elect Director Timothy A. Leach	Mgmt	For	For
1f	Elect Director William H. McRaven	Mgmt	For	For
1g	Elect Director Sharmila Mulligan	Mgmt	For	For
1h	Elect Director Eric D. Mullins	Mgmt	For	For
1i	Elect Director Arjun N. Murti	Mgmt	For	For
1j	Elect Director Robert A. Niblock	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1k	Elect Director David T. Seaton	Mgmt	For	For
1l	Elect Director R.A. Walker	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

ConocoPhillips

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Reduce Supermajority Vote Requirement	SH	For	For
<i>Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				
5	Revisit Pay Incentives for GHG Emission Reductions	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				

Consensus Cloud Solutions, Inc.

Meeting Date: 06/12/2024 **Country:** USA **Ticker:** CCSI
Meeting Type: Annual **Primary ISIN:** US20848V1052 **Primary SEDOL:** BMXZF55

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Pamela Sutton-Wallace	Mgmt	For	For
1b	Elect Director Scott Turicchi	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
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

Consolidated Edison, Inc.

Meeting Date: 05/20/2024 **Country:** USA **Ticker:** ED
Meeting Type: Annual **Primary ISIN:** US2091151041 **Primary SEDOL:** 2216850

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Timothy P. Cawley	Mgmt	For	For
1b	Elect Director Ellen V. Futter	Mgmt	For	For

Consolidated Edison, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1c	Elect Director John F. Killian	Mgmt	For	For
1d	Elect Director Karol V. Mason	Mgmt	For	For
1e	Elect Director Dwight A. McBride	Mgmt	For	For
1f	Elect Director William J. Mulrow	Mgmt	For	Against
<p><i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				
1g	Elect Director Armando J. Olivera	Mgmt	For	For
1h	Elect Director Michael W. Ranger	Mgmt	For	For
1i	Elect Director Linda S. Sanford	Mgmt	For	For
1j	Elect Director Deirdre Stanley	Mgmt	For	For
1k	Elect Director L. Frederick Sutherland	Mgmt	For	For
1l	Elect Director Catherine Zoi	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i></p>				
4	Approve Nonqualified Employee Stock Purchase Plan	Mgmt	For	For

Constellation Energy Corporation

Meeting Date: 04/30/2024

Country: USA

Ticker: CEG

Meeting Type: Annual

Primary ISIN: US21037T1097

Primary SEDOL: BMH4FS1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Bradley M. Halverson	Mgmt	For	For
1.2	Elect Director Charles L. Harrington	Mgmt	For	For
1.3	Elect Director Dhiaa M. Jamil	Mgmt	For	For
1.4	Elect Director Nneka Rimmer	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i></p>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Constellation Software Inc.

Meeting Date: 05/13/2024

Country: Canada

Ticker: CSU

Meeting Type: Annual

Primary ISIN: CA21037X1006

Primary SEDOL: B15C4L6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jeff Bender	Mgmt	For	For
1.2	Elect Director John Billowits	Mgmt	For	For
1.3	Elect Director Lawrence Cunningham	Mgmt	For	For
1.4	Elect Director Susan Gayner	Mgmt	For	For
1.5	Elect Director Claire Kennedy	Mgmt	For	For
1.6	Elect Director Robert Kittel	Mgmt	For	For
<i>Voter Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1.7	Elect Director Mark Leonard	Mgmt	For	For
1.8	Elect Director Mark Miller	Mgmt	For	For
1.9	Elect Director Lori O'Neill	Mgmt	For	For
1.10	Elect Director Donna Parr	Mgmt	For	For
1.11	Elect Director Andrew Pastor	Mgmt	For	For
<i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
1.12	Elect Director Dexter Salna	Mgmt	For	For
1.13	Elect Director Laurie Schultz	Mgmt	For	For
1.14	Elect Director Barry Symons	Mgmt	For	For
1.15	Elect Director Robin Van Poelje	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

Contemporary Amperex Technology Co., Ltd.

Meeting Date: 04/19/2024

Country: China

Ticker: 300750

Meeting Type: Annual

Primary ISIN: CNE100003662

Primary SEDOL: BF7L9J2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Annual Report and Summary	Mgmt	For	For
2	Approve Report of the Board of Directors	Mgmt	For	For
3	Approve Report of the Board of Supervisors	Mgmt	For	For
4	Approve Profit Distribution	Mgmt	For	For
5	Approve Remuneration of Directors	Mgmt	For	For
6	Approve Remuneration of Supervisors	Mgmt	For	For
7	Approve Purchase of Liability Insurance for Directors, Supervisors and Senior Management Members	Mgmt	For	For
8	Approve to Appoint Auditor	Mgmt	For	For
9	Approve Application of Credit Lines	Mgmt	For	Against
<i>Voter Rationale: The proposed borrowing is considered excessive and may add to the company's financial burden.</i>				
10	Approve Estimated Amount of Guarantees	Mgmt	For	Against
<i>Voter Rationale: A vote AGAINST is warranted because the level of guarantee to be provided to some of the guaranteed entities is disproportionate to the level of ownership in the said entities. The company has failed to provide valid justifications in the meeting circular.</i>				
11	Approve Hedging Plan	Mgmt	For	For
12	Approve Repurchase and Cancellation of Performance Shares and Adjustment of Repurchase Price and Repurchase Quantity Deliberated at the 23rd Meeting of the Board of Directors	Mgmt	For	For
13	Approve Repurchase and Cancellation of Performance Shares and Adjustment of Repurchase Price and Repurchase Quantity Deliberated at the 27th Meeting of the Board of Directors	Mgmt	For	For
14	Amend Articles of Association	Mgmt	For	For
	AMEND CORPORATE GOVERNANCE SYSTEMS	Mgmt		
15.1	Amend Rules and Procedures Regarding General Meetings of Shareholders	Mgmt	For	Against

Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.

Contemporary Amperex Technology Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
15.2	Amend Related-Party Transaction Management System	Mgmt	For	Against
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
15.3	Amend Entrusted Asset Management System	Mgmt	For	Against
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
15.4	Amend Management System of Raised Funds	Mgmt	For	Against
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				

ConvaTec Group Plc

Meeting Date: 05/16/2024

Country: United Kingdom

Ticker: CTEC

Meeting Type: Annual

Primary ISIN: GB00BD3VFW73

Primary SEDOL: BD3VFW7

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 John McAdam as Director	Mgmt	For	For
<i>Voter Rationale: The board chairman serves as a member of the Nomination Committee.</i>				
5	Re-elect Karim Bitar as Director	Mgmt	For	For
6	Re-elect Jonny Mason as Director	Mgmt	For	For
7	Re-elect Margaret Ewing as Director	Mgmt	For	For
8	Re-elect Brian May as Director	Mgmt	For	For
9	Re-elect Constantin Coussios as Director	Mgmt	For	For
10	Re-elect Heather Mason as Director	Mgmt	For	For
11	Re-elect Kim Lody as Director	Mgmt	For	For
12	Re-elect Sharon O'Keefe as Director	Mgmt	For	For
13	Reappoint Deloitte LLP as Auditors	Mgmt	For	For
14	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
15	Approve Amendments to the Long Term Incentive Plan 2016	Mgmt	For	For
16	Authorise UK Political Donations and Expenditure	Mgmt	For	For

ConvaTec Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
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

Corcept Therapeutics Incorporated

Meeting Date: 05/17/2024

Country: USA

Ticker: CORT

Meeting Type: Annual

Primary ISIN: US2183521028

Primary SEDOL: B00SCY1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Gregg Alton	Mgmt	For	For
1.2	Elect Director G. Leonard Baker, Jr.	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.3	Elect Director Joseph K. Belanoff	Mgmt	For	For
1.4	Elect Director Gillian M. Cannon	Mgmt	For	For
1.5	Elect Director David L. Mahoney	Mgmt	For	For
1.6	Elect Director Joshua M. Murray	Mgmt	For	For
1.7	Elect Director Kimberly Park	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.8	Elect Director Daniel N. Swisher, Jr.	Mgmt	For	For
1.9	Elect Director James N. Wilson	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Corcept Therapeutics Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
4	Approve Omnibus Stock Plan	Mgmt	For	Against
<i>Voter Rationale: This plan could lead to excessive dilution. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Core Laboratories Inc.

Meeting Date: 05/08/2024	Country: USA	Ticker: CLB
	Meeting Type: Annual	
	Primary ISIN: US21867A1051	Primary SEDOL: BNKT9M2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Lawrence Bruno	Mgmt	For	For
1b	Elect Director Kwaku Temeng	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Corning Incorporated

Meeting Date: 05/02/2024	Country: USA	Ticker: GLW
	Meeting Type: Annual	
	Primary ISIN: US2193501051	Primary SEDOL: 2224701

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Leslie A. Brun	Mgmt	For	For

Corning Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Stephanie A. Burns	Mgmt	For	For
1c	Elect Director Pamela J. Craig	Mgmt	For	For
1d	Elect Director Robert F. Cummings, Jr.	Mgmt	For	For
1e	Elect Director Roger W. Ferguson, Jr.	Mgmt	For	For
1f	Elect Director Thomas D. French	Mgmt	For	For
1g	Elect Director Deborah A. Henretta	Mgmt	For	For
1h	Elect Director Daniel P. Huttenlocher	Mgmt	For	For
1i	Elect Director Kurt M. Landgraf	Mgmt	For	For
1j	Elect Director Kevin J. Martin	Mgmt	For	For
1k	Elect Director Deborah D. Rieman	Mgmt	For	For
1l	Elect Director Hansel E. Tookes, II	Mgmt	For	For
1m	Elect Director Wendell P. Weeks	Mgmt	For	For
1n	Elect Director Mark S. Wrighton	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.

3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
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Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.

Corpay, Inc.

Meeting Date: 06/06/2024

Country: USA

Ticker: CPAY

Meeting Type: Annual

Primary ISIN: US2199481068

Primary SEDOL: BMX5GK7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Annabelle Bexiga	Mgmt	For	For
1b	Elect Director Ronald F. Clarke	Mgmt	For	For
1c	Elect Director Joseph W. Farrelly	Mgmt	For	For
1d	Elect Director Rahul Gupta	Mgmt	For	For
1e	Elect Director Thomas M. Hagerty	Mgmt	For	For
1f	Elect Director Archie L. Jones, Jr.	Mgmt	For	For

Corpay, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director Richard Macchia	Mgmt	For	For
1h	Elect Director Hala G. Moddelmog	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1i	Elect Director Jeffrey S. Sloan	Mgmt	For	For
1j	Elect Director Steven T. Stull	Mgmt	For	For
1k	Elect Director Gerald Throop	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				
4	Require Independent Board Chair	SH	Against	For
<i>Voter Rationale: Appointing a fully independent chairman creates a balance of power that is more conducive to long-term performance. A board headed by management cannot reasonably provide the best oversight and evaluation of managements performance.</i>				

CoStar Group, Inc.

Meeting Date: 06/06/2024

Country: USA

Ticker: CSGP

Meeting Type: Annual

Primary ISIN: US22160N1090

Primary SEDOL: 2262864

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Michael R. Klein	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1b	Elect Director Andrew C. Florance	Mgmt	For	For
1c	Elect Director Angelique G. Brunner	Mgmt	For	For
1d	Elect Director John W. Hill	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				

CoStar Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Laura Cox Kaplan	Mgmt	For	For
1f	Elect Director Robert W. Musslewhite	Mgmt	For	For
1g	Elect Director Christopher J. Nassetta	Mgmt	For	For
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
1h	Elect Director Louise S. Sams	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i></p>				

Coursera, Inc.

Meeting Date: 05/21/2024

Country: USA

Ticker: COUR

Meeting Type: Annual

Primary ISIN: US22266M1045

Primary SEDOL: BNSNZL7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jeffrey N. Maggioncalda	Mgmt	For	For
1.2	Elect Director Susan W. Muigai	Mgmt	For	For
<p><i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
1.3	Elect Director Sabrina L. Simmons	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

Cousins Properties Incorporated

Meeting Date: 04/23/2024

Country: USA

Ticker: CUZ

Meeting Type: Annual

Primary ISIN: US2227955026

Primary SEDOL: BJP0MF6

Cousins Properties Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Charles T. Cannada	Mgmt	For	For
1b	Elect Director Robert M. Chapman	Mgmt	For	For
1c	Elect Director M. Colin Connolly	Mgmt	For	For
1d	Elect Director Scott W. Fordham	Mgmt	For	For
1e	Elect Director Lillian C. Giornelli	Mgmt	For	For
1f	Elect Director R. Kent Griffin, Jr.	Mgmt	For	For
1g	Elect Director Donna W. Hyland	Mgmt	For	For
1h	Elect Director Dionne Nelson	Mgmt	For	For
1i	Elect Director R. Dary Stone	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify Deloitte & Touche, LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Covestro AG

Meeting Date: 04/17/2024

Country: Germany

Ticker: 1COV

Meeting Type: Annual

Primary ISIN: DE0006062144

Primary SEDOL: BYTBWY9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt		
2	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For
3	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	Against
<i>Voter Rationale: The company should reduce director terms and, ideally, introduce annual re-elections, in order to facilitate a more dynamic board refreshment process.</i>				
4	Approve Remuneration Report	Mgmt	For	Against
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				

Covestro AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Ratify KPMG AG as Auditors for Fiscal Year 2024 and for the Review of the Interim Financial Statements for Fiscal Year 2024 and First Quarter of Fiscal Year 2025	Mgmt	For	For
6	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares; Authorize Use of Financial Derivatives when Repurchasing Shares	Mgmt	For	For
7	Approve Affiliation Agreement with Covestro First Real Estate GmbH	Mgmt	For	For

Cowell e Holdings Inc.

Meeting Date: 05/23/2024

Country: Cayman Islands

Ticker: 1415

Meeting Type: Annual

Primary ISIN: KYG248141163

Primary SEDOL: BWCH5K7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2a1	Elect Wu Ying-Cheng as Director	Mgmt	For	For
<i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>				
2a2	Elect Su Yen-Hsueh as Director	Mgmt	For	For
2a3	Elect Liu Xia as Director	Mgmt	For	For
2b	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
3	Approve KPMG, Certified Public Accountants as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
4	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
5	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
6	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				

Crane Company

Meeting Date: 04/22/2024

Country: USA

Ticker: CR

Meeting Type: Annual

Primary ISIN: US2244081046

Primary SEDOL: BNYD4F8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Martin R. Benante	Mgmt	For	For
1.2	Elect Director Sanjay Kapoor	Mgmt	For	For
1.3	Elect Director Ronald C. Lindsay	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.4	Elect Director Ellen McClain	Mgmt	For	For
1.5	Elect Director Charles G. McClure, Jr.	Mgmt	For	For
1.6	Elect Director Max H. Mitchell	Mgmt	For	For
1.7	Elect Director Jennifer M. Pollino	Mgmt	For	For
1.8	Elect Director John S. Stroup	Mgmt	For	For
1.9	Elect Director James L. L. Tullis	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

create restaurants holdings, inc.

Meeting Date: 05/29/2024

Country: Japan

Ticker: 3387

Meeting Type: Annual

Primary ISIN: JP3269930008

Primary SEDOL: B0J2LC5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Goto, Hitoshi	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
1.2	Elect Director Kawai, Jun	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				

create restaurants holdings, inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Shimamura, Akira	Mgmt	For	For
1.4	Elect Director Ouchi, Genta	Mgmt	For	For
1.5	Elect Director Ono, Hitoshi	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Ishii, Yusuke	Mgmt	For	For
2.2	Elect Director and Audit Committee Member Matsuoka, Kazuomi	Mgmt	For	For
2.3	Elect Director and Audit Committee Member Otsuka, Miyuki	Mgmt	For	For
2.4	Elect Director and Audit Committee Member Katayama, Noriyuki	Mgmt	For	For

Credit Acceptance Corporation

Meeting Date: 06/05/2024

Country: USA

Ticker: CACC

Meeting Type: Annual

Primary ISIN: US2253101016

Primary SEDOL: 2232050

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kenneth S. Booth	Mgmt	For	For
1.2	Elect Director Glenda J. Flanagan	Mgmt	For	Withhold
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i></p>				
1.3	Elect Director Vinayak R. Hegde	Mgmt	For	For
1.4	Elect Director Sean E. Quinn	Mgmt	For	For
1.5	Elect Director Thomas N. Tryforos	Mgmt	For	For
1.6	Elect Director Scott J. Vassalluzzo	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
4	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

Meeting Date: 05/22/2024

Country: France

Ticker: ACA

Meeting Type: Annual/Special

Primary ISIN: FR0000045072

Primary SEDOL: 7262610

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 1.05 per Share	Mgmt	For	For
4	Approve Transactions with Groupe TVA Re: ASU GTVA Credit Agricole	Mgmt	For	For
5	Approve Transaction with Worldline, Credit Agricole Payment Services, LCL, 39 Caisses Regionales de Credit Agricole Mutuel and AVEM Re: Framework Agreement	Mgmt	For	For
6	Approve Transaction with Credit Agricole CIB Re: Transfer of Activities of Company's Banking Services Department	Mgmt	For	For
7	Approve Transaction with Banco Santander, S.A., Santander Investment, S.A., CACEIS, CACEIS Bank et CACEIS Bank Spain Re: CACEIS Governance Rules	Mgmt	For	For
8	Reelect SAS Rue la Boetie as Director	Mgmt	For	Against
<i>Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The nomination committee should be majority independent and this directors membership could hamper the committees impartiality and effectiveness.</i>				
9	Reelect Olivier Auffray as Director	Mgmt	For	Against
<i>Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.</i>				
10	Reelect Nicole Gourmelon as Director	Mgmt	For	Against
<i>Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.</i>				
11	Reelect Marianne Laigneau as Director	Mgmt	For	For
12	Reelect Louis Tercinier as Director	Mgmt	For	Against
<i>Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The nomination committee should be majority independent and this directors membership could hamper the committees impartiality and effectiveness.</i>				
13	Ratify Appointment of Christine Gandon as Director Following Resignation of Jean-Paul Kerrien	Mgmt	For	Against
<i>Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.</i>				

Credit Agricole SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
14	Reelect Christophe Lesur as Representative of Employee Shareholders to the Board and Caroline Corbiere as Alternate Representative of Employee to the Board	Mgmt	For	For
15	Renew Appointment of Pricewaterhousecoopers Audit as Auditor; End of Mandate of Jean-Baptiste Deschryver as Alternate Auditor and Decision Not to Reelect and Renew	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
16	Appoint Mazars as Auditor; End of Mandate of Auditex as Alternate Auditor and Decision Not to Reelect and Renew	Mgmt	For	For
17	Appoint Pricewaterhousecoopers Audit as Auditor for the Sustainability Reporting	Mgmt	For	For
18	Appoint Mazars as Auditor for the Sustainability Reporting	Mgmt	For	For
19	Approve Remuneration Policy of Dominique Lefebvre, Chairman of the Board	Mgmt	For	For
20	Approve Remuneration Policy of Philippe Brassac, CEO	Mgmt	For	For
21	Approve Remuneration Policy of Olivier Gavalda, Vice-CEO	Mgmt	For	For
22	Approve Remuneration Policy of Jerome Grivet, Vice-CEO	Mgmt	For	For
23	Approve Remuneration Policy of Xavier Musca, Vice-CEO	Mgmt	For	For
24	Approve Remuneration Policy of Directors	Mgmt	For	For
25	Approve Compensation of Dominique Lefebvre, Chairman of the Board	Mgmt	For	For
26	Approve Compensation of Philippe Brassac, CEO	Mgmt	For	For
27	Approve Compensation of Olivier Gavalda, Vice-CEO	Mgmt	For	For
28	Approve Compensation of Jerome Grivet, Vice-CEO	Mgmt	For	For
29	Approve Compensation of Xavier Musca, Vice-CEO	Mgmt	For	For
30	Approve Compensation Report	Mgmt	For	For
31	Approve the Aggregate Remuneration Granted in 2023 to Senior Management, Responsible Officers and Regulated Risk-Takers	Mgmt	For	For
32	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Extraordinary Business	Mgmt		
33	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 4.6 Billion	Mgmt	For	For
<p><i>Voter Rationale: * Votes FOR the authorizations under Items 33 to 37 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights. * A qualified vote FOR Item 38 is warranted because, although the company fails to provide a rationale for the proposed maximum discount (50 percent), this is mitigated by the limited circumstances under which this discount could affect the share issuance price. * A vote FOR the total limit proposed under Item 39 is warranted as it limits shareholder dilution.</i></p>				
34	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 908 Million	Mgmt	For	For
35	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 908 Million	Mgmt	For	For
36	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 33-35, 37-38 and 41-42	Mgmt	For	For
37	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For
38	Authorize Board to Set Issue Price for 10 Percent Per Year of Issued Capital Pursuant to Issue Authority without Preemptive Rights	Mgmt	For	For
<p><i>Voter Rationale: * Votes FOR the authorizations under Items 33 to 37 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights. * A qualified vote FOR Item 38 is warranted because, although the company fails to provide a rationale for the proposed maximum discount (50 percent), this is mitigated by the limited circumstances under which this discount could affect the share issuance price. * A vote FOR the total limit proposed under Item 39 is warranted as it limits shareholder dilution.</i></p>				
39	Set Total Limit for Capital Increase to Result from All Issuance Requests at EUR 4.6 Billion	Mgmt	For	For
40	Authorize Capitalization of Reserves of Up to EUR 1 Billion for Bonus Issue or Increase in Par Value	Mgmt	For	For
41	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
42	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of the Group's Subsidiaries	Mgmt	For	For
43	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
44	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Meeting Date: 06/19/2024

Country: Japan

Ticker: 8253

Meeting Type: Annual

Primary ISIN: JP3271400008

Primary SEDOL: 6591809

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 105	Mgmt	For	For
2.1	Elect Director Rinno, Hiroshi	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Given the recent changes to the board, we will keep this matter under review.</i>				
2.2	Elect Director Mizuno, Katsumi	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Given the recent changes to the board, we will keep this matter under review.</i>				
2.3	Elect Director Takahashi, Naoki	Mgmt	For	For
2.4	Elect Director Ono, Kazutoshi	Mgmt	For	For
2.5	Elect Director Mori, Kosuke	Mgmt	For	For
2.6	Elect Director Nakayama, Naoki	Mgmt	For	For
2.7	Elect Director Ashikaga, Shunji	Mgmt	For	For
2.8	Elect Director Kato, Kosuke	Mgmt	For	For
2.9	Elect Director Togashi, Naoki	Mgmt	For	For
2.10	Elect Director Yokokura, Hitoshi	Mgmt	For	For
2.11	Elect Director Sakaguchi, Eiji	Mgmt	For	For
2.12	Elect Director Hoshiba, Yumiko	Mgmt	For	For
3	Appoint Alternate Statutory Auditor Ito, Komei	Mgmt	For	For
4	Amend Articles to Establish Image Enhancement Taskforce	SH	Against	Against
5	Amend Articles to Temporarily Suspend Real Estate Finance Joint Developments	SH	Against	Against
6	Amend Articles to Request Suruga Bank Ltd. to Resolve Fraudulent Loan Problems	SH	Against	Against
7	Remove Incumbent Director Kato, Kosuke	SH	Against	Against
8	Amend Articles to Add Provision on Director Total Tenure Limit	SH	Against	Against
9.1	Remove Incumbent Director Rinno, Hiroshi	SH	Against	Against
9.2	Remove Incumbent Director Mizuno, Katsumi	SH	Against	Against

Credit Saison Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Amend Articles to Disclose and Verify Information concerning Capital and Business Alliances	SH	Against	Against
11	Amend Articles to Establish Corporate Management and Supervisory Office for Capital and Business Alliances	SH	Against	Against
12	Amend Articles to Establish Demonstration Activity Response Taskforce	SH	Against	Against
13	Amend Articles to Require Individual Compensation Disclosure for Directors and Executive Officers	SH	Against	For

*Voter Rationale: A vote FOR this shareholder proposal is recommended because: * The proposed disclosure would promote accountability and help shareholders make better-informed decisions.*

Cricut, Inc.

Meeting Date: 05/16/2024

Country: USA

Ticker: CRCT

Meeting Type: Annual

Primary ISIN: US22658D1000

Primary SEDOL: BMXDS27

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ashish Arora	Mgmt	For	For
1.2	Elect Director Len Blackwell	Mgmt	For	For
1.3	Elect Director Steven Blasnik	Mgmt	For	Withhold
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders. The remuneration committee should be independent and this directors membership could hamper the committees impartiality and effectiveness. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.4	Elect Director Russell Freeman	Mgmt	For	Withhold
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders.</i>				
1.5	Elect Director Jason Makler	Mgmt	For	Withhold
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders. The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s). The remuneration committee should be independent and this directors membership could hamper the committees impartiality and effectiveness. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.6	Elect Director Melissa Reiff	Mgmt	For	For
1.7	Elect Director Billie Williamson	Mgmt	For	For

Cricut, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: A vote AGAINST this proposal is warranted. CEO pay remains relatively high compared to peers, even when removing the impact of dividend equivalents paid in FY23 due to the company's special dividends, with LTI award magnitude driving elevated pay in FY23. In addition, LTI awards lacked performance criteria, and the CEO's multiple bonus opportunities create high potential payouts.</i></p>				
3	Ratify BDO USA, P.C. as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

Crinetics Pharmaceuticals, Inc.

Meeting Date: 06/07/2024	Country: USA	Ticker: CRNX
	Meeting Type: Annual	
	Primary ISIN: US22663K1079	Primary SEDOL: BDD19F8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Camille L. Bedrosian	Mgmt	For	For
1.2	Elect Director Wendell Wierenga	Mgmt	For	For
2	Ratify BDO USA, P.C. as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Majority of STI metrics are not quantitative Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				

CRISPR Therapeutics AG

Meeting Date: 05/30/2024	Country: Switzerland	Ticker: CRSP
	Meeting Type: Annual	
	Primary ISIN: CH0334081137	Primary SEDOL: BDHF4K6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
<p><i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i></p>				
2	Approve Treatment of Net Loss	Mgmt	For	For
3	Approve Discharge of Board and Senior Management	Mgmt	For	For

CRISPR Therapeutics AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4a	Reelect Director Samarth Kulkarni	Mgmt	For	For
	<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>			
4b	Reelect Director Ali Behbahani	Mgmt	For	Against
	<i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i>			
4c	Reelect Director Maria Fardis	Mgmt	For	For
4d	Reelect Director H. Edward Fleming, Jr.	Mgmt	For	For
4e	Reelect Director Simeon J. George	Mgmt	For	For
4f	Reelect Director John T. Greene	Mgmt	For	For
4g	Reelect Director Katherine A. High	Mgmt	For	For
4h	Reelect Director Douglas A. Treco	Mgmt	For	Against
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>			
4i	Reelect Director Sandesh Mahatme	Mgmt	For	For
4j	Reelect Director Christian Rommel	Mgmt	For	For
5a	Reelect Ali Behbahani as Member of the Compensation Committee	Mgmt	For	Against
	<i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i>			
5b	Reelect H. Edward Fleming, Jr. as Member of the Compensation Committee	Mgmt	For	For
5c	Reelect Simeon J. George as Member of the Compensation Committee	Mgmt	For	Against
	<i>Voter Rationale: Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns.</i>			
5d	Reelect John T. Greene as Member of the Compensation Committee	Mgmt	For	For
6a	Approve Remuneration of Directors in the Amount of USD 607,500	Mgmt	For	For
6b	Approve Remuneration of Directors in the Amount of USD 12,389,198	Mgmt	For	Against
	<i>Voter Rationale: Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable.</i>			
6c	Approve Remuneration of Executive Committee in the Amount of USD 3,700,579	Mgmt	For	Against
	<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The majority of annual bonus incentives should be quantitative. Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>			

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6d	Approve Remuneration of Executive Committee in the Amount of USD 3,195,625	Mgmt	For	Against
	<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The majority of annual bonus incentives should be quantitative. Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>			
6e	Approve Remuneration of Executive Committee in the Amount of USD 58,618,973	Mgmt	For	Against
	<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The majority of annual bonus incentives should be quantitative. Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>			
6f	Approve Remuneration Report (Non-Binding)	Mgmt	For	Against
	<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The majority of annual bonus incentives should be quantitative. Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>			
7	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The majority of annual bonus incentives should be quantitative. Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>			
8	Approve Increase in Conditional Share Capital for Employee Equity Plans	Mgmt	For	Against
	<i>Voter Rationale: This plan could lead to excessive dilution. Share-based incentive plans for executives and employees should be submitted to shareholder approval as separate voting items. Incentive awards to executives should have clearly disclosed and stretching performance targets to reward strong performance and long-term value creation.</i>			
9	Amend Omnibus Stock Plan	Mgmt	For	Against
	<i>Voter Rationale: This plan could lead to excessive dilution. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>			
10	Amend Articles of Association to Facilitate the Use of Equity Compensation and Pension Benefits Programs Consistent with Current Market Practices	Mgmt	For	Against
	<i>Voter Rationale: Changes in company's articles or by-laws should not erode shareholder rights.</i>			
11	Amend Articles Re: Creation of a Capital Band	Mgmt	For	For
12	Designate Marius Meier as Independent Proxy	Mgmt	For	For

CRISPR Therapeutics AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
13	Ratify Ernst & Young LLP as Auditor and Ernst & Young AG as Statutory Auditor	Mgmt	For	For
14	Other Business	Mgmt	For	Against

Voter Rationale: Any Other Business' should not be a voting item.

Crocs, Inc.

Meeting Date: 06/04/2024 **Country:** USA **Ticker:** CROX
Meeting Type: Annual
Primary ISIN: US2270461096 **Primary SEDOL:** B0T7Z62

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ronald L. Frasch	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.2	Elect Director Andrew Rees	Mgmt	For	For
1.3	Elect Director Charisse Ford Hughes	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				

Crombie Real Estate Investment Trust

Meeting Date: 05/09/2024 **Country:** Canada **Ticker:** CRR.UN
Meeting Type: Annual
Primary ISIN: CA2271071094 **Primary SEDOL:** B11YBV5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Trustee Paul V. Beesley	Mgmt	For	For
1.2	Elect Trustee Jane Craighead	Mgmt	For	For
<i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
1.3	Elect Trustee Mark Holly	Mgmt	For	For
1.4	Elect Trustee Jason P. Shannon	Mgmt	For	For

Crombie Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Trustee Michael Waters	Mgmt	For	For
1.6	Elect Trustee Karen Weaver	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Authorize Trustees to Fix Remuneration of Auditors	Mgmt	For	For
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	For

Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.

Cromwell European Real Estate Investment Trust

Meeting Date: 04/30/2024

Country: Singapore

Ticker: CWBU

Meeting Type: Annual

Primary ISIN: SGXC37098255

Primary SEDOL: BL9YQK1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Trustee's Report, Statement by the Manager, Audited Financial Statements and Auditors' Report	Mgmt	For	For
<i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.</i>				
2	Approve Deloitte & Touche LLP as Auditors and Authorize Manager to Fix the Auditors' Remuneration	Mgmt	For	For
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For
4	Authorize Unit Repurchase Program	Mgmt	For	For

CrowdStrike Holdings, Inc.

Meeting Date: 06/18/2024

Country: USA

Ticker: CRWD

Meeting Type: Annual

Primary ISIN: US22788C1053

Primary SEDOL: BJJ138

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Roxanne S. Austin	Mgmt	For	For
1.2	Elect Director Sameer K. Gandhi	Mgmt	For	For
1.3	Elect Director Gerhard Watzinger	Mgmt	For	For

CrowdStrike Holdings, 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

Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.

Crown Castle Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: CCI

Meeting Type: Proxy Contest

Primary ISIN: US22822V1017

Primary SEDOL: BTGQCX1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Management Universal Proxy (White Proxy Card)	Mgmt		
	From the Combined List of Management & Dissident Nominees - Elect 12 Directors	Mgmt		
1a	Elect Management Nominee Director P. Robert Bartolo	Mgmt	For	For
	<i>Voter Rationale: -</i>			
1b	Elect Management Nominee Director Cindy Christy	Mgmt	For	For
	<i>Voter Rationale: -</i>			
1c	Elect Management Nominee Director Ari Q. Fitzgerald	Mgmt	For	For
	<i>Voter Rationale: -</i>			
1d	Elect Management Nominee Director Jason Genrich	Mgmt	For	For
	<i>Voter Rationale: -</i>			
1e	Elect Management Nominee Director Andrea J. Goldsmith	Mgmt	For	For
	<i>Voter Rationale: -</i>			
1f	Elect Management Nominee Director Tammy K. Jones	Mgmt	For	For
	<i>Voter Rationale: -</i>			
1g	Elect Management Nominee Director Kevin T. Kabat	Mgmt	For	For
	<i>Voter Rationale: -</i>			

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1h	Elect Management Nominee Director Anthony J. Melone <i>Voter Rationale: -</i>	Mgmt	For	For
1i	Elect Management Nominee Director Sunit S. Patel <i>Voter Rationale: -</i>	Mgmt	For	For
1j	Elect Management Nominee Director Bradley E. Singer <i>Voter Rationale: -</i>	Mgmt	For	For
1k	Elect Management Nominee Director Kevin A. Stephens <i>Voter Rationale: -</i>	Mgmt	For	For
1l	Elect Management Nominee Director Matthew Thornton, III <i>Voter Rationale: -</i>	Mgmt	For	For
1m	Elect Dissident Nominee Director Charles Campbell Green, III <i>Voter Rationale: -</i>	SH	Withhold	Withhold
1n	Elect Dissident Nominee Director Theodore B. Miller, Jr. <i>Voter Rationale: -</i>	SH	Withhold	Withhold
1o	Elect Dissident Nominee Director Tripp H. Rice <i>Voter Rationale: -</i>	SH	Withhold	Withhold
1p	Elect Dissident Nominee Director David P. Wheeler <i>Voter Rationale: -</i>	SH	Withhold	Withhold
2	Ratify PricewaterhouseCoopers LLP as Auditors <i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation <i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>	Mgmt	For	For
4	Repeal Any Bylaw Provisions Without Shareholder Approval Subsequent to December 19, 2023 Dissident Universal Proxy (Gold Proxy Card) From the Combined List of Management & Dissident Nominees - Elect 12 Directors BOOTS CAPITAL NOMINEES	SH Mgmt Mgmt Mgmt	Against	Against
1a	Elect Dissident Nominee Director Charles Campbell Green, III <i>Voter Rationale: DO NOT VOTE on this card.</i>	SH	For	Do Not Vote

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Dissident Nominee Director Theodore B. Miller, Jr.	SH	For	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1c	Elect Dissident Nominee Director Tripp H. Rice	SH	For	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1d	Elect Dissident Nominee Director David P. Wheeler	SH	For	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1a	COMPANY NOMINEES OPPOSED BY BOOTS CAPITAL	Mgmt		
1a	Elect Management Nominee Director P. Robert Bartolo	Mgmt	Withhold	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1b	Elect Management Nominee Director Cindy Christy	Mgmt	Withhold	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1c	Elect Management Nominee Director Ari Q. Fitzgerald	Mgmt	Withhold	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1d	Elect Management Nominee Director Kevin T. Kabat	Mgmt	Withhold	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1a	COMPANY NOMINEES UNOPPOSED BY BOOTS CAPITAL	Mgmt		
1a	Elect Management Nominee Director Jason Genrich	Mgmt	None	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1b	Elect Management Nominee Director Andrea J. Goldsmith	Mgmt	None	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1c	Elect Management Nominee Director Tammy K. Jones	Mgmt	None	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1d	Elect Management Nominee Director Anthony J. Melone	Mgmt	None	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1e	Elect Management Nominee Director Sunit S. Patel	Mgmt	None	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1f	Elect Management Nominee Director Bradley E. Singer	Mgmt	None	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1g	Elect Management Nominee Director Kevin A. Stephens	Mgmt	None	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			

Crown Castle Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1h	Elect Management Nominee Director Matthew Thornton, III	Mgmt	None	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	None	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
4	Repeal Any Bylaw Provisions Without Shareholder Approval Subsequent to December 19, 2023	SH	For	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			

Cryptoport, Inc.

Meeting Date: 05/17/2024

Country: USA

Ticker: CYRX

Meeting Type: Annual

Primary ISIN: US2290503075

Primary SEDOL: BY2ZKK0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Linda Baddour	Mgmt	For	Withhold
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>			
1.2	Elect Director Richard J. Berman	Mgmt	For	Withhold
	<i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i>			
1.3	Elect Director Daniel M. Hancock	Mgmt	For	For
1.4	Elect Director Robert Hariri	Mgmt	For	For
1.5	Elect Director Ram M. Jagannath	Mgmt	For	For
1.6	Elect Director Ramkumar Mandalam	Mgmt	For	For
1.7	Elect Director Jerrell W. Shelton	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
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>			
4	Amend Omnibus Stock Plan	Mgmt	For	For
	<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>			

CSX Corporation

Meeting Date: 05/08/2024

Country: USA

Ticker: CSX

Meeting Type: Annual

Primary ISIN: US1264081035

Primary SEDOL: 2160753

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Donna M. Alvarado	Mgmt	For	For
1b	Elect Director Thomas P. Bostick	Mgmt	For	For
1c	Elect Director Anne H. Chow	Mgmt	For	For
1d	Elect Director Steven T. Halverson	Mgmt	For	For
1e	Elect Director Paul C. Hilal	Mgmt	For	For
1f	Elect Director Joseph R. Hinrichs	Mgmt	For	For
1g	Elect Director David M. Moffett	Mgmt	For	For
1h	Elect Director Linda H. Riefler	Mgmt	For	For
1i	Elect Director Suzanne M. Vautrinot	Mgmt	For	For
1j	Elect Director James L. Wainscott	Mgmt	For	For
1k	Elect Director J. Steven Whisler	Mgmt	For	For
1l	Elect Director John J. Zillmer	Mgmt	For	Against
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Establish Railroad Safety Committee	SH	Against	Against

CT Real Estate Investment Trust

Meeting Date: 05/07/2024

Country: Canada

Ticker: CRT.UN

Meeting Type: Annual

Primary ISIN: CA1264621006

Primary SEDOL: BFSRSC5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Trustee Pauline Alimchandani	Mgmt	For	For

CT Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Trustee Heather Briant	Mgmt	For	Withhold
<p><i>Voter Rationale: While directors are charged with making decisions regarding executive compensation, an advisory say on pay vote is the best method for all shareholders to provide their views on those decisions. The governance committee should put a say on pay on the AGM agenda as is now common practice in Canada. In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i></p>				
1.3	Elect Trustee Gregory Craig	Mgmt	For	For
1.4	Elect Trustee Anna Martini	Mgmt	For	For
1.5	Elect Trustee Dean McCann	Mgmt	For	For
1.6	Elect Trustee John O'Bryan	Mgmt	For	For
1.7	Elect Trustee Kevin Salsberg	Mgmt	For	For
1.8	Elect Trustee Kelly Smith	Mgmt	For	For
2	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

CTBC Financial Holding Co., Ltd.

Meeting Date: 06/14/2024	Country: Taiwan	Ticker: 2891
	Meeting Type: Annual	
	Primary ISIN: TW0002891009	Primary SEDOL: 6527666

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Financial Statements	Mgmt	For	For
<p><i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.</i></p>				
2	Approve Plan on Profit Distribution	Mgmt	For	For
3	Approve Issuance of Restricted Stocks	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i></p>				

CTS Corporation

Meeting Date: 05/09/2024	Country: USA	Ticker: CTS
	Meeting Type: Annual	
	Primary ISIN: US1265011056	Primary SEDOL: 2239244

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Donna M. Costello	Mgmt	For	For

CTS Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Amy M. Dodrill	Mgmt	For	For
1c	Elect Director William S. Johnson	Mgmt	For	For
1d	Elect Director Kieran M. O'Sullivan	Mgmt	For	For
1e	Elect Director Robert A. Profusek	Mgmt	For	For
1f	Elect Director Randy L. Stone	Mgmt	For	For
1g	Elect Director Alfonso G. Zulueta	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i></p>				
3	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

CubeSmart

Meeting Date: 05/21/2024

Country: USA

Ticker: CUBE

Meeting Type: Annual

Primary ISIN: US2296631094

Primary SEDOL: B6SW913

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Piero Bussani	Mgmt	For	For
1.2	Elect Director Jit Kee Chin	Mgmt	For	For
1.3	Elect Director Dorothy Dowling	Mgmt	For	For
1.4	Elect Director John W. Fain	Mgmt	For	For
1.5	Elect Director Jair K. Lynch	Mgmt	For	For
1.6	Elect Director Christopher P. Marr	Mgmt	For	For
1.7	Elect Director Deborah R. Salzberg	Mgmt	For	For
1.8	Elect Director John F. Remondi	Mgmt	For	For
1.9	Elect Director Jeffrey F. Rogatz	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				

Cullen/Frost Bankers, Inc.

Meeting Date: 04/24/2024

Country: USA

Ticker: CFR

Meeting Type: Annual

Primary ISIN: US2298991090

Primary SEDOL: 2239556

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Carlos Alvarez *Withdrawn Resolution*	Mgmt		
1.2	Elect Director Hope Andrade	Mgmt	For	For
1.3	Elect Director Chris M. Avery	Mgmt	For	For
1.4	Elect Director Anthony ("Tony") R. Chase	Mgmt	For	For
1.5	Elect Director Cynthia J. Comparin	Mgmt	For	For
1.6	Elect Director Samuel G. Dawson	Mgmt	For	For
1.7	Elect Director Crawford H. Edwards	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 Charles W. Matthews	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i>				
1.11	Elect Director Joseph A. Pierce	Mgmt	For	For
1.12	Elect Director Linda B. Rutherford	Mgmt	For	For
1.13	Elect Director Jack Willome	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Curtiss-Wright Corporation

Meeting Date: 05/02/2024

Country: USA

Ticker: CW

Meeting Type: Annual

Primary ISIN: US2315611010

Primary SEDOL: 2241205

Curtiss-Wright Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Lynn M. Bamford	Mgmt	For	For
1.2	Elect Director Dean M. Flatt	Mgmt	For	For
1.3	Elect Director Bruce D. Hoechner	Mgmt	For	For
1.4	Elect Director Glenda J. Minor	Mgmt	For	For
1.5	Elect Director Anthony J. Moraco	Mgmt	For	For
1.6	Elect Director William F. Moran	Mgmt	For	For
1.7	Elect Director Robert J. Rivet	Mgmt	For	For
1.8	Elect Director Peter C. Wallace	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.9	Elect Director Larry D. Wyche	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Custom Truck One Source, Inc.

Meeting Date: 06/13/2024

Country: USA

Ticker: CTOS

Meeting Type: Annual

Primary ISIN: US23204X1037

Primary SEDOL: BL66YS4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Marshall Heinberg	Mgmt	For	Withhold

Custom Truck One Source, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
<p><i>Voter Rationale: The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s). The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The audit committee is responsible for the integrity of the annual report and accounts. Substantial restatements of earnings are indicative of the inadequate oversight and controls by the audit committee.</i></p>				
1.2	Elect Director Louis Samson	Mgmt	For	For
1.3	Elect Director David Wolf	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Variable remuneration should not contain a significant overlap of metrics. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
3	Amend Omnibus Stock Plan	Mgmt	For	Against
<p><i>Voter Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factor: * The plan permits cash buyout of awards without shareholder approval (overriding factor)</i></p>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Customers Bancorp, Inc.

Meeting Date: 05/28/2024

Country: USA

Ticker: CUBI

Meeting Type: Annual

Primary ISIN: US23204G1004

Primary SEDOL: B6XHXY4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jay S. Sidhu	Mgmt	For	For
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i></p>				
1.2	Elect Director Rajeev V. Date	Mgmt	For	For
1.3	Elect Director Robert J. Buford	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
<p><i>Voter Rationale: -</i></p>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<p><i>Voter Rationale: We support an annual say on pay frequency.</i></p>				

Customers Bancorp, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Amend Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i></p>				

CVB Financial Corp.

Meeting Date: 05/15/2024	Country: USA	Ticker: CVBF
	Meeting Type: Annual	
	Primary ISIN: US1266001056	Primary SEDOL: 2160645

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director George A. Borba, Jr.	Mgmt	For	For
<p><i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
1.2	Elect Director David A. Brager	Mgmt	For	For
1.3	Elect Director Stephen A. Del Guercio	Mgmt	For	For
<p><i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
1.4	Elect Director Anna Kan	Mgmt	For	For
<p><i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
1.5	Elect Director Jane Olvera Majors	Mgmt	For	For
<p><i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
1.6	Elect Director Raymond V. O'Brien, III	Mgmt	For	For
<p><i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
1.7	Elect Director Hal W. Oswald	Mgmt	For	For
<p><i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
1.8	Elect Director Kimberly Sheehy	Mgmt	For	For
<p><i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i></p>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For

CVS Health Corporation

Meeting Date: 05/16/2024

Country: USA

Ticker: CVS

Meeting Type: Annual

Primary ISIN: US1266501006

Primary SEDOL: 2577609

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Fernando Aguirre	Mgmt	For	For
1b	Elect Director Jeffrey R. Balsler	Mgmt	For	For
1c	Elect Director C. David Brown, II	Mgmt	For	For
1d	Elect Director Alecia A. DeCoudreaux	Mgmt	For	For
1e	Elect Director Nancy-Ann M. DeParle	Mgmt	For	For
1f	Elect Director Roger N. Farah	Mgmt	For	For
1g	Elect Director Anne M. Finucane	Mgmt	For	For
1h	Elect Director J. Scott Kirby	Mgmt	For	For
1i	Elect Director Karen S. Lynch	Mgmt	For	For
1j	Elect Director Michael F. Mahoney	Mgmt	For	For
1k	Elect Director Jean-Pierre Millon	Mgmt	For	For
1l	Elect Director Mary L. Schapiro	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For
5	Commission Third Party Assessment on Company's Commitment to Freedom of Association and Collective Bargaining Rights	SH	Against	Against
6	Adopt Director Election Resignation Bylaw	SH	Against	Against
7	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	Against
<i>Voter Rationale: It appears the company's current policies and procedures already address the proponent's request.</i>				
8	Adopt Policy to Require Director Allocation of Hours Disclosure	SH	Against	Against

CYBERDYNE, Inc.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 7779

Meeting Type: Annual

Primary ISIN: JP3311530004

Primary SEDOL: BK0S445

CYBERDYNE, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Director Takahara, Isamu	Mgmt	For	For

Cytek Biosciences, Inc.

Meeting Date: 06/05/2024	Country: USA	Ticker: CTKB	
	Meeting Type: Annual		
		Primary ISIN: US23285D1090	Primary SEDOL: BP0TJS2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Wenbin Jiang	Mgmt	For	For
1.2	Elect Director Michael Holder	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.

3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
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Cytokinetics, Incorporated

Meeting Date: 05/15/2024	Country: USA	Ticker: CYTK	
	Meeting Type: Annual		
		Primary ISIN: US23282W6057	Primary SEDOL: BBBSBJ5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Robert I. Blum	Mgmt	For	For
1b	Elect Director Robert A. Harrington	Mgmt	For	For
2	Amend Qualified Employee Stock Purchase 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

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

Dah Sing Banking Group Limited

Meeting Date: 05/31/2024

Country: Hong Kong

Ticker: 2356

Meeting Type: Annual

Primary ISIN: HK2356013600

Primary SEDOL: B01G0P1

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 Hon-Hing Wong (Derek Wong) as Director	Mgmt	For	For
<p><i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				
3b	Elect Blair Chilton Pickerell as Director	Mgmt	For	For
3c	Elect Nancy Ha-Fong Chan as Director	Mgmt	For	For
3d	Elect Kin-Sang Cheung (Alex Cheung) as Director	Mgmt	For	For
3e	Elect Paul Franz Winkelmann as Director	Mgmt	For	For
4	Approve Directors' Fees	Mgmt	For	For
5	Approve PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				
6	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
<p><i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i></p>				
7	Adopt New Share Option Scheme	Mgmt	For	Against
<p><i>Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 2 years since the date of grant. Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i></p>				
8	Adopt Amended Share Award Scheme	Mgmt	For	Against
<p><i>Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 2 years since the date of grant. Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i></p>				

Dah Sing Financial Holdings Limited

Meeting Date: 05/31/2024

Country: Hong Kong

Ticker: 440

Meeting Type: Annual

Primary ISIN: HK0440001847

Primary SEDOL: 6249799

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 David Shou-yeh Wong as Director	Mgmt	For	For
<p><i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i></p>				
3b	Elect Gary Pak-Ling Wang as Director	Mgmt	For	For
<p><i>Voter Rationale: The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be majority independent and this director's membership could hamper the committee's impartiality and effectiveness.</i></p>				
3c	Elect Andrew Kwan-Yuen Leung as Director	Mgmt	For	Against
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 13.5 pct of the board.</i></p>				
3d	Elect Harold Tsu-Hing Wong as Director	Mgmt	For	For
4	Approve Directors' Fees	Mgmt	For	For
5	Approve PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
6	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
<p><i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i></p>				
7	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
8	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
<p><i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i></p>				
9	Adopt New Share Option Scheme and Terminate Existing Share Option Scheme	Mgmt	For	Against
<p><i>Voter Rationale: Long-term incentive awards should be used to incentivize long-term performance and should not be allowed to vest within 2 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable.</i></p>				

Dah Sing Financial Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Amend Share Award Scheme	Mgmt	For	Against
<p><i>Voter Rationale: Long-term incentive awards should be used to incentivize long-term performance and should not be allowed to vest within 2 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable.</i></p>				

Dai Nippon Printing Co., Ltd.

Meeting Date: 06/27/2024 **Country:** Japan **Ticker:** 7912
Meeting Type: Annual
Primary ISIN: JP3493800001 **Primary SEDOL:** 6250906

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 32	Mgmt	For	For
2.1	Elect Director Kitajima, Yoshinari	Mgmt	For	Against
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. We also note that the company has significant cross-shareholdings, however given that the company has disclosed a clear plan to reduce these, we will continue to monitor this.</i></p>				
2.2	Elect Director Miya, Kenji	Mgmt	For	For
2.3	Elect Director Yamaguchi, Masato	Mgmt	For	For
2.4	Elect Director Kuroyanagi, Masafumi	Mgmt	For	For
2.5	Elect Director Sugita, Kazuhiko	Mgmt	For	For
2.6	Elect Director Miyake, Toru	Mgmt	For	For
2.7	Elect Director Miyama, Minako	Mgmt	For	For
2.8	Elect Director Kanazawa, Takahito	Mgmt	For	For
2.9	Elect Director Miyajima, Tsukasa	Mgmt	For	For
2.10	Elect Director Tamura, Yoshiaki	Mgmt	For	For
2.11	Elect Director Shirakawa, Hiroshi	Mgmt	For	For
2.12	Elect Director Sugiura, Nobuhiko	Mgmt	For	For
3	Appoint Shareholder Director Nominee Kusunoki, Ken	SH	Against	Against
<p><i>Voter Rationale: In this case, it does not appear there is egregious mismanagement or gross negligence on the part of the current board and it is not clear that the proposed nominee would significantly contribute to strategy execution or value creation.</i></p>				

Meeting Date: 06/26/2024

Country: Japan

Ticker: 5471

Meeting Type: Annual

Primary ISIN: JP3491000000

Primary SEDOL: 6250627

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 26	Mgmt	For	For
2.1	Elect Director Ishiguro, Takeshi	Mgmt	For	Against
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Top management is responsible for the company's unfavourable ROE performance.</i>			
2.2	Elect Director Shimizu, Tetsuya	Mgmt	For	Against
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Top management is responsible for the company's unfavourable ROE performance.</i>			
2.3	Elect Director Yamashita, Toshiaki	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.4	Elect Director Kajita, Akihito	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.5	Elect Director Iwata, Tatsushi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.6	Elect Director Kashima, Tadayuki	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.7	Elect Director Hiramitsu, Noriyuki	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.8	Elect Director Yamamoto, Ryoichi	Mgmt	For	For
2.9	Elect Director Jimbo, Mutsuko	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Shimura, Susumu	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>			
3.2	Elect Director and Audit Committee Member Ono, Ryuichiro	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>			
3.3	Elect Director and Audit Committee Member Matsuo, Kenji	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>			

Daido Steel Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Elect Alternate Director and Audit Committee Member Kawabe, Nobuyasu	Mgmt	For	For
5	Approve Annual Bonus	Mgmt	For	For

Daiei Kankyo Co. Ltd.

Meeting Date: 06/26/2024	Country: Japan	Ticker: 9336
	Meeting Type: Annual	Primary ISIN: JP3480470008
		Primary SEDOL: BLGVJD9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 42	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 Kaneko, Fumio	Mgmt	For	For
3.2	Elect Director Ota, Nariyuki	Mgmt	For	For
3.3	Elect Director Onaka, Kazumasa	Mgmt	For	For
3.4	Elect Director Murakami, Tomoko	Mgmt	For	For
4.1	Elect Director and Audit Committee Member Minemori, Akira	Mgmt	For	Against
	<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>			
4.2	Elect Director and Audit Committee Member Murai, Kazumasa	Mgmt	For	For
4.3	Elect Director and Audit Committee Member Kitajima, Noriko	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
7	Approve Restricted Stock Plan	Mgmt	For	Against
	<i>Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.</i>			
8	Approve Restricted Stock Plan	Mgmt	For	Against
	<i>Voter Rationale: Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.</i>			

Daiei Kankyo Co. Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9	Approve Restricted Stock Plan	Mgmt	For	Against
<i>Voter Rationale: Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.</i>				

Daifuku Co., Ltd.

Meeting Date: 06/21/2024	Country: Japan	Ticker: 6383	
	Meeting Type: Annual		
		Primary ISIN: JP3497400006	Primary SEDOL: 6250025

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Change Fiscal Year End	Mgmt	For	For
2.1	Elect Director Geshiro, Hiroshi	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Sato, Seiji	Mgmt	For	For
2.3	Elect Director Nobuta, Hiroshi	Mgmt	For	For
2.4	Elect Director Takubo, Hideaki	Mgmt	For	For
2.5	Elect Director Terai, Tomoaki	Mgmt	For	For
2.6	Elect Director Ozawa, Yoshiaki	Mgmt	For	For
2.7	Elect Director Sakai, Mineo	Mgmt	For	For
2.8	Elect Director Kato, Kaku	Mgmt	For	For
2.9	Elect Director Kaneko, Keiko	Mgmt	For	For
2.10	Elect Director Gideon Franklin	Mgmt	For	For
3	Appoint Statutory Auditor Hakoda, Eiko	Mgmt	For	For

Dai-ichi Life Holdings, Inc.

Meeting Date: 06/24/2024	Country: Japan	Ticker: 8750	
	Meeting Type: Annual		
		Primary ISIN: JP3476480003	Primary SEDOL: B601QS4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 113	Mgmt	For	For

Dai-ichi Life Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.1	Elect Director Inagaki, Seiji	Mgmt	For	For
2.2	Elect Director Kikuta, Tetsuya	Mgmt	For	For
2.3	Elect Director Yamaguchi, Hitoshi	Mgmt	For	For
2.4	Elect Director Sogano, Hidehiko	Mgmt	For	For
2.5	Elect Director Sumino, Toshiaki	Mgmt	For	For
2.6	Elect Director Kitahori, Takako	Mgmt	For	For
2.7	Elect Director Inoue, Yuriko	Mgmt	For	For
2.8	Elect Director Shingai, Yasushi	Mgmt	For	For
2.9	Elect Director Bruce Miller	Mgmt	For	For
2.10	Elect Director Ishii, Ichiro	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Shibagaki, Takahiro	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
3.2	Elect Director and Audit Committee Member Yamakoshi, Kenji	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
3.3	Elect Director and Audit Committee Member Sato, Rieko	Mgmt	For	For
3.4	Elect Director and Audit Committee Member Masuda, Koichi	Mgmt	For	For
3.5	Elect Director and Audit Committee Member Nagase, Satoshi	Mgmt	For	For
4	Elect Alternate Director and Audit Committee Member Sakurada, Katsura	Mgmt	For	For

Daiichi Sankyo Co., Ltd.

Meeting Date: 06/17/2024

Country: Japan

Ticker: 4568

Meeting Type: Annual

Primary ISIN: JP3475350009

Primary SEDOL: B0J7D91

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 Manabe, Sunao	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				

Daiichi Sankyo Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Elect Director Okuzawa, Hiroyuki	Mgmt	For	Against
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i></p>				
2.3	Elect Director Hirashima, Shoji	Mgmt	For	For
2.4	Elect Director Fukuoka, Takashi	Mgmt	For	For
2.5	Elect Director Kama, Kazuaki	Mgmt	For	For
2.6	Elect Director Nohara, Sawako	Mgmt	For	For
2.7	Elect Director Komatsu, Yasuhiro	Mgmt	For	For
2.8	Elect Director Nishii, Takaaki	Mgmt	For	For
2.9	Elect Director Matsumoto, Takashi	Mgmt	For	For
2.10	Elect Director Homma, Yo	Mgmt	For	For

DAIKIN INDUSTRIES Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 6367

Meeting Type: Annual

Primary ISIN: JP3481800005

Primary SEDOL: 6250724

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 130	Mgmt	For	For
2.1	Elect Director Togawa, Masanori	Mgmt	For	Against
<p><i>Voter Rationale: We expect corporates in high-emitting sectors with emissions targets in place to disclose transition plans setting out how they plan to achieve these targets. These should include key levers for decarbonisation; a quantification of their relative importance; and an indication of future investment (opex / capex) to achieve decarbonisation targets. We are holding this director accountable.</i></p>				
2.2	Elect Director Takenaka, Naofumi	Mgmt	For	For
2.3	Elect Director Kawada, Tatsuo	Mgmt	For	For
2.4	Elect Director Makino, Akiji	Mgmt	For	For
2.5	Elect Director Torii, Shingo	Mgmt	For	For
2.6	Elect Director Arai, Yuko	Mgmt	For	For
2.7	Elect Director Matsuzaki, Takashi	Mgmt	For	For
2.8	Elect Director Kanwal Jeet Jawa	Mgmt	For	For
2.9	Elect Director Takahashi, Koichi	Mgmt	For	For
2.10	Elect Director Mori, Keiko	Mgmt	For	For
3	Appoint Statutory Auditor Takatsuki, Fumi	Mgmt	For	For

DAIKIN INDUSTRIES Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Appoint Alternate Statutory Auditor Ono, Ichiro	Mgmt	For	For
5	Approve Career Achievement Bonus for Director	Mgmt	For	For

Daiseki Co., Ltd.

Meeting Date: 05/23/2024	Country: Japan	Ticker: 9793
	Meeting Type: Annual	
	Primary ISIN: JP3485600005	Primary SEDOL: 6263164

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 36	Mgmt	For	For
2.1	Elect Director Yamamoto, Tetsuya	Mgmt	For	For
2.2	Elect Director Ito, Yasuo	Mgmt	For	For
2.3	Elect Director Amano, Koji	Mgmt	For	For
2.4	Elect Director Okada, Mitsuru	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Sahashi, Norikazu	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Maeda, Masaki	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Suganuma, Ayako	Mgmt	For	For

Daishi Hokuetsu Financial Group, Inc.

Meeting Date: 06/25/2024	Country: Japan	Ticker: 7327
	Meeting Type: Annual	
	Primary ISIN: JP3483850008	Primary SEDOL: BFIGQ44

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Namiki, Fujio	Mgmt	For	Against
	<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance. The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Given the recent updates to the board, we will keep this matter under review.</i>			
1.2	Elect Director Ueguri, Michiro	Mgmt	For	Against
	<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance. The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Given the recent updates to the board, we will keep this matter under review.</i>			
1.3	Elect Director Takahashi, Makoto	Mgmt	For	For

Daishi Hokuetsu Financial Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Shibata, Ken	Mgmt	For	For
1.5	Elect Director Maki, Toshiyuki	Mgmt	For	For
1.6	Elect Director Tanaka, Takayoshi	Mgmt	For	For
1.7	Elect Director Ishizaka, Takashi	Mgmt	For	For
1.8	Elect Director Miyakoshi, Tadanori	Mgmt	For	For
1.9	Elect Director Baba, Yoshiko	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Matsumoto, Kazuaki	Mgmt	For	For
2.2	Elect Director and Audit Committee Member Shirai, Tadashi	Mgmt	For	For
2.3	Elect Director and Audit Committee Member Kikuchi, Hiroyuki	Mgmt	For	For
2.4	Elect Director and Audit Committee Member Sato, Akira	Mgmt	For	For

Daito Trust Construction Co. Ltd.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 1878

Meeting Type: Annual

Primary ISIN: JP3486800000

Primary SEDOL: 6250508

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 288	Mgmt	For	For
2	Amend Articles to Amend Business Lines	Mgmt	For	For
3.1	Elect Director Takeuchi, Kei	Mgmt	For	For
3.2	Elect Director Mori, Yoshihiro	Mgmt	For	For
3.3	Elect Director Tate, Masafumi	Mgmt	For	For
3.4	Elect Director Okamoto, Tsukasa	Mgmt	For	For
3.5	Elect Director Amano, Yutaka	Mgmt	For	For
3.6	Elect Director Tanaka, Yoshimasa	Mgmt	For	For
3.7	Elect Director Iritani, Atsushi	Mgmt	For	For
3.8	Elect Director Ouchi, Chieko	Mgmt	For	For
3.9	Elect Director Owada, Junko	Mgmt	For	For

Daiwa House Industry Co., Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 1925

Meeting Type: Annual

Primary ISIN: JP3505000004

Primary SEDOL: 6251363

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 Yoshii, Keiichi	Mgmt	For	For
2.2	Elect Director Kosokabe, Takeshi	Mgmt	For	For
2.3	Elect Director Murata, Yoshiyuki	Mgmt	For	For
2.4	Elect Director Shimonishi, Keisuke	Mgmt	For	For
2.5	Elect Director Otomo, Hirotosugu	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 Nagase, Toshiya	Mgmt	For	For
2.9	Elect Director Kuwano, Yukinori	Mgmt	For	For
2.10	Elect Director Seki, Miwa	Mgmt	For	For
2.11	Elect Director Yoshizawa, Kazuhiro	Mgmt	For	For
2.12	Elect Director Ito, Yujiro	Mgmt	For	For
2.13	Elect Director Nambu, Toshikazu	Mgmt	For	For
2.14	Elect Director Fukumoto, Tomomi	Mgmt	For	For
3	Appoint Statutory Auditor Watanabe, Akihisa	Mgmt	For	For
4	Approve Annual Bonus	Mgmt	For	For
5	Approve Annual Bonus Ceiling for Directors	Mgmt	For	For

Daiwa Securities Group, Inc.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 8601

Meeting Type: Annual

Primary ISIN: JP3502200003

Primary SEDOL: 6251448

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nakata, Seiji	Mgmt	For	For
1.2	Elect Director Ogino, Akihiko	Mgmt	For	For
1.3	Elect Director Niizuma, Shinsuke	Mgmt	For	For

Daiwa Securities Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Tashiro, Keiko	Mgmt	For	For
1.5	Elect Director Sato, Eiji	Mgmt	For	For
1.6	Elect Director Hanaoka, Sachiko	Mgmt	For	For
1.7	Elect Director Kawai, Eriko	Mgmt	For	For
1.8	Elect Director Nishikawa, Katsuyuki	Mgmt	For	For
1.9	Elect Director Iwamoto, Toshio	Mgmt	For	For
1.10	Elect Director Murakami, Yumiko	Mgmt	For	For
1.11	Elect Director Iki, Noriko	Mgmt	For	For
1.12	Elect Director Yunoki, Mami	Mgmt	For	For

Danaher Corporation

Meeting Date: 05/07/2024

Country: USA

Ticker: DHR

Meeting Type: Annual

Primary ISIN: US2358511028

Primary SEDOL: 2250870

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Rainer M. Blair	Mgmt	For	For
1b	Elect Director Feroz Dewan	Mgmt	For	For
1c	Elect Director Linda Filler	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1d	Elect Director Teri List	Mgmt	For	Against
<i>Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.</i>				
1e	Elect Director Jessica L. Mega	Mgmt	For	For
1f	Elect Director Mitchell P. Rales	Mgmt	For	For
1g	Elect Director Steven M. Rales	Mgmt	For	For
1h	Elect Director Pardis C. Sabeti	Mgmt	For	For
1i	Elect Director A. Shane Sanders	Mgmt	For	Against
<i>Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.</i>				
1j	Elect Director John T. Schwieters	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.</i>				

Danaher Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1k	Elect Director Alan G. Spoon	Mgmt	For	Against
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
1l	Elect Director Raymond C. Stevens	Mgmt	For	Against
	<i>Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.</i>			
1m	Elect Director Elias A. Zerhouni	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>			
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For
	<i>Voter Rationale: Holders of significant share capital should be entitled to call a special meeting. A total holding requirement of 10% is a suitable threshold to prevent abuse.</i>			
5	Report on Effectiveness of Diversity, Equity, and Inclusion Efforts	SH	Against	Against
	<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>			

Danone SA

Meeting Date: 04/25/2024

Country: France

Ticker: BN

Meeting Type: Annual/Special

Primary ISIN: FR0000120644

Primary SEDOL: B1Y9TB3

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 2.10 per Share	Mgmt	For	For
4	Reelect Gilbert Ghostine as Director	Mgmt	For	For
5	Reelect Lise Kingo as Director	Mgmt	For	For
6	Appoint Mazars & Associates as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For

Danone SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Approve Compensation Report of Corporate Officers	Mgmt	For	For
8	Approve Compensation of Antoine de Saint-Afrique, CEO	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>				
9	Approve Compensation of Gilles Schnepf, Chairman of the Board	Mgmt	For	For
10	Approve Remuneration Policy of Executive Corporate Officers	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
11	Approve Remuneration Policy of Chairman of the Board	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	Against
<i>Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.</i>				
15	Amend Article 27 of Bylaws Re: Cap on Voting Rights	Mgmt	For	For
	Ordinary Business	Mgmt		
16	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Darling Ingredients Inc.

Meeting Date: 05/07/2024

Country: USA

Ticker: DAR

Meeting Type: Annual

Primary ISIN: US2372661015

Primary SEDOL: 2250289

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Randall C. Stuewe	Mgmt	For	For
1b	Elect Director Charles Adair	Mgmt	For	For
1c	Elect Director Beth Albright	Mgmt	For	For

Darling Ingredients Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Director Larry A. Barden	Mgmt	For	For
1e	Elect Director Celeste A. Clark	Mgmt	For	For
1f	Elect Director Linda Goodspeed	Mgmt	For	For
1g	Elect Director Enderson Guimaraes	Mgmt	For	For
1h	Elect Director Gary W. Mize	Mgmt	For	For
1i	Elect Director Michael E. Rescoe	Mgmt	For	Against
<i>Voter Rationale: We expect companies to disclose emissions reduction targets and a clear decarbonization strategy.</i>				
1j	Elect Director Kurt Stoffel	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4A	Amend Certificate of Incorporation to Include Officer Exculpation	Mgmt	For	For
4B	Amend Charter	Mgmt	For	For

Dassault Systemes SE

Meeting Date: 05/22/2024

Country: France

Ticker: DSY

Meeting Type: Annual/Special

Primary ISIN: FR0014003TT8

Primary SEDOL: BM8H5Y5

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 Mentioning the Absence of New Transactions	Mgmt	For	For
5	Appoint PricewaterhouseCoopers Audit as Auditor for the Sustainability Reporting	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Approve Remuneration Policy of Corporate Officers	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The termination payments could result in rewarding for failure. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
7	Approve Compensation of Charles Edelstenne, Chairman of the Board until January 8, 2023	Mgmt	For	For
8	Approve Compensation of Bernard Charles, Vice-Chairman of the Board and CEO until January 8, 2023 then Chairman and CEO until December 31, 2023	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i></p>				
9	Approve Compensation of Pascal Daloz, Vice-CEO fom January 9, 2023 until December 31, 2023	Mgmt	For	For
10	Approve Compensation Report of Corporate Officers	Mgmt	For	Against
<p><i>Voter Rationale: Considering some issues remain in terms of disclosure on the CEO's remuneration report along with the recurring significant dissent received at last AGMs, a vote AGAINST this resolution is warranted.</i></p>				
11	Elect Groupe Industriel Marcel Dassault SAS as Director	Mgmt	For	Against
<p><i>Voter Rationale: * A vote AGAINST this (re)election is warranted since the director is affiliated with a shareholder benefitting from the company's distortive voting structure (Item 11). * A vote FOR this independent board member is warranted given the absence of any concerns (Item 12).</i></p>				
12	Reelect Laurence Daures as Director	Mgmt	For	Against
<p><i>Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.</i></p>				
13	Authorize Repurchase of Up to 25 Million Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
14	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
15	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
16	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees and Corporate Officers of International Subsidiaries	Mgmt	For	For

Dassault Systemes SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
17	Delegate Powers to the Board to Approve Merger by Absorption by the Company	Mgmt	For	Against
<i>Voter Rationale: Votes AGAINST these delegations are warranted as they are not considered in shareholders' interests.</i>				
18	Delegate Powers to the Board to Issue up to Aggregate Nominal Amount of EUR 10 Million in Connection with Item 17	Mgmt	For	Against
<i>Voter Rationale: Votes AGAINST these delegations are warranted as they are not considered in shareholders' interests.</i>				
19	Delegate Powers to the Board to Approve Spin-Off Agreement	Mgmt	For	Against
<i>Voter Rationale: Votes AGAINST these delegations are warranted as they are not considered in shareholders' interests.</i>				
20	Delegate Powers to the Board to Issue up to Aggregate Nominal Amount of EUR 10 Million in Connection with Item 19	Mgmt	For	Against
<i>Voter Rationale: Votes AGAINST these delegations are warranted as they are not considered in shareholders' interests.</i>				
21	Delegate Powers to the Board to Acquire Certain Assets of Another Company	Mgmt	For	Against
<i>Voter Rationale: Votes AGAINST these delegations are warranted as they are not considered in shareholders' interests.</i>				
22	Delegate Powers to the Board to Issue up to Aggregate Nominal Amount of EUR 10 Million in Connection with Item 21	Mgmt	For	Against
<i>Voter Rationale: Votes AGAINST these delegations are warranted as they are not considered in shareholders' interests.</i>				
23	Ordinary Business	Mgmt		
	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Datadog, Inc.

Meeting Date: 06/05/2024

Country: USA

Ticker: DDOG

Meeting Type: Annual

Primary ISIN: US23804L1035

Primary SEDOL: BKT9Y49

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Alexis Le-Quoc	Mgmt	For	For
1b	Elect Director Michael Callahan	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				

Datadog, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Dave & Buster's Entertainment, Inc.

Meeting Date: 06/20/2024

Country: USA

Ticker: PLAY

Meeting Type: Annual

Primary ISIN: US2383371091

Primary SEDOL: B8SW166

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director James P. Chambers	Mgmt	For	For
1.2	Elect Director Hamish A. Dodds	Mgmt	For	For
1.3	Elect Director Michael J. Griffith	Mgmt	For	For
1.4	Elect Director Gail Mandel	Mgmt	For	For
1.5	Elect Director Chris Morris	Mgmt	For	For
1.6	Elect Director Atish Shah	Mgmt	For	For
1.7	Elect Director Kevin M. Sheehan	Mgmt	For	For
1.8	Elect Director Jennifer Storms	Mgmt	For	Against

Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.

2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.

Voter Rationale: The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.

DaVita Inc.

Meeting Date: 06/06/2024

Country: USA

Ticker: DVA

Meeting Type: Annual

Primary ISIN: US23918K1088

Primary SEDOL: 2898087

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Pamela M. Arway	Mgmt	For	For
1b	Elect Director Charles G. Berg	Mgmt	For	For

DaVita Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1c	Elect Director Barbara J. Desoer	Mgmt	For	For
1d	Elect Director Jason M. Hollar	Mgmt	For	For
1e	Elect Director Gregory J. Moore	Mgmt	For	For
1f	Elect Director Dennis W. Pullin	Mgmt	For	For
1g	Elect Director Javier J. Rodriguez	Mgmt	For	For
1h	Elect Director Adam H. Schechter	Mgmt	For	For
1i	Elect Director Wendy L. Schoppert	Mgmt	For	For
1j	Elect Director Phyllis R. Yale	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				

Dayforce, Inc.

Meeting Date: 04/26/2024

Country: USA

Ticker: DAY

Meeting Type: Annual

Primary ISIN: US15677J1088

Primary SEDOL: BFX1V56

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Brent B. Bickett	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1b	Elect Director Ronald F. Clarke	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1c	Elect Director Deborah A. Farrington	Mgmt	For	For
1d	Elect Director Thomas M. Hagerty	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1e	Elect Director Linda P. Mantia	Mgmt	For	For
1f	Elect Director David D. Ossip	Mgmt	For	For

Dayforce, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director Ganesh B. Rao	Mgmt	For	For
1h	Elect Director Andrea S. Rosen	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1i	Elect Director Gerald C. Throop	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Deep Yellow Limited

Meeting Date: 04/30/2024

Country: Australia

Ticker: DYL

Meeting Type: Special

Primary ISIN: AU000000DYL4

Primary SEDOL: 6480275

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Issuance of Shares under Tranche 2 Placement to the Investor Participants	Mgmt	For	For
2	Ratify Past Issuance of Shares under Tranche 1 Placement to the Investor Participants	Mgmt	For	For
3	***Withdrawn Resolution*** Approve Issuance of Shares Pursuant to Share Purchase Plan Shortfall Offer to Unrelated Institutional, Sophisticated, Professional or Qualified Investors at the Discretion of the Directors	Mgmt		
4a	Approve Issuance of Shares under Tranche 2 Placement to Christopher Salisbury	Mgmt	For	For
4b	Approve Issuance of Shares under Tranche 2 Placement to Greg Meyerowitz	Mgmt	For	For
4c	Approve Issuance of Shares under Tranche 2 Placement to Victoria Jackson	Mgmt	For	For

Definity Financial Corporation

Meeting Date: 05/17/2024

Country: Canada

Ticker: DFY

Meeting Type: Annual/Special

Primary ISIN: CA24477T1003

Primary SEDOL: BMY2ZT9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
2.1	Elect Director John Bowey	Mgmt	For	For
2.2	Elect Director Elizabeth DelBianco	Mgmt	For	For
2.3	Elect Director Daniel Fortin	Mgmt	For	For
2.4	Elect Director Dick Freeborough	Mgmt	For	For
2.5	Elect Director Sabrina Geremia	Mgmt	For	For
2.6	Elect Director Micheal Kelly	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 30% of the board.</i>				
2.7	Elect Director Robert McFarlane	Mgmt	For	For
2.8	Elect Director Adrian Mitchell	Mgmt	For	For
2.9	Elect Director Susan Monteith	Mgmt	For	For
2.10	Elect Director Rowan Saunders	Mgmt	For	For
2.11	Elect Director Edouard Schmid	Mgmt	For	For
2.12	Elect Director Michael Stramaglia	Mgmt	For	For
3	Approve Shareholder Rights Plan	Mgmt	For	Against
<i>Voter Rationale: Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and be of a limited duration.</i>				
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				

Dell Technologies Inc.

Meeting Date: 06/27/2024

Country: USA

Ticker: DELL

Meeting Type: Annual

Primary ISIN: US24703L2025

Primary SEDOL: BHKD3S6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael S. Dell	Mgmt	For	For

Dell Technologies Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director David W. Dorman	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.3	Elect Director Egon Durban	Mgmt	For	For
1.4	Elect Director David Grain	Mgmt	For	For
1.5	Elect Director William D. Green	Mgmt	For	For
1.6	Elect Director Steven M. Mollenkopf	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.7	Elect Director Lynn Vojvodich Radakovich	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.8	Elect Director Ellen J. Kullman	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
4	Report on Charitable Contributions	SH	Against	Against
<i>Voter Rationale: The company provides sufficient information regarding its corporate contributions, and absent self-dealing or gross negligence, management should be afforded discretion in determining the company's charitable giving strategy.</i>				
5	Report on Effectiveness of Diversity, Equity, and Inclusion Efforts	SH	Against	For
<i>Voter Rationale: Additional diversity-related disclosure would allow shareholders to better assess the effectiveness of the company's diversity initiatives and its management of any related risks.</i>				

Delta Electronics, Inc.

Meeting Date: 05/30/2024

Country: Taiwan

Ticker: 2308

Meeting Type: Annual

Primary ISIN: TW0002308004

Primary SEDOL: 6260734

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Business Report and Financial Statements	Mgmt	For	For
2	Approve Plan on Profit Distribution	Mgmt	For	For
3	Approve Amendments to Articles of Association	Mgmt	For	For
4	Approve Amendments to Procedures Governing the Acquisition or Disposal of Assets, Procedures for Lending Funds to Other Parties and Procedures for Endorsement and Guarantees	Mgmt	For	For
	ELECT NON-INDEPENDENT DIRECTORS AND INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt		
5.1	Elect Yancey Hai with SHAREHOLDER NO.38010 as Non-independent Director	Mgmt	For	For
<p><i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate. The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s).</i></p>				
5.2	Elect Bruce CH Cheng with SHAREHOLDER NO.1 as Non-independent Director	Mgmt	For	For
5.3	Elect Ping Cheng with SHAREHOLDER NO.43 as Non-independent Director	Mgmt	For	For
5.4	Elect Mark Ko with SHAREHOLDER NO.15314 as Non-independent Director	Mgmt	For	For
5.5	Elect Simon Chang with SHAREHOLDER NO.19 as Non-independent Director	Mgmt	For	For
5.6	Elect Victor Cheng with SHAREHOLDER NO.44 as Non-independent Director	Mgmt	For	For
5.7	Elect Shan Shan Guo with SHAREHOLDER NO.5436 as Non-independent Director	Mgmt	For	For
5.8	Elect Audrey Tseng with SHAREHOLDER NO.A220289XXX as Independent Director	Mgmt	For	Against
<p><i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				
5.9	Elect Shyue Ching Lu with SHAREHOLDER NO.H100330XXX as Independent Director	Mgmt	For	For
5.10	Elect Jack J.T. Huang with SHAREHOLDER NO.A100320XXX as Independent Director	Mgmt	For	For

Delta Electronics, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5.11	Elect Rose Tsou with SHAREHOLDER NO.E220471XXX as Independent Director	Mgmt	For	For
5.12	Elect Doris Hsu with SHAREHOLDER NO.F220489XXX as Independent Director	Mgmt	For	Against
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
6	Approve the Release from Non-competition of Restrictions on the Company's Directors	Mgmt	For	For

Deluxe Corporation

Meeting Date: 04/25/2024

Country: USA

Ticker: DLX

Meeting Type: Annual

Primary ISIN: US2480191012

Primary SEDOL: 2260363

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director William C. Cobb	Mgmt	For	For
1.2	Elect Director Paul R. Garcia	Mgmt	For	For
1.3	Elect Director Cheryl E. Mayberry McKissack	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.4	Elect Director Barry C. McCarthy	Mgmt	For	For
1.5	Elect Director Thomas J. Reddin	Mgmt	For	For
1.6	Elect Director Martyn R. Redgrave	Mgmt	For	For
1.7	Elect Director John L. Stauch	Mgmt	For	For
1.8	Elect Director Telisa L. Yancy	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Denison Mines Corp.

Meeting Date: 05/09/2024

Country: Canada

Ticker: DML

Meeting Type: Annual

Primary ISIN: CA2483561072

Primary SEDOL: 2003223

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David D. Cates	Mgmt	For	For
1.2	Elect Director Brian D. Edgar	Mgmt	For	For
1.3	Elect Director Jong Ho Hong	Mgmt	For	For
1.4	Elect Director David Neuburger	Mgmt	For	For
1.5	Elect Director Laurie Sterritt	Mgmt	For	For
1.6	Elect Director Jennifer Traub	Mgmt	For	For
1.7	Elect Director Patricia M. Volker	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For

Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

DENSO Corp.

Meeting Date: 06/20/2024

Country: Japan

Ticker: 6902

Meeting Type: Annual

Primary ISIN: JP3551500006

Primary SEDOL: 6640381

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Arima, Koji	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
1.2	Elect Director Hayashi, Shinnosuke	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
1.3	Elect Director Matsui, Yasushi	Mgmt	For	For
1.4	Elect Director Yamazaki, Yasuhiko	Mgmt	For	For
1.5	Elect Director Toyoda, Akio	Mgmt	For	For
1.6	Elect Director Kushida, Shigeki	Mgmt	For	For

DENSO Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Mitsuya, Yuko	Mgmt	For	For
1.8	Elect Director Joseph P. Schmelzeis, Jr	Mgmt	For	For
2	Appoint Alternate Statutory Auditor Kitagawa, Hiromi	Mgmt	For	For
3	Approve Restricted Stock Plan	Mgmt	For	Against

Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.

DENTSPLY SIRONA Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: XRAY

Meeting Type: Annual

Primary ISIN: US24906P1093

Primary SEDOL: BYNPPC6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Simon D. Campion	Mgmt	For	For
1b	Elect Director Willie A. Deese	Mgmt	For	For
1c	Elect Director Brian T. Gladden	Mgmt	For	For
1d	Elect Director Betsy D. Holden	Mgmt	For	For
1e	Elect Director Clyde R. Hosein	Mgmt	For	For
1f	Elect Director Gregory T. Lucier	Mgmt	For	For
1g	Elect Director Jonathan J. Mazelsky	Mgmt	For	For
1h	Elect Director Leslie F. Varon	Mgmt	For	For
1i	Elect Director Janet S. Vergis	Mgmt	For	For
1j	Elect Director Dorothea Wenzel	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
<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Variable remuneration should not contain a significant overlap of metrics.</i>				
4	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
5	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For

Derwent London Plc

Meeting Date: 05/10/2024

Country: United Kingdom

Ticker: DLN

Meeting Type: Annual

Primary ISIN: GB0002652740

Primary SEDOL: 0265274

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 Lucinda Bell as Director	Mgmt	For	For
5	Re-elect Mark Breuer as Director	Mgmt	For	For
<i>Voter Rationale: The board chairman serves as a member of the Nomination Committee.</i>				
6	Re-elect Nigel George as Director	Mgmt	For	For
7	Re-elect Helen Gordon as Director	Mgmt	For	For
8	Re-elect Emily Prideaux as Director	Mgmt	For	For
9	Re-elect Sanjeev Sharma as Director	Mgmt	For	For
10	Re-elect Cilla Snowball as Director	Mgmt	For	For
11	Re-elect Paul Williams as Director	Mgmt	For	For
12	Re-elect Damian Wisniewski 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 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 Increase in Limit on Aggregate Fees Payable to Directors	Mgmt	For	For
20	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

Descente Ltd.

Meeting Date: 06/13/2024

Country: Japan

Ticker: 8114

Meeting Type: Annual

Primary ISIN: JP3548800006

Primary SEDOL: 6265438

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 48	Mgmt	For	For
2.1	Elect Director Koseki, Shuichi	Mgmt	For	For
2.2	Elect Director Morofuji, Masahiro	Mgmt	For	For
2.3	Elect Director Shimizu, Motonari	Mgmt	For	For
2.4	Elect Director Shimada, Takeshi	Mgmt	For	For
2.5	Elect Director Kasahara, Yasuyo	Mgmt	For	For
2.6	Elect Director Yoshioka, Koichi	Mgmt	For	For
2.7	Elect Director Takizawa, Miho	Mgmt	For	For
3.1	Appoint Statutory Auditor Matsumoto, Akira	Mgmt	For	For
3.2	Appoint Statutory Auditor Kakita, Norihiro	Mgmt	For	For
4	Approve Compensation Ceiling for Statutory Auditors	Mgmt	For	For

Deutsche Lufthansa AG

Meeting Date: 05/07/2024

Country: Germany

Ticker: LHA

Meeting Type: Annual

Primary ISIN: DE0008232125

Primary SEDOL: 5287488

Did Not Vote Due to Ballot Shareblocking

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 0.30 per Share	Mgmt	For	Do Not Vote
3	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	Do Not Vote
4	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	Do Not Vote
5	Approve Remuneration Report	Mgmt	For	Do Not Vote
6.1	Elect Britta Seeger to the Supervisory Board	Mgmt	For	Do Not Vote
6.2	Elect Sara Hennicken to the Supervisory Board	Mgmt	For	Do Not Vote
6.3	Elect Thomas Enders to the Supervisory Board	Mgmt	For	Do Not Vote

Deutsche Lufthansa AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6.4	Elect Harald Krueger to the Supervisory Board	Mgmt	For	Do Not Vote
7	Approve Creation of EUR 1 Billion Pool of Authorized Capital with or without Exclusion of Preemptive Rights	Mgmt	For	Do Not Vote
8	Ratify EY GmbH & Co. KG as Auditors for Fiscal Year 2024 and for the Review of Interim Financial Statements for the First Half of Fiscal Year 2024	Mgmt	For	Do Not Vote

Deutsche Telekom AG

Meeting Date: 04/10/2024

Country: Germany

Ticker: DTE

Meeting Type: Annual

Primary ISIN: DE0005557508

Primary SEDOL: 5842359

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 0.77 per Share	Mgmt	For	For
3	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For
5	Ratify Deloitte GmbH as Auditors for Fiscal Year 2024 and for the Review of the Interim Financial Statements for Fiscal Year 2024 and First Quarter of Fiscal Year 2025	Mgmt	For	For
6.1	Elect Lars Hinrichs to the Supervisory Board	Mgmt	For	For
6.2	Elect Karl-Heinz Streibich to the Supervisory Board	Mgmt	For	For
7	Approve Issuance of Warrants/Bonds with Warrants Attached/Convertible Bonds without Preemptive Rights up to Aggregate Nominal Amount of EUR 8 Billion; Approve Creation of EUR 1.2 Billion Pool of Capital to Guarantee Conversion Rights	Mgmt	For	For
8	Approve Remuneration Policy for the Supervisory Board	Mgmt	For	For

Deutsche Telekom AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9	Approve Remuneration Report	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns.</i></p>				

Devon Energy Corporation.

Meeting Date: 06/05/2024	Country: USA	Ticker: DVN
	Meeting Type: Annual	
	Primary ISIN: US25179M1036	Primary SEDOL: 2480677

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Barbara M. Baumann	Mgmt	For	For
1.2	Elect Director John E. Bethancourt	Mgmt	For	For
1.3	Elect Director Ann G. Fox	Mgmt	For	For
1.4	Elect Director Gennifer F. Kelly	Mgmt	For	For
1.5	Elect Director Kelt Kindick	Mgmt	For	For
1.6	Elect Director John Krenicki, Jr.	Mgmt	For	For
1.7	Elect Director Karl F. Kurz	Mgmt	For	For
1.8	Elect Director Michael N. Mears	Mgmt	For	For
1.9	Elect Director Robert A. Mosbacher, Jr.	Mgmt	For	For
1.10	Elect Director Richard E. Muncrief	Mgmt	For	For
1.11	Elect Director Valerie M. Williams	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i></p>				
4	Amend Bylaw regarding Stockholder Approval of Director Compensation	SH	Against	Against
<p><i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i></p>				

DexCom, Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: DXCM

Meeting Type: Annual

Primary ISIN: US2521311074

Primary SEDOL: B0796X4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kevin R. Sayer	Mgmt	For	For
1.2	Elect Director Steven R. Altman	Mgmt	For	For
1.3	Elect Director Nicholas Augustinos	Mgmt	For	For
1.4	Elect Director Richard A. Collins	Mgmt	For	For
1.5	Elect Director Karen Dahut	Mgmt	For	For
1.6	Elect Director Rimma Driscoll	Mgmt	For	For
1.7	Elect Director Mark G. Foletta	Mgmt	For	For
1.8	Elect Director Bridgette P. Heller	Mgmt	For	For
1.9	Elect Director Kyle Malady	Mgmt	For	For
1.10	Elect Director Eric J. Topol	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
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Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.

4	Report on Median Gender/Racial Pay Gap	SH	Against	For
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Voter Rationale: Shareholders could benefit from the median pay gap statistics that would allow them to compare and measure the progress of the company's diversity and inclusion initiatives.

5	Report on Political Contributions	SH	Against	For
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Voter Rationale: Comprehensive, aggregate disclosure on political spending is best practice. Disclosure should include all state and local donations including support for 527 organizations and ballot initiatives. In addition, the company should identify key relationships with trade associations that engage in lobbying on the corporation's behalf, as well as describe its policies and processes for giving. We ask that the board provide ultimate oversight for political donations.

Dexerials Corp.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 4980

Meeting Type: Annual

Primary ISIN: JP3548770001

Primary SEDOL: BYP97J7

Dexerials Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 65	Mgmt	For	For
2.1	Elect Director Shinya, Yoshihisa	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Satake, Toshiya	Mgmt	For	For
2.3	Elect Director Yokokura, Takashi	Mgmt	For	For
2.4	Elect Director Taguchi, Satoshi	Mgmt	For	For
2.5	Elect Director Hagiwara, Toshihiro	Mgmt	For	For
3	Approve Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For
4	Approve Compensation Ceiling for Directors Who Are Audit Committee Members	Mgmt	For	For
5	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

Diamond Offshore Drilling, Inc.

Meeting Date: 05/09/2024

Country: USA

Ticker: DO

Meeting Type: Annual

Primary ISIN: US25271C2017

Primary SEDOL: BN0W664

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Benjamin C. Duster, IV	Mgmt	For	For
1.2	Elect Director Bernie Wolford, Jr.	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

DiamondRock Hospitality Company

Meeting Date: 05/01/2024

Country: USA

Ticker: DRH

Meeting Type: Annual

Primary ISIN: US2527843013

Primary SEDOL: B090B96

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director William W. McCarten	Mgmt	For	For
1b	Elect Director Mark W. Brugger *Withdrawn Resolution*	Mgmt		
1c	Elect Director Timothy R. Chi	Mgmt	For	For
1d	Elect Director Michael A. Hartmeier	Mgmt	For	For
1e	Elect Director Kathleen A. Merrill	Mgmt	For	For
1f	Elect Director William J. Shaw	Mgmt	For	For
1g	Elect Director Bruce D. Wardinski	Mgmt	For	For
1h	Elect Director Tabassum S. Zalotrawala	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i></p>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i></p>				

Dicker Data Limited

Meeting Date: 05/27/2024

Country: Australia

Ticker: DDR

Meeting Type: Annual

Primary ISIN: AU000000DDR5

Primary SEDOL: B3YPKQ7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Remuneration Report	Mgmt	For	For
<p><i>Voter Rationale: The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it. The remuneration committee should consider deferring a proportion of the annual cash bonus into shares which would be more effective in retaining executives and ensuring that the annual and long-term performance objectives are aligned. The remuneration report does not articulate how executives performed against historic performance targets. The board should articulate how bonus payments reflect prior year performance, as well as outlining forward-looking targets that underpin long-term incentive plans.</i></p>				
3.1	Elect Vladimir Mitnovetski as Director	Mgmt	For	For
3.2	Elect Kim Stewart-Smith as Director	Mgmt	For	For
4	Approve the Spill Resolution	Mgmt	Against	Against

Dick's Sporting Goods, Inc.

Meeting Date: 06/12/2024

Country: USA

Ticker: DKS

Meeting Type: Annual

Primary ISIN: US2533931026

Primary SEDOL: 2969637

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mark J. Barrenechea	Mgmt	For	For
1b	Elect Director Emanuel Chirico	Mgmt	For	For
1c	Elect Director William J. Colombo	Mgmt	For	Withhold
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders.</i>				
1d	Elect Director Robert W. Eddy	Mgmt	For	For
1e	Elect Director Anne Fink	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1f	Elect Director Larry Fitzgerald, Jr.	Mgmt	For	For
1g	Elect Director Lauren R. Hobart	Mgmt	For	For
1h	Elect Director Sandeep Mathrani	Mgmt	For	For
1i	Elect Director Desiree Ralls-Morrison	Mgmt	For	For
1j	Elect Director Lawrence J. Schorr	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1k	Elect Director Edward W. Stack	Mgmt	For	Withhold
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders.</i>				
1l	Elect Director Larry D. Stone	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
4	Adopt a Policy to Annually Disclose EEO-1 Report	SH	Against	For
<i>Voter Rationale: The company should disclose its demographic workforce data as per the EEO-1 requirement. This will help to increase transparency and aid shareholders in assessing the effectiveness of the company's stated efforts to address related human capital material risks and opportunities.</i>				
5	Amend Bylaw Waiving Business Judgement Rule	SH	Against	Against
<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>				

Digital Core REIT

Meeting Date: 04/18/2024

Country: Singapore

Ticker: DCRU

Meeting Type: Extraordinary Shareholders

Primary ISIN: SGXC50067435

Primary SEDOL: BNYGMH5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Proposed Acquisition	Mgmt	For	For

Digital Core REIT

Meeting Date: 04/18/2024

Country: Singapore

Ticker: DCRU

Meeting Type: Annual

Primary ISIN: SGXC50067435

Primary SEDOL: BNYGMH5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Trustee's Report, the Manager's Statement, Financial Statements and Directors' and Auditors' Reports <i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account. Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize the Manager to Fix the Auditors' Remuneration	Mgmt	For	For
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For
4	Authorize Unit Repurchase Program	Mgmt	For	For

Digital Garage, Inc.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 4819

Meeting Type: Annual

Primary ISIN: JP3549070005

Primary SEDOL: 6309422

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 Hayashi, Kaoru	Mgmt	For	For
2.2	Elect Director Odori, Keizo	Mgmt	For	For
2.3	Elect Director Okuma, Masahito	Mgmt	For	For

Digital Garage, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.4	Elect Director Ito, Joichi	Mgmt	For	For
2.5	Elect Director Shino, Hiroshi	Mgmt	For	For
2.6	Elect Director Ozaki, Hiromi	Mgmt	For	For
2.7	Elect Director Nishida, Mitsushi	Mgmt	For	For
2.8	Elect Director Moriyama, Hironobu	Mgmt	For	For
2.9	Elect Director Ikeda, Masako	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Rokuyata, Yasuyuki	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Inoue, Junji	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Makino, Koji	Mgmt	For	For
3.4	Elect Director and Audit Committee Member Uchino, Shuma	Mgmt	For	For

Digital Realty Trust, Inc.

Meeting Date: 06/07/2024

Country: USA

Ticker: DLR

Meeting Type: Annual

Primary ISIN: US2538681030

Primary SEDOL: B03GQS4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director VeraLinn "Dash" Jamieson	Mgmt	For	For
1b	Elect Director Kevin J. Kennedy	Mgmt	For	For
1c	Elect Director William G. LaPerch	Mgmt	For	For
1d	Elect Director Jean F.H.P. Mandeville	Mgmt	For	For
1e	Elect Director Afshin Mohebbi	Mgmt	For	For
1f	Elect Director Mark R. Patterson	Mgmt	For	For
1g	Elect Director Mary Hogan Preusse	Mgmt	For	For
1h	Elect Director Andrew P. Power	Mgmt	For	For
1i	Elect Director Susan Swanezy	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For

Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.

Digital Realty Trust, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				

DigitalBridge Group, Inc.

Meeting Date: 04/26/2024

Country: USA

Ticker: DBRG

Meeting Type: Annual

Primary ISIN: US25401T6038

Primary SEDOL: BPW6ZP0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director James Keith Brown	Mgmt	For	For
1.2	Elect Director Nancy A. Curtin	Mgmt	For	For
1.3	Elect Director Jeannie H. Diefenderfer	Mgmt	For	For
1.4	Elect Director Jon A. Fosheim	Mgmt	For	For
1.5	Elect Director Marc C. Ganzi	Mgmt	For	For
1.6	Elect Director Gregory J. McCray	Mgmt	For	For
1.7	Elect Director Shaka Rasheed	Mgmt	For	For
1.8	Elect Director Dale Anne Reiss	Mgmt	For	For
1.9	Elect Director David M. Tolley	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i></p>				
3	Approve Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i></p>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

DigitalOcean Holdings, Inc.

Meeting Date: 06/06/2024

Country: USA

Ticker: DOCN

Meeting Type: Annual

Primary ISIN: US25402D1028

Primary SEDOL: BNC23Q1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Pratima Arora	Mgmt	For	For
1.2	Elect Director Warren Jenson	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against

Voter Rationale: We have concerns regarding the CFO's sign-on awards, comprised solely of time-based awards, amounting to nearly \$15 million vesting over four years. The value of the RSUs represents nearly 32 times his base salary and roughly 2.66 times the highest valued long-term incentive package granted during the year and the company has not provided any further disclosure as to whether the grant was meant to compensate him for awards forfeited upon leaving a prior employer.

Dillard's, Inc.

Meeting Date: 05/18/2024

Country: USA

Ticker: DDS

Meeting Type: Annual

Primary ISIN: US2540671011

Primary SEDOL: 2269768

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director James I. Freeman	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1b	Elect Director Rob C. Holmes	Mgmt	For	For
1c	Elect Director Reynie Rutledge	Mgmt	For	For
1d	Elect Director J.C. Watts, Jr.	Mgmt	For	For
1e	Elect Director Nick White	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Amend Non-Employee Director Restricted Stock Plan	Mgmt	For	Against

Voter Rationale: This plan could lead to excessive dilution.

Dime Community Bancshares, Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: DCOM

Meeting Type: Annual

Primary ISIN: US25432X1028

Primary SEDOL: BMFZ702

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kenneth J. Mahon	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1.2	Elect Director Paul M. Aguggia	Mgmt	For	For
1.3	Elect Director Rosemarie Chen	Mgmt	For	For
1.4	Elect Director Michael P. Devine	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1.5	Elect Director Judith H. Germano	Mgmt	For	For
1.6	Elect Director Matthew A. Lindenbaum	Mgmt	For	For
1.7	Elect Director Stuart H. Lubow	Mgmt	For	For
1.8	Elect Director Albert E. McCoy, Jr.	Mgmt	For	For
1.9	Elect Director Raymond A. Nielsen	Mgmt	For	For
1.10	Elect Director Joseph J. Perry	Mgmt	For	For
1.11	Elect Director Kevin Stein	Mgmt	For	For
1.12	Elect Director Dennis A. Suskind	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i>				
2	Ratify Crowe LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

dip Corp.

Meeting Date: 05/23/2024

Country: Japan

Ticker: 2379

Meeting Type: Annual

Primary ISIN: JP3548640006

Primary SEDOL: 6714071

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Amend Business Lines	Mgmt	For	For
2.1	Elect Director Tomita, Hideki	Mgmt	For	For
2.2	Elect Director Shidachi, Masatsugu	Mgmt	For	For
2.3	Elect Director Mabuchi, Kuniyoshi	Mgmt	For	For
2.4	Elect Director Takeuchi, Kanae	Mgmt	For	For
2.5	Elect Director Shimada, Yuka	Mgmt	For	For
3	Elect Director and Audit Committee Member Iwata, Kazuhisa	Mgmt	For	For

DISCO Corp.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 6146

Meeting Type: Annual

Primary ISIN: JP3548600000

Primary SEDOL: 6270948

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 231	Mgmt	For	For
2.1	Elect Director Sekiya, Kazuma	Mgmt	For	For
2.2	Elect Director Yoshinaga, Noboru	Mgmt	For	For
2.3	Elect Director Tamura, Takao	Mgmt	For	For
2.4	Elect Director Inasaki, Ichiro	Mgmt	For	For
2.5	Elect Director Tamura, Shinichi	Mgmt	For	For
2.6	Elect Director Yamaguchi, Yusei	Mgmt	For	For
2.7	Elect Director Tokimaru, Kazuyoshi	Mgmt	For	For
2.8	Elect Director Oki, Noriko	Mgmt	For	For
2.9	Elect Director Matsuo, Akiko	Mgmt	For	For
2.10	Elect Director Kobayashi, Etsuko	Mgmt	For	For
2.11	Elect Director Mogi, Miki	Mgmt	For	For

Discover Financial Services

Meeting Date: 05/09/2024

Country: USA

Ticker: DFS

Meeting Type: Annual

Primary ISIN: US2547091080

Primary SEDOL: B1YLC43

Discover Financial Services

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Candace H. Duncan	Mgmt	For	For
1.2	Elect Director Joseph F. Eazor	Mgmt	For	For
1.3	Elect Director Kathy L. Lonowski	Mgmt	For	For
1.4	Elect Director Thomas G. Maheras	Mgmt	For	For
<i>Voter Rationale: .</i>				
1.5	Elect Director Daniela O'Leary-Gill	Mgmt	For	For
1.6	Elect Director John B. Owen	Mgmt	For	For
1.7	Elect Director David L. Rawlinson, II	Mgmt	For	For
1.8	Elect Director Michael G. Rhodes *Withdrawn Resolution*	Mgmt		
1.9	Elect Director J. Michael Shepherd	Mgmt	For	For
1.10	Elect Director Beverley A. Sibblies	Mgmt	For	For
1.11	Elect Director Jennifer L. Wong	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Distribution Solutions Group, Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: DSGR

Meeting Type: Annual

Primary ISIN: US5207761058

Primary SEDOL: 2508126

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director I. Steven Edelson	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.2	Elect Director Lee S. Hillman	Mgmt	For	For
1.3	Elect Director J. Bryan King	Mgmt	For	For
1.4	Elect Director Mark F. Moon	Mgmt	For	For
1.5	Elect Director Bianca A. Rhodes	Mgmt	For	For
1.6	Elect Director M. Bradley Wallace	Mgmt	For	For
1.7	Elect Director Robert S. Zamarripa	Mgmt	For	For

Distribution Solutions Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify Grant Thornton, LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.

DNB Bank ASA

Meeting Date: 04/29/2024

Country: Norway

Ticker: DNB

Meeting Type: Annual

Primary ISIN: NO0010161896

Primary SEDOL: BNG7113

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Open Meeting; Elect Chairman of Meeting	Mgmt	For	For
2	Approve Notice of Meeting and Agenda	Mgmt	For	For
3	Designate Inspector(s) of Minutes of Meeting	Mgmt	For	For
4	Accept Financial Statements and Statutory Reports; Approve Allocation of Income and Dividends of NOK 16 Per Share	Mgmt	For	For
5	Approve NOK 626 Million Reduction in Share Capital via Share Cancellation and Redemption of Shares Owned by the Norwegian State	Mgmt	For	For
6.a	Authorize Share Repurchase Program and Cancellation of Repurchased Shares	Mgmt	For	For
6.b	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For
7	Authorize Board to Raise Debt Capital	Mgmt	For	For
8.a	Approve Remuneration Statement (Advisory)	Mgmt	For	For
8.b	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	For
9	Approve Company's Corporate Governance Statement	Mgmt	For	For
10	Reelect Kim Wahl and Olaug Svarva (Chair) as Directors	Mgmt	For	For
11	Reelect Ingebret G. Hisdal, Jan Tore Fosund, Andre Stoylen and Camilla Grieg (Chair) as Members of Nominating Committee	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12	Approve Remuneration of Directors in the Amount of NOK 1.2 Million for Chairman, NOK 520,000 for Vice Chairman and NOK 470,000 for Other Directors; Approve Remuneration for Nominating Committee	Mgmt	For	For
13	Approve Remuneration of Auditors	Mgmt	For	For
	Shareholder Proposals Submitted by Roald Skjoldheim	Mgmt		
14	Eliminate Equity Investment Programmes for Employees, Abstain from Financing Wind Power Projects and Purchase of Electric Vehicle, Approve Monthly Payout of Accrued Interest, Approve Bitcoin exchange to cash	SH	Against	Against

DocuSign, Inc.

Meeting Date: 05/29/2024

Country: USA

Ticker: DOCU

Meeting Type: Annual

Primary ISIN: US2561631068

Primary SEDOL: BFYT7B7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Enrique Salem	Mgmt	For	For
1b	Elect Director Peter Solvik	Mgmt	For	For
1c	Elect Director Maggie Wilderotter	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i></p>				
4	Report on Effectiveness of Diversity, Equity, and Inclusion Efforts	SH	Against	For
<p><i>Voter Rationale: The company should disclose its demographic workforce data as per the EEO-1 requirement. This will help to increase transparency and aid shareholders in assessing the effectiveness of the company's stated efforts to address related human capital material risks and opportunities.</i></p>				

Dollar General Corporation

Meeting Date: 05/29/2024

Country: USA

Ticker: DG

Meeting Type: Annual

Primary ISIN: US2566771059

Primary SEDOL: B5B1S13

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Warren F. Bryant	Mgmt	For	For
1b	Elect Director Michael M. Calbert	Mgmt	For	For
1c	Elect Director Ana M. Chadwick	Mgmt	For	For
1d	Elect Director Patricia D. Fili-Krushel	Mgmt	For	For
1e	Elect Director Timothy I. McGuire	Mgmt	For	For
1f	Elect Director David P. Rowland	Mgmt	For	For
1g	Elect Director Debra A. Sandler	Mgmt	For	Against
<i>Voter Rationale: We expect companies to disclose scope 1, 2, and material scope 3 emissions, and key decarbonization levers and their relative contribution.</i>				
1h	Elect Director Ralph E. Santana	Mgmt	For	For
1i	Elect Director Todd J. Vasos	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
4	Amend Clawback Policy	SH	Against	Against

Dollar Tree, Inc.

Meeting Date: 06/20/2024

Country: USA

Ticker: DLTR

Meeting Type: Annual

Primary ISIN: US2567461080

Primary SEDOL: 2272476

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Richard W. Dreiling	Mgmt	For	For
1b	Elect Director Cheryl W. Grise	Mgmt	For	For
1c	Elect Director Daniel J. Heinrich	Mgmt	For	For
1d	Elect Director Paul C. Hilal	Mgmt	For	For
1e	Elect Director Edward J. Kelly, III	Mgmt	For	For

Dollar Tree, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director Mary A. Laschinger	Mgmt	For	For
1g	Elect Director Jeffrey G. Naylor	Mgmt	For	For
1h	Elect Director Winnie Y. Park	Mgmt	For	For
1i	Elect Director Diane E. Randolph	Mgmt	For	For
1j	Elect Director Bertram L. Scott	Mgmt	For	For
1k	Elect Director Stephanie P. Stahl	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
4	Require Independent Board Chair	SH	Against	For
<i>Voter Rationale: Appointing a fully independent chairman creates a balance of power that is more conducive to long-term performance. A board headed by management cannot reasonably provide the best oversight and evaluation of managements performance.</i>				

Dollarama Inc.

Meeting Date: 06/12/2024

Country: Canada

Ticker: DOL

Meeting Type: Annual

Primary ISIN: CA25675T1075

Primary SEDOL: B4TP9G2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Joshua Bekenstein	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1B	Elect Director Gregory David	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1C	Elect Director Elisa D. Garcia C.	Mgmt	For	For
1D	Elect Director Stephen Gunn	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
1E	Elect Director Kristin Mugford	Mgmt	For	For
1F	Elect Director Nicholas Nomicos	Mgmt	For	For
1G	Elect Director Neil Rossy	Mgmt	For	For
1H	Elect Director Samira Sakhia	Mgmt	For	For

Dollarama Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1I	Elect Director Thecla Sweeney	Mgmt	For	For
1J	Elect Director Huw Thomas	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Dominion Energy, Inc.

Meeting Date: 05/07/2024

Country: USA

Ticker: D

Meeting Type: Annual

Primary ISIN: US25746U1097

Primary SEDOL: 2542049

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director James A. Bennett	Mgmt	For	For
1B	Elect Director Robert M. Blue	Mgmt	For	For
1C	Elect Director Paul M. Dabbar	Mgmt	For	For
1D	Elect Director D. Maybank Hagood	Mgmt	For	For
1E	Elect Director Mark J. Kington	Mgmt	For	For
1F	Elect Director Kristin G. Lovejoy	Mgmt	For	For
1G	Elect Director Joseph M. Rigby	Mgmt	For	For
1H	Elect Director Pamela J. Royal	Mgmt	For	For
1I	Elect Director Robert H. Spilman, Jr.	Mgmt	For	For
1J	Elect Director Susan N. Story	Mgmt	For	For
1K	Elect Director Vanessa Allen Sutherland	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				

Dominion Energy, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
4	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
5	Require Independent Board Chair	SH	Against	For
6	Amend Certificate of Incorporation to Become a Public Benefit Corporation	SH	Against	Against
<i>Voter Rationale: At this time, we believe it is not required for the company to change their incorporation to fulfil its commitment to stakeholders.</i>				

Domino's Pizza, Inc.

Meeting Date: 04/25/2024

Country: USA

Ticker: DPZ

Meeting Type: Annual

Primary ISIN: US25754A2015

Primary SEDOL: B01SD70

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David A. Brandon	Mgmt	For	For
1.2	Elect Director C. Andrew Ballard	Mgmt	For	For
1.3	Elect Director Andrew B. Balson	Mgmt	For	For
<i>Voter Rationale: .</i>				
1.4	Elect Director Corie S. Barry	Mgmt	For	For
1.5	Elect Director Diana F. Cantor	Mgmt	For	For
<i>Voter Rationale: .</i>				
1.6	Elect Director Richard L. Federico	Mgmt	For	For
1.7	Elect Director James A. Goldman	Mgmt	For	For
1.8	Elect Director Patricia E. Lopez	Mgmt	For	For
<i>Voter Rationale: .</i>				
1.9	Elect Director Russell J. Weiner	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Domino's Pizza, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Adopt Simple Majority Vote	SH	None	For
<i>Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				

DoorDash, Inc.

Meeting Date: 06/20/2024	Country: USA	Ticker: DASH	
	Meeting Type: Annual		
		Primary ISIN: US25809K1051	Primary SEDOL: BN13P03

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Elinor Mertz	Mgmt	For	For
1b	Elect Director Ashley Still	Mgmt	For	For
1c	Elect Director Tony Xu	Mgmt	For	Against
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

DoubleVerify Holdings, Inc.

Meeting Date: 05/23/2024	Country: USA	Ticker: DV	
	Meeting Type: Annual		
		Primary ISIN: US25862V1052	Primary SEDOL: BMDX9Z7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sundeep Jain	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.2	Elect Director Kelli Turner	Mgmt	For	For

DoubleVerify Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Scott Wagner	Mgmt	For	For
<p><i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
1.4	Elect Director Mark Zagorski	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i></p>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Douglas Emmett, Inc.

Meeting Date: 05/30/2024

Country: USA

Ticker: DEI

Meeting Type: Annual

Primary ISIN: US25960P1093

Primary SEDOL: B1G3M58

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Dan A. Emmett	Mgmt	For	For
1.2	Elect Director Jordan L. Kaplan	Mgmt	For	For
1.3	Elect Director Kenneth M. Panzer	Mgmt	For	For
1.4	Elect Director Leslie E. Bider	Mgmt	For	For
1.5	Elect Director Dorene C. Dominguez	Mgmt	For	For
1.6	Elect Director Ray C. Leonard	Mgmt	For	Withhold
<p><i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, the company's bylaws permit shareholders to amend the bylaws, but with material restrictions which exceed those set forth in existing SEC rules.</i></p>				
1.7	Elect Director Virginia A. McFerran	Mgmt	For	Withhold
<p><i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, the company's bylaws permit shareholders to amend the bylaws, but with material restrictions which exceed those set forth in existing SEC rules.</i></p>				
1.8	Elect Director Thomas E. O'Hern	Mgmt	For	For
1.9	Elect Director William E. Simon, Jr.	Mgmt	For	For
1.10	Elect Director Shirley Wang	Mgmt	For	Withhold
<p><i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, the company's bylaws permit shareholders to amend the bylaws, but with material restrictions which exceed those set forth in existing SEC rules.</i></p>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				

Douglas Emmett, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Severance payments should not exceed 3 times pay. Larger severance packages should be subject to a separate shareholder approval. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				

Dover Corporation

Meeting Date: 05/03/2024	Country: USA	Ticker: DOV
	Meeting Type: Annual	
	Primary ISIN: US2600031080	Primary SEDOL: 2278407

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Deborah L. DeHaas	Mgmt	For	For
1b	Elect Director H. John Gilbertson, Jr.	Mgmt	For	For
1c	Elect Director Kristiane C. Graham	Mgmt	For	For
1d	Elect Director Marc A. Howze	Mgmt	For	For
1e	Elect Director Michael F. Johnston	Mgmt	For	For
1f	Elect Director Michael Manley	Mgmt	For	For
1g	Elect Director Danita K. Ostling	Mgmt	For	For
1h	Elect Director Eric A. Spiegel	Mgmt	For	For
1i	Elect Director Richard J. Tobin	Mgmt	For	For
1j	Elect Director Keith E. Wandell	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				
4	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For

DraftKings Inc.

Meeting Date: 05/13/2024

Country: USA

Ticker: DKNK

Meeting Type: Annual

Primary ISIN: US26142V1052

Primary SEDOL: BLDDH12

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jason D. Robins	Mgmt	For	Withhold
	<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>			
1.2	Elect Director Harry Evans Sloan	Mgmt	For	Withhold
	<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>			
1.3	Elect Director Matthew Kalish	Mgmt	For	For
1.4	Elect Director Paul Liberman	Mgmt	For	For
1.5	Elect Director Woodrow H. Levin	Mgmt	For	For
1.6	Elect Director Jocelyn Moore	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.7	Elect Director Ryan R. Moore	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.8	Elect Director Valerie Mosley	Mgmt	For	For
1.9	Elect Director Steven J. Murray	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.10	Elect Director Marni M. Walden	Mgmt	For	For
2	Ratify BDO USA, P.C. as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	<i>Voter Rationale: A vote AGAINST this proposal is warranted. A review of the pay program reveals certain concerning features. Specifically, the CEO received a relatively large equity award in FY23, the majority of the award was not performance conditioned, and forward-looking were goals not disclosed. Further, a portion is based on a short performance period. Finally, there are continuing concerns regarding tax gross-ups on perquisites.</i>			
4	Report on Political Contributions and Expenditures	SH	Against	For
	<i>Voter Rationale: Comprehensive, aggregate disclosure on political spending is best practice. Disclosure should include all state and local donations including support for 527 organizations and ballot initiatives. In addition, the company should identify key relationships with trade associations that engage in lobbying on the corporation's behalf, as well as describe its policies and processes for giving. We ask that the board provide ultimate oversight for political donations.</i>			

Dream Industrial Real Estate Investment Trust

Meeting Date: 06/12/2024

Country: Canada

Ticker: DIR.UN

Meeting Type: Annual

Primary ISIN: CA26153W1095

Primary SEDOL: BMH4P92

Dream Industrial Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Trustee R. Sacha Bhatia	Mgmt	For	For
1.2	Elect Trustee Michael Cooper	Mgmt	For	Withhold
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1.3	Elect Trustee Alison Harnick	Mgmt	For	For
1.4	Elect Trustee J. Michael Knowlton	Mgmt	For	For
1.5	Elect Trustee Alexander Sannikov	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1.6	Elect Trustee Vicky Schiff	Mgmt	For	For
1.7	Elect Trustee Jennifer Scoffield	Mgmt	For	For
1.8	Elect Trustee Vincenza Sera	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Trustees to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Amend Deferred Unit Incentive Plan	Mgmt	For	For

DREAM Unlimited Corp.

Meeting Date: 06/12/2024

Country: Canada

Ticker: DRM

Meeting Type: Annual

Primary ISIN: CA26153M5072

Primary SEDOL: BMT627

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for Holders of Subordinate Voting and Multiple Voting Shares	Mgmt		
1.1	Elect Director Michael Cooper	Mgmt	For	For
<i>Voter Rationale: Vote WITHHOLD for Duncan Jackman for serving on more than two public company boards, besides his own, while also serving as a CEO of a public company. Vote FOR the other proposed nominee(s).</i>				
1.2	Elect Director James Eaton	Mgmt	For	For
1.3	Elect Director Joanne Ferstman	Mgmt	For	For
1.4	Elect Director Richard Gateman	Mgmt	For	For
1.5	Elect Director P. Jane Gavan	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				

DREAM Unlimited Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director Duncan Jackman	Mgmt	For	Withhold
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1.7	Elect Director Jennifer Lee Koss	Mgmt	For	For
1.8	Elect Director Vincenza Sera	Mgmt	For	For
<i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Dril-Quip, Inc.

Meeting Date: 05/07/2024

Country: USA

Ticker: DRQ

Meeting Type: Annual

Primary ISIN: US2620371045

Primary SEDOL: 2116767

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Amy B. Schwetz	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				

Dropbox, Inc.

Meeting Date: 05/16/2024

Country: USA

Ticker: DBX

Meeting Type: Annual

Primary ISIN: US26210C1045

Primary SEDOL: BG0T321

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Donald W. Blair	Mgmt	For	For
1.2	Elect Director Lisa Campbell	Mgmt	For	For

Dropbox, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Andrew W. Houston	Mgmt	For	Withhold
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>				
1.4	Elect Director Paul E. Jacobs	Mgmt	For	For
1.5	Elect Director Sara Mathew	Mgmt	For	For
1.6	Elect Director Andrew Moore	Mgmt	For	For
1.7	Elect Director Abhay Parasnis	Mgmt	For	For
1.8	Elect Director Karen Peacock	Mgmt	For	For
1.9	Elect Director Michael Seibel	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

DT Midstream, Inc.

Meeting Date: 05/10/2024

Country: USA

Ticker: DTM

Meeting Type: Annual

Primary ISIN: US23345M1071

Primary SEDOL: BN7L880

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Angela Archon	Mgmt	For	For
1.2	Elect Director Stephen Baker	Mgmt	For	For
1.3	Elect Director Elaine Pickle	Mgmt	For	For
1.4	Elect Director Robert Skaggs, Jr.	Mgmt	For	For
1.5	Elect Director David Slater	Mgmt	For	For
1.6	Elect Director Peter Tumminello	Mgmt	For	For
1.7	Elect Director Dwayne Wilson	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				

Duke Energy Corporation.

Meeting Date: 05/09/2024

Country: USA

Ticker: DUK

Meeting Type: Annual

Primary ISIN: US26441C2044

Primary SEDOL: B7VD3F2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Derrick Burks	Mgmt	For	For
1b	Elect Director Annette K. Clayton	Mgmt	For	For
1c	Elect Director Theodore F. Craver, Jr.	Mgmt	For	For
1d	Elect Director Robert M. Davis	Mgmt	For	For
1e	Elect Director Caroline Dorsa	Mgmt	For	For
1f	Elect Director W. Roy Dunbar	Mgmt	For	For
1g	Elect Director Nicholas C. Fanandakis	Mgmt	For	For
1h	Elect Director Lynn J. Good	Mgmt	For	For
1i	Elect Director John T. Herron	Mgmt	For	For
1j	Elect Director Idalene F. Kesner	Mgmt	For	For
1k	Elect Director E. Marie McKee	Mgmt	For	For
1l	Elect Director Michael J. Pacilio	Mgmt	For	For
1m	Elect Director Thomas E. Skains	Mgmt	For	For
1n	Elect Director William E. Webster, Jr.	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Eliminate Supermajority Vote Requirement	Mgmt	For	For
<i>Voter Rationale: Board efforts to reduce supermajority provisions are appreciated, as they create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				
5	Adopt Share Retention Policy For Senior Executives	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				
6	Report on Financial Statement Assumption and Climate Change	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				

Dun & Bradstreet Holdings, Inc.

Meeting Date: 06/12/2024

Country: USA

Ticker: DNB

Meeting Type: Annual

Primary ISIN: US26484T1060

Primary SEDOL: BLF9ZT2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ellen R. Alemany	Mgmt	For	For
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i>			
1.2	Elect Director Douglas K. Ammerman	Mgmt	For	Withhold
	<i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i>			
1.3	Elect Director Chinh E. Chu	Mgmt	For	For
1.4	Elect Director William P. Foley, II	Mgmt	For	For
	<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>			
1.5	Elect Director Thomas M. Hagerly	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.6	Elect Director Anthony M. Jabbour	Mgmt	For	For
1.7	Elect Director Keith J. Jackson	Mgmt	For	For
1.8	Elect Director Kirsten M. Kliphouse	Mgmt	For	For
1.9	Elect Director Richard N. Massey	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.10	Elect Director James A. Quella	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.11	Elect Director Ganesh B. Rao	Mgmt	For	For
2	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	<i>Voter Rationale: The compensation committee demonstrated mixed responsiveness to last year's low say-on-pay vote result. However, certain concerns persist, and additional concerns have been identified regarding both the annual and long-term incentive. Most of the financial performance targets utilized under the annual incentive were set below the previous year's achieved results, and the goals and achievements of the strategic risk objectives are not disclosed. In addition, while long-term incentives were entirely performance conditioned and will utilize three annual performance periods beginning in FY24, the program will continue to utilize an overlapping metric that will be measured over one-year periods. This is of particular concern given the performance target for EBITDA under the long-term incentives was set at a less rigorous level than the target used in the annual incentive, and the target-setting process will remain largely unchanged in future programs. As such, a vote AGAINST this proposal is warranted.</i>			
4	Ratify KPMG LLP as Auditors	Mgmt	For	For

Duolingo, Inc.

Meeting Date: 06/12/2024

Country: USA

Ticker: DUOL

Meeting Type: Annual

Primary ISIN: US26603R1068

Primary SEDOL: BMCM6P4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Luis von Ahn	Mgmt	For	Withhold
	<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>			
1.2	Elect Director Sara Clemens	Mgmt	For	For
1.3	Elect Director Severin Hacker	Mgmt	For	Withhold
	<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>			

DuPont de Nemours, Inc.

Meeting Date: 06/05/2024

Country: USA

Ticker: DD

Meeting Type: Annual

Primary ISIN: US26614N1028

Primary SEDOL: BK0VN47

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Amy G. Brady	Mgmt	For	For
1b	Elect Director Edward D. Breen	Mgmt	For	For
1c	Elect Director Ruby R. Chandy	Mgmt	For	For
1d	Elect Director Terrence R. Curtin	Mgmt	For	For
1e	Elect Director Alexander M. Cutler	Mgmt	For	For
1f	Elect Director Eleuthere I. du Pont	Mgmt	For	For
1g	Elect Director Kristina M. Johnson	Mgmt	For	For
1h	Elect Director Luther C. Kissam	Mgmt	For	For
1i	Elect Director James A. Lico	Mgmt	For	For
1j	Elect Director Frederick M. Lowery	Mgmt	For	For
1k	Elect Director Deanna M. Mulligan	Mgmt	For	For

DuPont de Nemours, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1l	Elect Director Steven M. Sterin	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
5	Amend Clawback Policy	SH	Against	Against
<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>				

E Ink Holdings, Inc.

Meeting Date: 05/29/2024

Country: Taiwan

Ticker: 8069

Meeting Type: Annual

Primary ISIN: TW0008069006

Primary SEDOL: 6744283

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Financial Statements	Mgmt	For	For
2	Approve Plan on Profit Distribution	Mgmt	For	For

E.ON SE

Meeting Date: 05/16/2024

Country: Germany

Ticker: EOAN

Meeting Type: Annual

Primary ISIN: DE000ENAG999

Primary SEDOL: 4942904

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 0.53 per Share	Mgmt	For	For
3	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5.1	Ratify KPMG AG as Auditors for Fiscal Year 2024 and for the Review of Interim Financial Statements for the Fiscal Year 2024 and the First Quarter of Fiscal Year 2025	Mgmt	For	For
5.2	Ratify KPMG AG as Auditor for the Sustainability Reporting for Fiscal Year 2024	Mgmt	For	For
6	Approve Remuneration Report	Mgmt	For	For
<i>Voter Rationale: .</i>				
7	Amend Articles Re: Transactions Requiring Supervisory Board Approval	Mgmt	For	For
8	Approve Creation of EUR 528 Million Pool of Authorized Capital with or without Exclusion of Preemptive Rights	Mgmt	For	For
9	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
10	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	For
<i>Voter Rationale: .</i>				
11	Authorize Use of Financial Derivatives when Repurchasing Shares	Mgmt	For	For
<i>Voter Rationale: .</i>				

Eagle Bancorp, Inc.

Meeting Date: 05/16/2024

Country: USA

Ticker: EGBN

Meeting Type: Annual

Primary ISIN: US2689481065

Primary SEDOL: 2648055

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Matthew D. Brockwell	Mgmt	For	For
1.2	Elect Director Steven J. Freidkin	Mgmt	For	For
1.3	Elect Director Theresa G. LaPlaca	Mgmt	For	For
1.4	Elect Director A. Leslie Ludwig	Mgmt	For	For
1.5	Elect Director Norman R. Pozez	Mgmt	For	For
1.6	Elect Director Kathy A. Raffa	Mgmt	For	For
1.7	Elect Director Susan G. Riel	Mgmt	For	For
1.8	Elect Director James A. Soltesz	Mgmt	For	For

Eagle Bancorp, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.9	Elect Director Benjamin M. Soto	Mgmt	For	For
2	Ratify Crowe LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

East Japan Railway Co.

Meeting Date: 06/20/2024

Country: Japan

Ticker: 9020

Meeting Type: Annual

Primary ISIN: JP3783600004

Primary SEDOL: 6298542

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 Fukasawa, Yuji	Mgmt	For	For
2.2	Elect Director Kise, Yoichi	Mgmt	For	For
2.3	Elect Director Ise, Katsumi	Mgmt	For	For
2.4	Elect Director Watari, Chiharu	Mgmt	For	For
2.5	Elect Director Ito, Atsuko	Mgmt	For	For
2.6	Elect Director Nakagawa, Harumi	Mgmt	For	For
2.7	Elect Director Uchida, Hideji	Mgmt	For	For
2.8	Elect Director Kawamoto, Hiroko	Mgmt	For	For
2.9	Elect Director Iwamoto, Toshio	Mgmt	For	For
2.10	Elect Director Noda, Yumiko	Mgmt	For	For
2.11	Elect Director Ohashi, Hiroshi	Mgmt	For	For
3	Elect Director and Audit Committee Member Amaya, Tomoko	Mgmt	For	For

East West Bancorp, Inc.

Meeting Date: 05/24/2024

Country: USA

Ticker: EWBC

Meeting Type: Annual

Primary ISIN: US27579R1041

Primary SEDOL: 2487407

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Manuel P. Alvarez	Mgmt	For	For
1.2	Elect Director Molly Campbell	Mgmt	For	For

East West Bancorp, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Archana Deskus	Mgmt	For	For
1.4	Elect Director Serge Dumont	Mgmt	For	For
1.5	Elect Director Rudolph I. Estrada	Mgmt	For	For
1.6	Elect Director Mark Hutchins	Mgmt	For	For
1.7	Elect Director Paul H. Irving	Mgmt	For	For
1.8	Elect Director Sabrina Kay	Mgmt	For	For
1.9	Elect Director Jack C. Liu	Mgmt	For	For
1.10	Elect Director Dominic Ng	Mgmt	For	For
1.11	Elect Director Lester M. Sussman	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i></p>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

Easterly Government Properties, Inc.

Meeting Date: 05/17/2024

Country: USA

Ticker: DEA

Meeting Type: Annual

Primary ISIN: US27616P1030

Primary SEDOL: BVSS693

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Darrell W. Crate	Mgmt	For	For
1b	Elect Director William H. Binnie	Mgmt	For	For
<p><i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
1c	Elect Director Michael P. Ibe	Mgmt	For	For
1d	Elect Director Cynthia A. Fisher	Mgmt	For	For
<p><i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
1e	Elect Director Scott D. Freeman	Mgmt	For	For
<p><i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
1f	Elect Director Emil W. Henry, Jr.	Mgmt	For	For
<p><i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				

Easterly Government Properties, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director Tara S. Innes	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	<i>Voter Rationale: We support an annual say on pay frequency.</i>			
4	Approve Omnibus Stock Plan	Mgmt	For	For
	<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>			
5	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Eastern Bankshares, Inc

Meeting Date: 05/13/2024

Country: USA

Ticker: EBC

Meeting Type: Annual

Primary ISIN: US27627N1054

Primary SEDOL: BMXL9H3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Richard C. Bane	Mgmt	For	For
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>			
1.2	Elect Director Joseph T. Chung	Mgmt	For	For
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>			
1.3	Elect Director Paul M. Connolly	Mgmt	For	For
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>			
1.4	Elect Director Bari A. Harlam	Mgmt	For	For
1.5	Elect Director Marisa J. Harney	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>			

EastGroup Properties, Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: EGP

Meeting Type: Annual

Primary ISIN: US2772761019

Primary SEDOL: 2455761

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director D. Pike Aloian	Mgmt	For	For
1b	Elect Director H. Eric Bolton, Jr.	Mgmt	For	For
1c	Elect Director Donald F. Colleran	Mgmt	For	For
1d	Elect Director David M. Fields	Mgmt	For	For
1e	Elect Director Marshall A. Loeb	Mgmt	For	For
1f	Elect Director Mary E. McCormick	Mgmt	For	For
1g	Elect Director Katherine M. Sandstrom	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Eaton Corporation plc

Meeting Date: 04/24/2024

Country: Ireland

Ticker: ETN

Meeting Type: Annual

Primary ISIN: IE00B8KQN827

Primary SEDOL: B8KQN82

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Craig Arnold	Mgmt	For	For
1b	Elect Director Silvio Napoli	Mgmt	For	For
1c	Elect Director Gregory R. Page	Mgmt	For	For
1d	Elect Director Sandra Pinalto	Mgmt	For	For
1e	Elect Director Robert V. Pragada	Mgmt	For	For
1f	Elect Director Lori J. Ryerkerk	Mgmt	For	For
1g	Elect Director Gerald B. Smith	Mgmt	For	For
1h	Elect Director Dorothy C. Thompson	Mgmt	For	For
1i	Elect Director Darryl L. Wilson	Mgmt	For	For

Eaton Corporation plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify Ernst & Young as Auditors and Authorize Their Remuneration	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Authorize Issue of Equity with Pre-emptive Rights	Mgmt	For	For
5	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
6	Authorize Share Repurchase of Issued Share Capital	Mgmt	For	For

eBay Inc.

Meeting Date: 06/20/2024

Country: USA

Ticker: EBAY

Meeting Type: Annual

Primary ISIN: US2786421030

Primary SEDOL: 2293819

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Adriane M. Brown	Mgmt	For	For
1b	Elect Director Aparna Chennapragada	Mgmt	For	For
1c	Elect Director Logan D. Green	Mgmt	For	For
1d	Elect Director E. Carol Hayles	Mgmt	For	For
1e	Elect Director Jamie J. Iannone	Mgmt	For	For
1f	Elect Director Shripriya Mahesh	Mgmt	For	For
1g	Elect Director Paul S. Pressler	Mgmt	For	For
1h	Elect Director Zane Rowe	Mgmt	For	For
1i	Elect Director Mohak Shroff	Mgmt	For	For
1j	Elect Director Perry M. Traquina	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				

Ecolab Inc.

Meeting Date: 05/02/2024

Country: USA

Ticker: ECL

Meeting Type: Annual

Primary ISIN: US2788651006

Primary SEDOL: 2304227

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Judson B. Althoff	Mgmt	For	For
1b	Elect Director Shari L. Ballard	Mgmt	For	For
1c	Elect Director Christophe Beck	Mgmt	For	For
1d	Elect Director Eric M. Green	Mgmt	For	For
1e	Elect Director Arthur J. Higgins	Mgmt	For	For
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
1l	Elect Director John J. Zillmer	Mgmt	For	Against
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
4	Require Independent Board Chair	SH	Against	For
<i>Voter Rationale: Appointing a fully independent chairman creates a balance of power that is more conducive to long-term performance. A board headed by management cannot reasonably provide the best oversight and evaluation of managements performance.</i>				

Edgewise Therapeutics, Inc.

Meeting Date: 06/07/2024

Country: USA

Ticker: EWTX

Meeting Type: Annual

Primary ISIN: US28036F1057

Primary SEDOL: BKY5JZ8

Edgewise Therapeutics, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Peter Thompson	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i>				
1.2	Elect Director Kevin Koch	Mgmt	For	For
1.3	Elect Director Jonathan Fox	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For

Edison International

Meeting Date: 04/25/2024

Country: USA

Ticker: EIX

Meeting Type: Annual

Primary ISIN: US2810201077

Primary SEDOL: 2829515

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jeanne Beliveau-Dunn	Mgmt	For	For
1b	Elect Director Michael C. Camunez	Mgmt	For	For
1c	Elect Director Vanessa C.L. Chang	Mgmt	For	For
1d	Elect Director James T. Morris	Mgmt	For	For
1e	Elect Director Timothy T. O'Toole	Mgmt	For	For
1f	Elect Director Pedro J. Pizarro	Mgmt	For	For
1g	Elect Director Marcy L. Reed	Mgmt	For	For
1h	Elect Director Carey A. Smith	Mgmt	For	For
1i	Elect Director Linda G. Stuntz	Mgmt	For	For
1j	Elect Director Peter J. Taylor	Mgmt	For	For
1k	Elect Director Keith Trent	Mgmt	For	For
2	Ratify PwC as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				

Edison International

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Report on Lobbying Payments and Policy	SH	Against	Against

Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks

EDP-Energias de Portugal SA

Meeting Date: 04/10/2024

Country: Portugal

Ticker: EDP

Meeting Type: Annual

Primary ISIN: PTEDP0AM0009

Primary SEDOL: 4103596

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Approve Individual and Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
1.2	Approve Remuneration Report	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>				
1.3	Approve Progress Report on 2030 Climate Change Plan	Mgmt	For	For
2.1	Approve Allocation of Income	Mgmt	For	For
2.2	Approve Dividends	Mgmt	For	For
3.1	Appraise Management of Company and Approve Vote of Confidence to Management Board	Mgmt	For	For
3.2	Appraise Supervision of Company and Approve Vote of Confidence to Supervisory Board	Mgmt	For	For
3.3	Appraise Work Performed by Statutory Auditor and Approve Vote of Confidence to Statutory Auditor	Mgmt	For	For
4	Authorize Repurchase and Reissuance of Shares	Mgmt	For	Against
<i>Voter Rationale: Shares should not be repurchased at a premium/discount to the market price of more than 10%.</i>				
5	Authorize Repurchase and Reissuance of Repurchased Debt Instruments	Mgmt	For	Against
<i>Voter Rationale: Shares should not be repurchased at a premium/discount to the market price of more than 10%.</i>				
6	Amend Articles	SH	For	For
7	Approve Remuneration Policy Applicable to Executive Board	Mgmt	For	Against

Voter Rationale: Vote AGAINST as there are concerns with the level of disclosure governing remuneration.

EDP-Energias de Portugal SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Approve Statement on Remuneration Policy Applicable to Other Corporate Bodies	Mgmt	For	For
<p><i>Voter Rationale: A vote FOR these items is warranted because: * The company provides clearer information on its remuneration practices; and * The implementation of the company's policy has not resulted in pay-for-performance concerns to date. This is not without highlighted the following. * The company has not capped the potential non-compete agreements. * The increase of the total pay package is substantial (43 percent at-target). However, the proposed package is not considered to be excessive compared to ISS selected peers.</i></p>				
9.1	Elect Corporate Bodies for 2024-2026 Term	SH	For	Against
<p><i>Voter Rationale: Shareholder proponents should provide sufficient information on directors standing for election well advance of the meeting to enable shareholders to cast an informed vote.</i></p>				
9.2	Elect Executive Board for 2024-2026 Term	SH	For	For
9.3	Appoint PricewaterhouseCoopers & Associados - Sociedade de Revisores de Contas, Lda. as Auditor and Carlos Jose Figueiredo Rodrigues as Alternate for 2024-2026 Term	Mgmt	For	For
9.4	Elect General Meeting Board for 2024-2026 Term	SH	For	For
9.5	Elect Remuneration Committee for 2024-2026 Term	SH	For	For
9.6	Approve Remuneration of Remuneration Committee Members	SH	For	For

Edwards Lifesciences Corporation

Meeting Date: 05/07/2024

Country: USA

Ticker: EW

Meeting Type: Annual

Primary ISIN: US28176E1082

Primary SEDOL: 2567116

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Leslie C. Davis	Mgmt	For	For
1.2	Elect Director Kieran T. Gallahue	Mgmt	For	For
1.3	Elect Director Leslie S. Heisz	Mgmt	For	For
1.4	Elect Director Paul A. LaViolette	Mgmt	For	For
1.5	Elect Director Steven R. Loranger	Mgmt	For	For
1.6	Elect Director Ramona Sequeira	Mgmt	For	For
1.7	Elect Director Nicholas J. Valeriani	Mgmt	For	For
1.8	Elect Director Bernard J. Zovighian	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs.

Edwards Lifesciences Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Eiffage SA

Meeting Date: 04/24/2024	Country: France	Ticker: FGR
	Meeting Type: Annual/Special	
	Primary ISIN: FR0000130452	Primary SEDOL: B13X013

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 4.10 per Share	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For
5	Appoint KPMG Audit IS as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For
6	Appoint Mazars as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For
7	Elect Meka Brunel as Director	Mgmt	For	For
8	Approve Remuneration Policy of Directors	Mgmt	For	For
9	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	For
10	Approve Compensation Report	Mgmt	For	For
11	Approve Compensation of Benoit de Ruffray, Chairman and CEO	Mgmt	For	For
12	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
13	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For

Eiffage SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
14	Authorize Capitalization of Reserves of Up to EUR 80 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For
15	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 156.8 Million	Mgmt	For	For
16	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 39.2 Million	Mgmt	For	For
17	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 39.2 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 15, 16 and 17	Mgmt	For	For
19	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For
20	Set Total Limit for Capital Increase to Result from Issuance Requests Under Items 16, 17 and 19 at EUR 39.2 Million	Mgmt	For	For
21	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against
<i>Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.</i>				
22	Authorize up to 1.02 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	For
	Ordinary Business	Mgmt		
23	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Eiken Chemical Co., Ltd.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 4549

Meeting Type: Annual

Primary ISIN: JP3160700005

Primary SEDOL: 6307114

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Wada, Morifumi	Mgmt	For	Abstain

Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.

Eiken Chemical Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Notomi, Tsugunori	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
1.3	Elect Director Watari, Hajime	Mgmt	For	For
1.4	Elect Director Hakozaki, Yukiya	Mgmt	For	For
1.5	Elect Director Ishii, Kiyoshi	Mgmt	For	For
1.6	Elect Director Nakamura, Kiyomi	Mgmt	For	For
1.7	Elect Director Fujiyoshi, Akira	Mgmt	For	For
1.8	Elect Director Matsutake, Naoki	Mgmt	For	For

Eisai Co., Ltd.

Meeting Date: 06/14/2024

Country: Japan

Ticker: 4523

Meeting Type: Annual

Primary ISIN: JP3160400002

Primary SEDOL: 6307200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Naito, Haruo	Mgmt	For	For
1.2	Elect Director Miwa, Yumiko	Mgmt	For	For
1.3	Elect Director Ike, Fumihiko	Mgmt	For	For
1.4	Elect Director Kato, Yoshiteru	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
1.5	Elect Director Miura, Ryota	Mgmt	For	For
1.6	Elect Director Kato, Hiroyuki	Mgmt	For	For
1.7	Elect Director Richard Thornley	Mgmt	For	For
1.8	Elect Director Moriyama, Toru	Mgmt	For	For
1.9	Elect Director Yasuda, Yuko	Mgmt	For	For
1.10	Elect Director Kanai, Takuji	Mgmt	For	For
1.11	Elect Director Takahashi, Kenta	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				

EIZO Corp.

Meeting Date: 06/20/2024

Country: Japan

Ticker: 6737

Meeting Type: Annual

Primary ISIN: JP3651080008

Primary SEDOL: 6451817

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jitsumori, Yoshitaka	Mgmt	For	Against
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>			
1.2	Elect Director Ebisu, Masaki	Mgmt	For	Against
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>			
1.3	Elect Director Arise, Manabu	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
1.4	Elect Director Thomas J. Waletzki	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.1	Elect Director and Audit Committee Member Inoue, Toru	Mgmt	For	For
2.2	Elect Director and Audit Committee Member Deminami, Kazuhiko	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>			
2.3	Elect Director and Audit Committee Member Takino, Hiroji	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>			
2.4	Elect Director and Audit Committee Member Osuna, Masako	Mgmt	For	For

Elanco Animal Health Incorporated

Meeting Date: 05/30/2024

Country: USA

Ticker: ELAN

Meeting Type: Annual

Primary ISIN: US28414H1032

Primary SEDOL: BF5L3T2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director William Doyle	Mgmt	For	For
1b	Elect Director Art Garcia	Mgmt	For	For
1c	Elect Director Denise Scots-Knight	Mgmt	For	For
1d	Elect Director Jeffrey Simmons	Mgmt	For	For

Elanco Animal Health Incorporated

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
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				
4	Declassify the Board of Directors	Mgmt	For	For
<p><i>Voter Rationale: The annual election of directors provides greater accountability to shareholders and is a widely accepted best practice in corporate governance. Shareholders should have the opportunity to communicate with directors regarding their performance regularly.</i></p>				
5	Adopt Majority Voting for Uncontested Election of Directors	Mgmt	For	For
6	Amend Articles of Incorporation to Allow Shareholders to Amend Bylaws	Mgmt	For	For
7	Provide Right to Call Special Meeting	Mgmt	For	For

Element Fleet Management Corp.

Meeting Date: 05/15/2024

Country: Canada

Ticker: EFN

Meeting Type: Annual

Primary ISIN: CA2861812014

Primary SEDOL: B7FNMQ2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for Holders of Common, Delisted - Preferred, Cum 5-YR Rate R PFD Shs Ser C, and Cum 5-YR Rate R PFD Shs Ser E	Mgmt		
1.1	Elect Director Kathleen (Katie) Taylor	Mgmt	For	For
1.2	Elect Director Virginia Addicott	Mgmt	For	For
1.3	Elect Director Laura Dottori-Attanasio	Mgmt	For	For
1.4	Elect Director G. Keith Graham	Mgmt	For	For
1.5	Elect Director Joan Lamm-Tennant	Mgmt	For	Withhold
<p><i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time. In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i></p>				
1.6	Elect Director Rubin J. McDougal	Mgmt	For	For
1.7	Elect Director Andrew Clarke	Mgmt	For	For
1.8	Elect Director Andrea Rosen	Mgmt	For	For
1.9	Elect Director Arielle Meloul-Wechsler	Mgmt	For	For
1.10	Elect Director Luis Manuel Tellez Kuenzler	Mgmt	For	For

Element Fleet Management Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				

Element Solutions Inc

Meeting Date: 06/04/2024 **Country:** USA **Ticker:** ESI
Meeting Type: Annual **Primary ISIN:** US28618M1062 **Primary SEDOL:** BJ1C2K1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Martin E. Franklin	Mgmt	For	Against
<i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1b	Elect Director Benjamin Gliklich	Mgmt	For	For
1c	Elect Director Ian G.H. Ashken	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i>				
1d	Elect Director Elyse Napoli Filon	Mgmt	For	For
1e	Elect Director Christopher T. Fraser	Mgmt	For	For
1f	Elect Director Michael F. Goss	Mgmt	For	For
<i>Voter Rationale: A vote AGAINST current compensation committee chair Christopher Fraser is warranted due to consecutive years of high director pay to the company's chairman, without reasonable rationale disclosed. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director E. Stanley O'Neal	Mgmt	For	For
1h	Elect Director Susan W. Sofronas	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

Element Solutions Inc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve Omnibus Stock Plan	Mgmt	For	Against
<p><i>Voter Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The plan cost is excessive; * The estimated duration of available and proposed shares exceeds six years; * The disclosure of change-in-control ("CIC") vesting treatment is incomplete (or is otherwise considered discretionary); and * The plan allows broad discretion to accelerate vesting.</i></p>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

Elevance Health, Inc.

Meeting Date: 05/15/2024 **Country:** USA **Ticker:** ELV
Meeting Type: Annual
Primary ISIN: US0367521038 **Primary SEDOL:** BSPHGL4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Lewis Hay, III	Mgmt	For	For
1.2	Elect Director Antonio F. Neri	Mgmt	For	For
1.3	Elect Director Ramiro G. Peru	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i></p>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i></p>				
4	Adopt a Policy Requiring Third Party Groups to Report Their Political Expenditures	SH	Against	Against
<p><i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite and appropriate information to determine whether management and the board are considering attendant material risks.</i></p>				

Eli Lilly and Company

Meeting Date: 05/06/2024 **Country:** USA **Ticker:** LLY
Meeting Type: Annual
Primary ISIN: US5324571083 **Primary SEDOL:** 2516152

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Katherine Baicker	Mgmt	For	For
1b	Elect Director J. Erik Fyrwald	Mgmt	For	For
1c	Elect Director Jamere Jackson	Mgmt	For	For
1d	Elect Director Gabrielle Sulzberger	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i></p>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				
4	Declassify the Board of Directors	Mgmt	For	For
<p><i>Voter Rationale: The annual election of directors provides greater accountability to shareholders and is a widely accepted best practice in corporate governance. Shareholders should have the opportunity to communicate with directors regarding their performance regularly.</i></p>				
5	Eliminate Supermajority Vote Requirement	Mgmt	For	For
<p><i>Voter Rationale: Board efforts to reduce supermajority provisions are appreciated, as they create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i></p>				
6	Report on Lobbying Payments and Policy	SH	Against	For
<p><i>Voter Rationale: Comprehensive, aggregate disclosure on political spending is best practice. Disclosure should include all state and local donations including support for 527 organizations and ballot initiatives. In addition, the company should identify key relationships with trade associations that engage in lobbying on the corporation's behalf, as well as describe its policies and processes for giving. We ask that the board provide ultimate oversight for political donations.</i></p>				
7	Report on Effectiveness of Diversity, Equity, and Inclusion Efforts	SH	Against	Against
<p><i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i></p>				
8	Report on Impact of Extended Patent Exclusivities on Product Access	SH	Against	Against
<p><i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i></p>				
9	Adopt a Comprehensive Human Rights Policy	SH	Against	Against
<p><i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i></p>				

Meeting Date: 05/23/2024

Country: France

Ticker: ELIS

Meeting Type: Annual/Special

Primary ISIN: FR0012435121

Primary SEDOL: BVSS790

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 0.43 per Share	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For
5	Reelect Amy Flikerski as Supervisory Board Member	Mgmt	For	For
6	Reelect Fabrice Barthelemy as Supervisory Board Member	Mgmt	For	For
7	Ratify Appointment of BW Gestao de Investimentos Ltda as Supervisory Board Member Following Resignation of Magali Chesse	Mgmt	For	For
8	Appoint PricewaterhouseCoopers Audit as Auditor for the Sustainability Reporting	Mgmt	For	For
9	Appoint Mazars as Auditor for the Sustainability Reporting	Mgmt	For	For
10	Approve Remuneration Policy of Chairman of the Supervisory Board	Mgmt	For	For
11	Approve Remuneration Policy of Supervisory Board Members	Mgmt	For	For
12	Approve Remuneration Policy of Chairman of the Management Board	Mgmt	For	For
<p><i>Voter Rationale: Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
13	Approve Remuneration Policy of Management Board Members	Mgmt	For	For
<p><i>Voter Rationale: Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
14	Approve Compensation Report of Corporate Officers	Mgmt	For	For
15	Approve Compensation of Thierry Morin, Chairman of the Supervisory Board	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
16	Approve Compensation of Xavier Martire, Chairman of the Management Board	Mgmt	For	For
	<i>Voter Rationale: Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>			
17	Approve Compensation of Louis Guyot, Management Board Member	Mgmt	For	For
	<i>Voter Rationale: Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>			
18	Approve Compensation of Matthieu Lechary, Management Board Member	Mgmt	For	For
	<i>Voter Rationale: Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>			
19	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
20	Authorize Capitalization of Reserves of Up to EUR 130 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For
21	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 115 Million	Mgmt	For	For
22	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights with a Binding Priority Right up to Aggregate Nominal Amount of EUR 23 Million	Mgmt	For	For
23	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 23 Million	Mgmt	For	For
24	Authorize Board to Set Issue Price for 10 Percent Per Year of Issued Capital Pursuant to Issue Authority without Preemptive Rights	Mgmt	For	For
25	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Above	Mgmt	For	For
26	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For
27	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
	<i>Voter Rationale: .</i>			
28	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees and Corporate Officers of International Subsidiaries	Mgmt	For	For
	<i>Voter Rationale: .</i>			

Elis SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
29	Set Total Limit for Capital Increase to Result from Issuance Requests Under Items 21-23 and 25-26 at EUR 115 Million	Mgmt	For	For
30	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
31	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Elme Communities

Meeting Date: 05/30/2024

Country: USA

Ticker: ELME

Meeting Type: Annual

Primary ISIN: US9396531017

Primary SEDOL: 2942304

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jennifer S. Banner	Mgmt	For	For
1.2	Elect Director Benjamin S. Butcher	Mgmt	For	For
1.3	Elect Director Susan Carras	Mgmt	For	For
1.4	Elect Director Ellen M. Goitia	Mgmt	For	For
1.5	Elect Director Paul T. McDermott	Mgmt	For	For
1.6	Elect Director Thomas H. Nolan, Jr.	Mgmt	For	For
1.7	Elect Director Anthony L. Winns	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Emaar Properties PJSC

Meeting Date: 04/22/2024

Country: United Arab Emirates

Ticker: EMAAR

Meeting Type: Annual

Primary ISIN: AEE000301011

Primary SEDOL: B01RM25

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Board Report on Company Operations and Its Financial Position for FY 2023	Mgmt	For	For
2	Approve Auditors' Report on Company Financial Statements for FY 2023	Mgmt	For	For
3	Accept Financial Statements and Statutory Reports for FY 2023	Mgmt	For	For
4	Approve Dividends of AED 0.50 per Share	Mgmt	For	For
5	Approve Board Remuneration Policy	Mgmt	For	For
6	Approve Remuneration of Directors	Mgmt	For	For
7	Approve Discharge of Directors for FY 2023	Mgmt	For	For
8	Approve Discharge of Auditors for FY 2023	Mgmt	For	For
9	Appoint Auditors and Fix Their Remuneration for FY 2024	Mgmt	For	Against
	<i>Voter Rationale: Auditors should undertake non-audit work in exceptional circumstances only. Any non-audit fees paid to the auditor should be clearly disclosed, justified and not exceed audit fees. Large non-audit fees could compromise objectivity of the audit.</i>			
10.1	Elect Mohammed Al Abbar as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information on directors standing for election well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
10.2	Elect Jamal bin Theniyah as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information on directors standing for election well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
10.3	Elect Ahmed Jawah as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information on directors standing for election well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
10.4	Elect Ahmed Al Matroushi as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information on directors standing for election well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
10.5	Elect Jasim Al Ali as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information on directors standing for election well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
10.6	Elect Hilal Al Marri as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information on directors standing for election well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
10.7	Elect Sultan Al Mansouri as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information on directors standing for election well in advance of the meeting to enable shareholders to cast an informed vote.</i>			

Emaar Properties PJSC

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10.8	Elect Buti Al Mulla as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information on directors standing for election well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
10.9	Elect Iman Abdulrazzaq as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information on directors standing for election well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
10.10	Elect Abdullah Al Falasi as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information on directors standing for election well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
10.11	Elect Ahmed Al Muheeri as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information on directors standing for election well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
10.12	Elect Omar Boushihab as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information on directors standing for election well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
10.13	Elect Mohammed Kareem as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information on directors standing for election well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
10.14	Elect Ali Al Jasim as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information on directors standing for election well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
10.15	Elect Raysah Al Katbi as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information on directors standing for election well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
10.16	Elect Ali Al Muheeri as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information on directors standing for election well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
10.17	Elect Maythaa Al Falasi as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information on directors standing for election well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
10.18	Elect Iman Al Suweedi as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information on directors standing for election well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
11	Allow Directors to Engage in Commercial Transactions with Competitors	Mgmt	For	For

Embraer SA

Meeting Date: 04/25/2024

Country: Brazil

Ticker: EMBR3

Meeting Type: Annual

Primary ISIN: BREMBRACNOR4

Primary SEDOL: B16FPG6

Embraer SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2023	Mgmt	For	For
<i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account. Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
2	Approve Allocation of Income	Mgmt	For	For
3	Elect Fiscal Council Members	Mgmt	For	For
4	In Case One of the Nominees Leaves the Fiscal Council Slate Due to a Separate Minority Election, as Allowed Under Articles 161 and 240 of the Brazilian Corporate Law, May Your Votes Still Be Counted for the Proposed Slate?	Mgmt	None	Against
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
5	Approve Remuneration of Company's Management	Mgmt	For	For
6	Approve Remuneration of Fiscal Council Members	Mgmt	For	For

Embraer SA

Meeting Date: 05/17/2024

Country: Brazil

Ticker: EMBR3

Meeting Type: Extraordinary Shareholders

Primary ISIN: BREMBRACNOR4

Primary SEDOL: B16FPG6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Article 3 Re: Corporate Purpose	Mgmt	For	For
2	Amend Article 12	Mgmt	For	For
3	Amend Article 27	Mgmt	For	For
4	Remove Articles 64 and 65	Mgmt	For	For
5	Consolidate Bylaws	Mgmt	For	For

EMCOR Group, Inc.

Meeting Date: 06/06/2024

Country: USA

Ticker: EME

Meeting Type: Annual

Primary ISIN: US29084Q1004

Primary SEDOL: 2474164

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 Ronald L. Johnson	Mgmt	For	For
1d	Elect Director Carol P. Lowe	Mgmt	For	For
1e	Elect Director M. Kevin McEvoy	Mgmt	For	For
1f	Elect Director William P. Reid	Mgmt	For	For
1g	Elect Director Steven B. Schwarzwaelder	Mgmt	For	For
1h	Elect Director Robin Walker-Lee	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Empire State Realty Trust, Inc.

Meeting Date: 05/09/2024

Country: USA

Ticker: ESRT

Meeting Type: Annual

Primary ISIN: US2921041065

Primary SEDOL: BF321D7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Anthony E. Malkin	Mgmt	For	For
1b	Elect Director Thomas J. DeRosa	Mgmt	For	For
1c	Elect Director Steven J. Gilbert	Mgmt	For	Against
<i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1d	Elect Director S. Michael Giliberto	Mgmt	For	For
1e	Elect Director Patricia S. Han	Mgmt	For	For

Empire State Realty Trust, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director Grant H. Hill	Mgmt	For	For
1g	Elect Director R. Paige Hood	Mgmt	For	For
1h	Elect Director James D. Robinson, IV	Mgmt	For	For
1i	Elect Director Christina Van Tassell	Mgmt	For	For
1j	Elect Director Hannah Y. Yang	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i></p>				
3	Approve Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The plan cost is excessive; and * The estimated duration of available and proposed shares exceeds six years.</i></p>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

Enact Holdings, Inc.

Meeting Date: 05/16/2024

Country: USA

Ticker: ACT

Meeting Type: Annual

Primary ISIN: US29249E1091

Primary SEDOL: BNZFTG9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Dominic J. Adesso	Mgmt	For	For
1.2	Elect Director Michael A. Bless	Mgmt	For	For
1.3	Elect Director John D. Fisk	Mgmt	For	For
1.4	Elect Director Rohit Gupta	Mgmt	For	For
1.5	Elect Director Sheila Hooda	Mgmt	For	For
1.6	Elect Director Thomas J. McInerney	Mgmt	For	For
1.7	Elect Director Robert P. Restrepo, Jr.	Mgmt	For	For
1.8	Elect Director Debra W. Still	Mgmt	For	For
1.9	Elect Director Westley V. Thompson	Mgmt	For	For
1.10	Elect Director Jerome T. Upton	Mgmt	For	For
1.11	Elect Director Anne G. Waleski	Mgmt	For	For

Enact Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
4	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	Against
<i>Voter Rationale: A vote AGAINST this proposal is warranted, as the company is controlled and decisions regarding the company's response to shareholder litigation would be made by a board that lacks accountability to minority shareholders.</i>				

Enbridge Inc.

Meeting Date: 05/08/2024

Country: Canada

Ticker: ENB

Meeting Type: Annual

Primary ISIN: CA29250N1050

Primary SEDOL: 2466149

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mayank (Mike) M. Ashar	Mgmt	For	For
1.2	Elect Director Gaurdie E. Banister	Mgmt	For	For
1.3	Elect Director Pamela L. Carter	Mgmt	For	For
1.4	Elect Director Susan M. Cunningham	Mgmt	For	For
1.5	Elect Director Gregory L. Ebel	Mgmt	For	For
1.6	Elect Director Jason B. Few	Mgmt	For	For
1.7	Elect Director Theresa B.Y. Jang	Mgmt	For	For
1.8	Elect Director Teresa S. Madden	Mgmt	For	For
1.9	Elect Director Manjit Minhas	Mgmt	For	For
1.10	Elect Director Stephen S. Poloz	Mgmt	For	For
1.11	Elect Director S. Jane Rowe	Mgmt	For	For
1.12	Elect Director Steven W. Williams	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>				

Enbridge Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Shareholder Proposals	Mgmt		
4	SP 1: Report on Governance Systems in Light of Climate and Environmental Misrepresentations	SH	Against	Against
5	SP 2: Disclose the Company's Scope 3 Emissions	SH	Against	Against

Encompass Health Corporation

Meeting Date: 05/02/2024

Country: USA

Ticker: EHC

Meeting Type: Annual

Primary ISIN: US29261A1007

Primary SEDOL: BYX2YJ7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Greg D. Carmichael	Mgmt	For	For
1b	Elect Director Edward M. Christie, III	Mgmt	For	For
1c	Elect Director Joan E. Herman	Mgmt	For	For
1d	Elect Director Leslye G. Katz	Mgmt	For	For
1e	Elect Director Patricia A. Maryland	Mgmt	For	For
1f	Elect Director Kevin J. O'Connor	Mgmt	For	For
1g	Elect Director Christopher R. Reidy	Mgmt	For	For
1h	Elect Director Nancy M. Schlichting	Mgmt	For	For
1i	Elect Director Mark J. Tarr	Mgmt	For	For
1j	Elect Director Terrance Williams	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Report on Effectiveness of the Company's Diversity, Equity, and Inclusion Efforts	SH	Against	For
<i>Voter Rationale: The company should disclose its demographic workforce data as per the EEO-1 requirement. This will help to increase transparency and aid shareholders in assessing the effectiveness of the company's stated efforts to address related human capital material risks and opportunities.</i>				

Encore Capital Group, Inc.

Meeting Date: 06/07/2024

Country: USA

Ticker: ECPG

Meeting Type: Annual

Primary ISIN: US2925541029

Primary SEDOL: 2443078

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Michael P. Monaco	Mgmt	For	For
1b	Elect Director William C. Goings	Mgmt	For	For
1c	Elect Director Ashwini (Ash) Gupta	Mgmt	For	For
1d	Elect Director Wendy G. Hannam	Mgmt	For	For
1e	Elect Director Jeffrey A. Hilzinger	Mgmt	For	For
1f	Elect Director Angela A. Knight	Mgmt	For	For
1g	Elect Director Laura Newman Olle	Mgmt	For	For
1h	Elect Director Richard P. Stovsky	Mgmt	For	For
1i	Elect Director Ashish Masih	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The majority of annual bonus incentives should be quantitative. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>			
3	Ratify BDO USA, P.C. as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>			

Endeavor Group Holdings, Inc.

Meeting Date: 06/13/2024

Country: USA

Ticker: EDR

Meeting Type: Annual

Primary ISIN: US29260Y1091

Primary SEDOL: BJQ05Y5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ariel Emanuel	Mgmt	For	For
	<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>			
1.2	Elect Director Egon P. Durban	Mgmt	For	Withhold
	<i>Voter Rationale: The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s).</i>			

Endeavor Group Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Jacqueline D. Reses	Mgmt	For	For
<p><i>Voter Rationale: WITHHOLD votes are warranted for non-independent director nominees Egon Durban and Ariel (Ari) Emanuel for failing to establish a board on which a majority of the directors are independent and due to the company's lack of formal compensation and nominating committees. In the absence of a Governance Committee, WITHHOLD votes are warranted for Egon Durban, Ariel (Ari) Emanuel, and Jacqueline Reses: * given the board's failure to remove, or subject to a sunset requirement, the classified board structure and the pop-up supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights; and * for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are further warranted for Egon Durban as his ownership of the supervoting shares provide him with voting power control of the company. In the absence of a say-on-pay proposal and a formal compensation committee, WITHHOLD votes are warranted for all director nominees given that the CEO's pay remains high due to the discretionary bonus and time-vesting equity awards he received during fiscal 2023.</i></p>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Endeavour Mining Plc

Meeting Date: 05/30/2024

Country: United Kingdom

Ticker: EDV

Meeting Type: Annual

Primary ISIN: GB00BL6K5J42

Primary SEDOL: BN7KJ5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Re-elect Alison Baker as Director	Mgmt	For	For
3	Re-elect Patrick Bouisset as Director	Mgmt	For	For
4	Re-elect Ian Cockerill as Director	Mgmt	For	For
5	Re-elect Livia Mahler as Director	Mgmt	For	For
6	Re-elect Sakhila Mirza as Director	Mgmt	For	For
7	Re-elect Naguib Sawiris as Director	Mgmt	For	For
8	Re-elect Srinivasan Venkatakrisnan as Director	Mgmt	For	For
<p><i>Voter Rationale: The board chairman serves as a member of the Nomination Committee.</i></p>				
9	Elect Cathia Lawson-Hall as Director	Mgmt	For	For
10	Elect John Munro as Director	Mgmt	For	For
11	Reappoint BDO LLP as Auditors	Mgmt	For	For
12	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
13	Approve Remuneration Report	Mgmt	For	For
14	Approve Unallocated Securities, Rights and Other Entitlements Under the Incentive Plans	Mgmt	For	For
15	Authorise Issue of Equity	Mgmt	For	For
16	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For

Endeavour Mining Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
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

Energisa SA

Meeting Date: 04/30/2024

Country: Brazil

Ticker: ENGI11

Meeting Type: Extraordinary Shareholders

Primary ISIN: BRENGICDAM16

Primary SEDOL: B56XQT8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Article 4 to Reflect Changes in Capital	Mgmt	For	For
2	Consolidate Bylaws	Mgmt	For	For

Energisa SA

Meeting Date: 04/30/2024

Country: Brazil

Ticker: ENGI11

Meeting Type: Annual

Primary ISIN: BRENGICDAM16

Primary SEDOL: B56XQT8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Meeting for Holders of Units	Mgmt		
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2023	Mgmt	For	For
<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
2	Approve Allocation of Income and Dividends	Mgmt	For	For
3	Fix Number of Alternate Directors at Zero	Mgmt	For	For
4	Elect Directors	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	In Case There is Any Change to the Board Slate Composition, May Your Votes Still be Counted for the Proposed Slate?	Mgmt	None	Against
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
6.1	Elect Estevao de Almeida Accioly as Director Appointed by Preferred Shareholder (Appointed by BNDESPar)	SH	None	For
6.2	Elect Luiz Eduardo Froes do Amaral Osorio as Director Appointed by Preferred Shareholder (Appointed by Shareholders Represented by Squadra, Brasil Capital, and 3G Radar)	SH	None	Abstain
<i>Voter Rationale: The company has disclosed competing minority nominees disputing the single board seat available under a separate election for minority preferred shareholders, in which the controlling shareholder does not have voting rights. As such, an ABSTAIN vote is recommended for Items 4a and 4c. This recommendation, however, should not be interpreted as a negative assessment of the experience or qualifications of the competing board nominees. Institutional shareholders should provide explicit voting instructions if they seek to elect a specific candidate.</i>				
7	In Case Neither Class of Shares Reaches the Minimum Quorum Required by the Brazilian Corporate Law to Elect a Board Representative in Separate Elections, Would You Like to Use Your Votes to Elect the Candidate with More Votes to Represent Both Classes?	Mgmt	None	For
8	As an Ordinary Shareholder, Would You like to Request a Separate Minority Election of a Member of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	Mgmt	None	Abstain
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
9	Do You Wish to Adopt Cumulative Voting for the Election of the Members of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	Mgmt	None	For
	If Voting FOR on Item 10, Votes Are Distributed in Equal % Amongst Nominees voted FOR. If You Vote AGST, Contact Your Client Service Rep to Unequally Allocate % of Votes. If You Vote ABST, You Will Not Participate in Cumulative Voting.	Mgmt		
10	In Case Cumulative Voting Is Adopted, Do You Wish to Equally Distribute Your Votes Amongst the Nominees below?	Mgmt	None	For
11.1	Percentage of Votes to Be Assigned - Elect Marcelo Feriozzi Bacci as Independent Director (Appointed by Gipar)	Mgmt	None	Abstain
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
11.2	Percentage of Votes to Be Assigned - Elect Rogerio Sekeff Zampronha as Independent Director (Appointed by Gipar)	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
11.3	Percentage of Votes to Be Assigned - Elect Omar Carneiro da Cunha Sobrinho as Director (Appointed by Gipar)	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
11.4	Percentage of Votes to Be Assigned - Elect Luciana de Oliveira Cezar Coelho as Independent Director (Appointed by Gipar)	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
11.5	Percentage of Votes to Be Assigned - Elect Armando de Azevedo Henriques as Independent Director (Appointed by Gipar)	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
11.6	Percentage of Votes to Be Assigned - Elect Ricardo Perez Botelho as Director (Appointed by Gipar)	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
11.7	Percentage of Votes to Be Assigned - Elect Sebastiao Bergamini Junior as Independent Director (Appointed by BNDESPar)	SH	None	For
12	Approve Classification of Independent Directors	Mgmt	For	For
13	Approve Remuneration of Company's Management	Mgmt	For	For
14	Do You Wish to Request Installation of a Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	Mgmt	None	For
	Vote on Item #15 Only If You Voted FOR on Item #14	Mgmt		
15	Appoint Fiscal Council Member	SH	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
16	Elect Caio Cezar Monteiro Ramalho as Fiscal Council Member and Ludmila de Melo Sousa as Alternate Appointed by Minority Shareholder (Appointed by Shareholders Represented by Squadra, Brasil Capital, and 3G Radar)	SH	None	For

Energisa SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
17	Elect Camilo de Lelis Maciel Silva as Fiscal Council Member and Marco Antonio Pereira as Alternate Appointed by Preferred Shareholder (Appointed by Shareholders Represented by Squadra, Brasil Capital, and 3G Radar)	SH	None	For
18	Elect Fiscal Council Members	Mgmt	For	Abstain
<i>Voter Rationale: An ABSTAIN vote recommendation is warranted for management's fiscal council nominees, to allow minority shareholders to concentrate their votes on the election of a minority fiscal council candidate as further discussed under Items 16 and 18 of this meeting agenda.</i>				
19	In Case One of the Nominees Leaves the Fiscal Council Slate Due to a Separate Minority Election, as Allowed Under Articles 161 and 240 of the Brazilian Corporate Law, May Your Votes Still Be Counted for the Proposed Slate?	Mgmt	None	Against
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				

Energy Fuels Inc.

Meeting Date: 06/11/2024

Country: Canada

Ticker: EFR

Meeting Type: Annual

Primary ISIN: CA2926717083

Primary SEDOL: BFV4XV7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director J. Birks Bovaird	Mgmt	For	For
1.2	Elect Director Mark S. Chalmers	Mgmt	For	For
1.3	Elect Director Benjamin Eshleman, III	Mgmt	For	For
1.4	Elect Director Ivy V. Estabrooke	Mgmt	For	For
1.5	Elect Director Barbara A. Filas	Mgmt	For	For
1.6	Elect Director Bruce D. Hansen	Mgmt	For	For
1.7	Elect Director Jaqueline Herrera	Mgmt	For	For
1.8	Elect Director Dennis L. Higgs	Mgmt	For	For
1.9	Elect Director Robert W. Kirkwood	Mgmt	For	For
1.10	Elect Director Alexander G. Morrison	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Energy Fuels Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Amend Shareholder Rights Plan	Mgmt	For	For
<i>Voter Rationale: Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and be of a limited duration.</i>				

Energy Recovery Inc.

Meeting Date: 06/06/2024	Country: USA	Ticker: ERII	
	Meeting Type: Annual		
		Primary ISIN: US29270J1007	Primary SEDOL: B3B5J07

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Alexander J. Buehler	Mgmt	For	For
1.2	Elect Director Joan K. Chow	Mgmt	For	For
1.3	Elect Director Arve Hanstveit	Mgmt	For	For
1.4	Elect Director David W. Moon	Mgmt	For	For
1.5	Elect Director Colin R. Sabol	Mgmt	For	For
1.6	Elect Director Pamela L. Tondreau	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Enliven Therapeutics, Inc.

Meeting Date: 06/18/2024	Country: USA	Ticker: ELVN	
	Meeting Type: Annual		
		Primary ISIN: US29337E1029	Primary SEDOL: BMFD115

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mika Derynck	Mgmt	For	For

Enliven Therapeutics, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i>				
1.2	Elect Director Rishi Gupta	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	Against
<i>Voter Rationale: Plan renewal should be subject to shareholder approval. This plan could lead to excessive dilution. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

Enova International, Inc.

Meeting Date: 05/08/2024

Country: USA

Ticker: ENVA

Meeting Type: Annual

Primary ISIN: US29357K1034

Primary SEDOL: BRYQ4L1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ellen Carnahan	Mgmt	For	For
1b	Elect Director Daniel R. Feehan	Mgmt	For	Against
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1c	Elect Director David Fisher	Mgmt	For	For
1d	Elect Director William M. Goodyear	Mgmt	For	For
1e	Elect Director James A. Gray	Mgmt	For	For
1f	Elect Director Gregg A. Kaplan	Mgmt	For	For
1g	Elect Director Mark P. McGowan	Mgmt	For	For
1h	Elect Director Linda Johnson Rice	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1i	Elect Director Mark A. Tebbe	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Enova International, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Amend Omnibus Stock Plan	Mgmt	For	Against

Voter Rationale: This plan could lead to excessive dilution. Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.

Enovis Corporation

Meeting Date: 05/20/2024

Country: USA

Ticker: ENOV

Meeting Type: Annual

Primary ISIN: US1940145022

Primary SEDOL: BJLTMX5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
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1a	Elect Director Matthew L. Trerotola	Mgmt	For	For
1b	Elect Director Barbara W. Bodem	Mgmt	For	For
1c	Elect Director Liam J. Kelly	Mgmt	For	For
1d	Elect Director Angela S. Lalor	Mgmt	For	For
1e	Elect Director Philip A. Okala	Mgmt	For	For
1f	Elect Director Christine Ortiz	Mgmt	For	For
1g	Elect Director A. Clayton Perfall	Mgmt	For	For
1h	Elect Director Brady R. Shirley	Mgmt	For	For
1i	Elect Director Rajiv Vinnakota	Mgmt	For	For
1j	Elect Director Sharon Wienbar	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.

3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
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Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

4	Amend Omnibus Stock Plan	Mgmt	For	For
5	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For

Enovix Corporation

Meeting Date: 06/13/2024

Country: USA

Ticker: ENVX

Meeting Type: Annual

Primary ISIN: US2935941078

Primary SEDOL: BNNTCT7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Thurman John Rodgers	Mgmt	For	Withhold
<p><i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				
1.2	Elect Director Betsy Atkins	Mgmt	For	For
<p><i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i></p>				
1.3	Elect Director Pegah Ebrahimi	Mgmt	For	For
1.4	Elect Director Bernard Gutmann	Mgmt	For	For
1.5	Elect Director Joseph Malchow	Mgmt	For	For
1.6	Elect Director Gregory Reichow	Mgmt	For	For
1.7	Elect Director Raj Talluri	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Enphase Energy, Inc.

Meeting Date: 05/15/2024

Country: USA

Ticker: ENPH

Meeting Type: Annual

Primary ISIN: US29355A1079

Primary SEDOL: B65SQW4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Badrinarayanan Kothandaraman	Mgmt	For	For
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i></p>				
1.2	Elect Director Joseph Malchow	Mgmt	For	For

Enphase Energy, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i></p>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<p><i>Voter Rationale: We support an annual say on pay frequency.</i></p>				
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Enpro, Inc.

Meeting Date: 05/02/2024

Country: USA

Ticker: NPO

Meeting Type: Annual

Primary ISIN: US29355X1072

Primary SEDOL: 2951292

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Eric A. Vaillancourt	Mgmt	For	For
1.2	Elect Director William Abbey	Mgmt	For	For
1.3	Elect Director Thomas M. Botts	Mgmt	For	For
1.4	Elect Director Felix M. Brueck	Mgmt	For	For
1.5	Elect Director Adele M. Gulfo	Mgmt	For	For
1.6	Elect Director David L. Hauser	Mgmt	For	For
1.7	Elect Director John Humphrey	Mgmt	For	For
1.8	Elect Director Ronald C. Keating	Mgmt	For	For
1.9	Elect Director Judith A. Reinsdorf	Mgmt	For	Withhold
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i></p>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

Enstar Group Limited

Meeting Date: 06/06/2024

Country: Bermuda

Ticker: ESGR

Meeting Type: Annual

Primary ISIN: BMG3075P1014

Primary SEDOL: B1Q76J2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Robert J. Campbell	Mgmt	For	For
1b	Elect Director B. Frederick Becker	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1c	Elect Director Sharon A. Beesley	Mgmt	For	For
1d	Elect Director James D. Carey	Mgmt	For	For
1e	Elect Director Susan L. Cross	Mgmt	For	For
1f	Elect Director Hans-Peter Gerhardt	Mgmt	For	For
1g	Elect Director Orla Gregory	Mgmt	For	For
1h	Elect Director Myron Hendry	Mgmt	For	For
1i	Elect Director Paul J. O'Shea	Mgmt	For	For
1j	Elect Director Hitesh Patel	Mgmt	For	For
1k	Elect Director Dominic Silvester	Mgmt	For	For
1l	Elect Director Poul A. Winslow	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. The majority of annual bonus incentives should be quantitative. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
3	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Entegris, Inc.

Meeting Date: 04/24/2024

Country: USA

Ticker: ENTG

Meeting Type: Annual

Primary ISIN: US29362U1043

Primary SEDOL: 2599700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director James R. Anderson	Mgmt	For	For
1b	Elect Director Rodney Clark	Mgmt	For	For
1c	Elect Director James F. Gentilcore	Mgmt	For	For
1d	Elect Director Yvette Kanouff	Mgmt	For	For
1e	Elect Director James P. Lederer	Mgmt	For	For
1f	Elect Director Bertrand Loy	Mgmt	For	For
1g	Elect Director David Reeder	Mgmt	For	For
1h	Elect Director Azita Saleki-Gerhardt	Mgmt	For	For
<i>Voter Rationale: While we would like to see the company increase board gender diversity, we note the company is committed to increasing gender diversity throughout the organization and has recently appointed a woman CFO.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For
4	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Envista Holdings Corporation

Meeting Date: 05/21/2024

Country: USA

Ticker: NVST

Meeting Type: Annual

Primary ISIN: US29415F1049

Primary SEDOL: BK63SF3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Amir Aghdaei *Withdrawn Resolution*	Mgmt		
1.2	Elect Director Wendy Carruthers	Mgmt	For	For
1.3	Elect Director Kieran T. Gallahue	Mgmt	For	For
1.4	Elect Director Scott Huennekens	Mgmt	For	For
1.5	Elect Director Barbara B. Hult	Mgmt	For	For
1.6	Elect Director Vivek Jain	Mgmt	For	For
1.7	Elect Director Daniel A. Raskas	Mgmt	For	For
1.8	Elect Director Christine Tsingos	Mgmt	For	For

Envista Holdings Corporation

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
<p><i>Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i></p>				
4	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For
5.9	Elect Director Paul Keel	Mgmt	For	For

EOG Resources, Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: EOG

Meeting Type: Annual

Primary ISIN: US26875P1012

Primary SEDOL: 2318024

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 Lynn A. Dugle	Mgmt	For	For
1e	Elect Director C. Christopher Gaut	Mgmt	For	For
1f	Elect Director Michael T. Kerr	Mgmt	For	For
1g	Elect Director Julie J. Robertson	Mgmt	For	For
1h	Elect Director Donald F. Textor	Mgmt	For	For
1i	Elect Director Ezra Y. Yacob	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i></p>				

EPAM Systems, Inc.

Meeting Date: 05/31/2024

Country: USA

Ticker: EPAM

Meeting Type: Annual

Primary ISIN: US29414B1044

Primary SEDOL: B44Z3T8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Arkadiy Dobkin	Mgmt	For	For
1b	Elect Director DeAnne Aguirre	Mgmt	For	For
1c	Elect Director Chandra McMahon	Mgmt	For	For
1d	Elect Director Robert E. Segert	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
4	Declassify the Board of Directors	SH	None	For
<i>Voter Rationale: The annual election of directors provides greater accountability to shareholders and is a widely accepted best practice in corporate governance. Shareholders should have the opportunity to communicate with directors regarding their performance regularly.</i>				

EPR Properties

Meeting Date: 05/29/2024

Country: USA

Ticker: EPR

Meeting Type: Annual

Primary ISIN: US26884U1097

Primary SEDOL: B8XXZP1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Peter C. Brown	Mgmt	For	For
1.2	Elect Director John P. Case, III	Mgmt	For	For
1.3	Elect Director James B. Connor	Mgmt	For	For
1.4	Elect Director Virginia E. Shanks	Mgmt	For	For
1.5	Elect Director Gregory K. Silvers	Mgmt	For	For

EPR Properties

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director Robin P. Sterneck	Mgmt	For	For
1.7	Elect Director Lisa G. Trimberger	Mgmt	For	For
1.8	Elect Director Caixia Y. Ziegler	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

EQB Inc.

Meeting Date: 04/10/2024

Country: Canada

Ticker: EQB

Meeting Type: Annual/Special

Primary ISIN: CA26886R1047

Primary SEDOL: BPNYS87

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Michael Emory	Mgmt	For	For
1b	Elect Director Susan Ericksen	Mgmt	For	For
1c	Elect Director Michael Hanley	Mgmt	For	For
1d	Elect Director Kishore Kapoor	Mgmt	For	For
1e	Elect Director Yongah Kim	Mgmt	For	For
<i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
1f	Elect Director Marcos Lopez	Mgmt	For	For
1g	Elect Director Andrew Moor	Mgmt	For	For
1h	Elect Director Rowan Saunders	Mgmt	For	For
1i	Elect Director Carolyn Schuetz	Mgmt	For	For
1j	Elect Director Vincenza Sera	Mgmt	For	For
1k	Elect Director Michael Stramaglia	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Amend Stock Option Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Amend Treasury Share Unit Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
5	Approve Increase in Size of Board from Twelve to Fourteen	Mgmt	For	For
6	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Equatorial Energia SA

Meeting Date: 04/30/2024 **Country:** Brazil **Ticker:** EQTL3
Meeting Type: Extraordinary Shareholders
Primary ISIN: BREQTLACNOR0 **Primary SEDOL:** B128R96

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Stock Option Plan Approved at the July 22, 2019, EGM	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>				
2	Approve Share Matching Plan	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>				
3	Amend Article 6 to Reflect Changes in Capital	Mgmt	For	For
4	Consolidate Bylaws	Mgmt	For	For
5	Fix Number of Directors at Seven	Mgmt	For	For

Equatorial Energia SA

Meeting Date: 04/30/2024 **Country:** Brazil **Ticker:** EQTL3
Meeting Type: Annual
Primary ISIN: BREQTLACNOR0 **Primary SEDOL:** B128R96

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2023	Mgmt	For	For
2	Accept Management Statements for Fiscal Year Ended Dec. 31, 2023	Mgmt	For	For

Equatorial Energia SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve Allocation of Income and Dividends	Mgmt	For	For
4	Install Fiscal Council	Mgmt	For	For
5	Fix Number of Fiscal Council Members at Three	Mgmt	For	For
6	Elect Fiscal Council Members	Mgmt	For	For
7	In Case One of the Nominees Leaves the Fiscal Council Slate Due to a Separate Minority Election, as Allowed Under Articles 161 and 240 of the Brazilian Corporate Law, May Your Votes Still Be Counted for the Proposed Slate?	Mgmt	None	Against
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
8	Approve Remuneration of Company's Management and Fiscal Council	Mgmt	For	For
9	Do You Wish to Request Installation of a Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	Mgmt	For	For

Equatorial Energia SA

Meeting Date: 05/23/2024

Country: Brazil

Ticker: EQTL3

Meeting Type: Extraordinary Shareholders

Primary ISIN: BREQTLACNOR0

Primary SEDOL: B128R96

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Article 6 to Reflect Changes in Capital	Mgmt	For	For
2	Consolidate Bylaws	Mgmt	For	For

Equifax Inc.

Meeting Date: 05/02/2024

Country: USA

Ticker: EFX

Meeting Type: Annual

Primary ISIN: US2944291051

Primary SEDOL: 2319146

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

Equifax Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1c	Elect Director Karen L. Fichuk	Mgmt	For	For
1d	Elect Director G. Thomas Hough	Mgmt	For	For
1e	Elect Director Robert D. Marcus	Mgmt	For	For
1f	Elect Director Scott A. McGregor	Mgmt	For	For
1g	Elect Director John A. McKinley	Mgmt	For	For
1h	Elect Director Melissa D. Smith	Mgmt	For	For
1i	Elect Director Audrey Boone Tillman	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Equinix, Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: EQIX

Meeting Type: Annual

Primary ISIN: US29444U7000

Primary SEDOL: BVLZX12

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Nanci Caldwell	Mgmt	For	For
1b	Elect Director Adaire Fox-Martin	Mgmt	For	For
1c	Elect Director Gary Hromadko	Mgmt	For	For
1d	Elect Director Charles Meyers	Mgmt	For	For
1e	Elect Director Thomas Olinger	Mgmt	For	For
1f	Elect Director Christopher Paisley	Mgmt	For	For
1g	Elect Director Jeetu Patel	Mgmt	For	For
1h	Elect Director Sandra Rivera	Mgmt	For	For
1i	Elect Director Fidelma Russo	Mgmt	For	For
1j	Elect Director Peter Van Camp	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

Equinix, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Equitable Holdings, Inc.

Meeting Date: 05/22/2024	Country: USA	Ticker: EQH
	Meeting Type: Annual	
	Primary ISIN: US29452E1010	Primary SEDOL: BKRMR96

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Francis A. Hondal	Mgmt	For	For
1b	Elect Director Arlene Isaacs-Lowe	Mgmt	For	For
1c	Elect Director Daniel G. Kaye	Mgmt	For	For
1d	Elect Director Joan Lamm-Tennant	Mgmt	For	Against
<i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1e	Elect Director Craig MacKay	Mgmt	For	For
1f	Elect Director Mark Pearson	Mgmt	For	For
1g	Elect Director Bertram L. Scott	Mgmt	For	For
1h	Elect Director George Stansfield	Mgmt	For	For
1i	Elect Director Charles G.T. Stonehill	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Equitrans Midstream Corporation

Meeting Date: 04/23/2024	Country: USA	Ticker: ETRN
	Meeting Type: Annual	
	Primary ISIN: US2946001011	Primary SEDOL: BFMWBV6

Equitrans Midstream Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Vicky A. Bailey	Mgmt	For	For
1b	Elect Director Sarah M. Barpoulis	Mgmt	For	For
1c	Elect Director Kenneth M. Burke	Mgmt	For	For
1d	Elect Director Diana M. Charletta	Mgmt	For	For
1e	Elect Director Thomas F. Karam	Mgmt	For	For
1f	Elect Director D. Mark Leland	Mgmt	For	For
1g	Elect Director Norman J. Szydlowski	Mgmt	For	For
1h	Elect Director Robert F. Vagt	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: Companies should not extend vesting periods or allow re-testing of performance targets because this weakens the effectiveness of incentive schemes. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i></p>				
3	Approve Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i></p>				
4	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Equity Bancshares, Inc.

Meeting Date: 04/23/2024

Country: USA

Ticker: EQBK

Meeting Type: Annual

Primary ISIN: US29460X1090

Primary SEDOL: BYZG9Q9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kevin E. Cook	Mgmt	For	For
1.2	Elect Director Brad S. Elliott	Mgmt	For	Against
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i></p>				
1.3	Elect Director Junetta M. Everett	Mgmt	For	For
1.4	Elect Director Gregory H. Kossover	Mgmt	For	For

Equity Bancshares, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: A vote AGAINST this proposal is warranted. The regular STI and LTI programs are sufficiently performance-based. However, there are concerns regarding STI goal rigor and the lack of majority performance-based CEO equity awards after accounting for meaningful supplemental time-vesting equity grants contemplated under the employment agreement. Additionally, the company recently incorporated a SERP as a new element of the pay program. The incorporation of such a non-performance-based pay element is problematic and unusual at a time when many companies have closed or frozen such plans.</i></p>				
3	Amend Omnibus Stock Plan	Mgmt	For	Against
<p><i>Voter Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The plan cost is excessive; * The three-year average burn rate is excessive; and * The plan allows broad discretion to accelerate vesting.</i></p>				
4	Ratify Crowe LLP as Auditors	Mgmt	For	For

Equity Commonwealth

Meeting Date: 06/18/2024

Country: USA

Ticker: EQC

Meeting Type: Annual

Primary ISIN: US2946281027

Primary SEDOL: BPH3N63

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David A. Helfand	Mgmt	For	For
1.2	Elect Director Ellen-Blair Chube	Mgmt	For	For
1.3	Elect Director Martin L. Edelman	Mgmt	For	For
1.4	Elect Director Peter Linneman	Mgmt	For	For
1.5	Elect Director Mary Jane Robertson	Mgmt	For	For
1.6	Elect Director Gerald A. Spector	Mgmt	For	For
1.7	Elect Director James A. Star	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. The majority of annual bonus incentives should be quantitative. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				

Equity LifeStyle Properties, Inc.

Meeting Date: 04/30/2024

Country: USA

Ticker: ELS

Meeting Type: Annual

Primary ISIN: US29472R1086

Primary SEDOL: 2563125

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Andrew Berkenfield	Mgmt	For	For
1.2	Elect Director Derrick Burks	Mgmt	For	For
1.3	Elect Director Philip Calian	Mgmt	For	For
1.4	Elect Director David Contis	Mgmt	For	For
1.5	Elect Director Constance Freedman	Mgmt	For	For
1.6	Elect Director Thomas Heneghan	Mgmt	For	For
1.7	Elect Director Marguerite Nader	Mgmt	For	For
1.8	Elect Director Radhika Papandreou	Mgmt	For	For
1.9	Elect Director Scott Peppet	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				
4	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Equity Residential

Meeting Date: 06/20/2024

Country: USA

Ticker: EQR

Meeting Type: Annual

Primary ISIN: US29476L1070

Primary SEDOL: 2319157

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Angela M. Aman	Mgmt	For	For
1.2	Elect Director Linda Walker Bynoe	Mgmt	For	For
1.3	Elect Director Mary Kay Haben	Mgmt	For	For

Equity Residential

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Ann C. Hoff	Mgmt	For	For
1.5	Elect Director Tahsinul Zia Huque	Mgmt	For	For
1.6	Elect Director Nina P. Jones	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	Withhold

Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.

1.11	Elect Director Stephen E. Sterrett	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
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Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.

Ero Copper Corp.

Meeting Date: 04/24/2024

Country: Canada

Ticker: ERO

Meeting Type: Annual

Primary ISIN: CA2960061091

Primary SEDOL: BF02Z72

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Fix Number of Directors at Ten	Mgmt	For	For
2.1	Elect Director Christopher Noel Dunn	Mgmt	For	For
2.2	Elect Director David Strang	Mgmt	For	For
2.3	Elect Director Jill Angevine	Mgmt	For	For
2.4	Elect Director Lyle Braaten	Mgmt	For	For
2.5	Elect Director Steven Busby	Mgmt	For	For
2.6	Elect Director Sally Eyre	Mgmt	For	For
2.7	Elect Director Robert Getz	Mgmt	For	For
2.8	Elect Director Chantal Gosselin	Mgmt	For	For

Ero Copper Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.9	Elect Director Faheem Tejani	Mgmt	For	For
2.10	Elect Director John Wright	Mgmt	For	For
3	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	For

Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs.

ESAB Corporation

Meeting Date: 05/09/2024

Country: USA

Ticker: ESAB

Meeting Type: Annual

Primary ISIN: US29605J1060

Primary SEDOL: BJLTMN5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Patrick W. Allender	Mgmt	For	For
1b	Elect Director Rhonda L. Jordan	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

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

ES-CON JAPAN Ltd.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 8892

Meeting Type: Annual

Primary ISIN: JP3688330004

Primary SEDOL: 6380643

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 48	Mgmt	For	For
2.1	Elect Director Ito, Takatoshi	Mgmt	For	Against
2.2	Elect Director Nakanishi, Minoru	Mgmt	For	For
2.3	Elect Director Matsuzawa, Mitsuhiko	Mgmt	For	For

Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.

ES-CON JAPAN Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.4	Elect Director Kawashima, Atsushi	Mgmt	For	For
2.5	Elect Director Otsuki, Keiko	Mgmt	For	For
2.6	Elect Director Hattori, Hiroaki	Mgmt	For	For
3	Elect Director and Audit Committee Member Wakayama, Tomohiko	Mgmt	For	For
4	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

ESR Group Limited

Meeting Date: 05/31/2024

Country: Cayman Islands

Ticker: 1821

Meeting Type: Annual

Primary ISIN: KYG319891092

Primary SEDOL: BHNCRKO

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 Joanne Sarah McNamara as Director	Mgmt	For	For
<p><i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i></p>				
3b	Elect Simon James McDonald as Director	Mgmt	For	For
3c	Elect Jingsheng Liu as Director	Mgmt	For	For
3d	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
4	Approve Ernst & Young as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
7	Approve Proposed Amendments to the Memorandum and Articles and Adopt New Memorandum and Articles	Mgmt	For	For

ESR-LOGOS Real Estate Investment Trust

Meeting Date: 04/30/2024

Country: Singapore

Ticker: J91U

Meeting Type: Annual

Primary ISIN: SG1T70931228

Primary SEDOL: B18TLR9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Trustee's Report, Statement by the Manager, Audited Financial Statements and Auditors' Report	Mgmt	For	For
<i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account. Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For
4	Authorize Unit Repurchase Program	Mgmt	For	For

Essent Group Ltd.

Meeting Date: 05/01/2024

Country: Bermuda

Ticker: ESNT

Meeting Type: Annual

Primary ISIN: BMG3198U1027

Primary SEDOL: BFWGXR8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Aditya Dutt	Mgmt	For	For
1.2	Elect Director Henna Karna	Mgmt	For	For
1.3	Elect Director Roy J. Kasmar	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				

Essential Properties Realty Trust, Inc.

Meeting Date: 05/13/2024

Country: USA

Ticker: EPRT

Meeting Type: Annual

Primary ISIN: US29670E1073

Primary SEDOL: BFFK0X2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Joyce DeLucca	Mgmt	For	For
1.2	Elect Director Scott A. Estes	Mgmt	For	For
1.3	Elect Director Peter M. Mavoides	Mgmt	For	For
1.4	Elect Director Lawrence J. Minich	Mgmt	For	For
1.5	Elect Director Heather L. Neary	Mgmt	For	For
1.6	Elect Director Stephen D. Sautel	Mgmt	For	For
1.7	Elect Director Janaki Sivanesan	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For

Essential Utilities, Inc.

Meeting Date: 05/01/2024

Country: USA

Ticker: WTRG

Meeting Type: Annual

Primary ISIN: US29670G1022

Primary SEDOL: BLCF3J9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Elizabeth B. Amato	Mgmt	For	For
1.2	Elect Director Christopher L. Bruner	Mgmt	For	For
1.3	Elect Director David A. Ciesinski	Mgmt	For	For
1.4	Elect Director Christopher H. Franklin	Mgmt	For	For
1.5	Elect Director Daniel J. Hilferty	Mgmt	For	For
1.6	Elect Director Edwina Kelly	Mgmt	For	For
1.7	Elect Director W. Bryan Lewis	Mgmt	For	For
1.8	Elect Director Tamara L. Linde	Mgmt	For	For
1.9	Elect Director Roderick K. West	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Essential Utilities, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
4	Amend Bylaws to Implement Universal Proxy Rules Governing Contested Elections of Directors	Mgmt	For	For

Essex Property Trust, Inc.

Meeting Date: 05/14/2024

Country: USA

Ticker: ESS

Meeting Type: Annual

Primary ISIN: US2971781057

Primary SEDOL: 2316619

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director John V. Arabia	Mgmt	For	For
1b	Elect Director Keith R. Guericke	Mgmt	For	For
1c	Elect Director Anne B. Gust	Mgmt	For	For
1d	Elect Director Maria R. Hawthorne	Mgmt	For	For
1e	Elect Director Amal M. Johnson	Mgmt	For	For
1f	Elect Director Mary Kasaris	Mgmt	For	For
1g	Elect Director Angela L. Kleiman	Mgmt	For	For
1h	Elect Director Irving F. Lyons, III	Mgmt	For	For
1i	Elect Director George M. Marcus	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Etsy, Inc.

Meeting Date: 06/13/2024

Country: USA

Ticker: ETSY

Meeting Type: Annual

Primary ISIN: US29786A1060

Primary SEDOL: BWTN5N1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Marla Blow	Mgmt	For	For
1b	Elect Director Gary S. Briggs	Mgmt	For	For
1c	Elect Director Melissa Reiff	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Variable remuneration should not contain a significant overlap of metrics. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				
4	Amend Omnibus Stock Plan	Mgmt	For	Against
<p><i>Voter Rationale: This plan could lead to excessive dilution. Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				

Eurocommercial Properties NV

Meeting Date: 06/11/2024

Country: Netherlands

Ticker: ECPMA

Meeting Type: Annual

Primary ISIN: NL0015000K93

Primary SEDOL: BMZ4R21

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Annual Meeting Agenda	Mgmt		
2	Open Meeting	Mgmt		
3	Receive Report of Management Board (Non-Voting)	Mgmt		
4	Discussion on Company's Corporate Governance Structure	Mgmt		
5	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
<p><i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.</i></p>				
6	Approve Dividends	Mgmt	For	For
7	Approve Discharge of Management Board	Mgmt	For	For

Eurocommercial Properties NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Approve Discharge of Supervisory Board	Mgmt	For	For
8	Elect E.J. van Garderen to Management Board	Mgmt	For	For
9	Approve Remuneration Report	Mgmt	For	For
10	Approve Remuneration of Management Board	Mgmt	For	For
11	Approve Remuneration of Supervisory Board	Mgmt	For	For
12	Reappoint KPMG Accountants N.V. as Auditor for 2025	Mgmt	For	For
13	Appoint EY Accountants LLP as Auditor for 2026	Mgmt	For	For
14	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital and Exclude Pre-emptive Rights	Mgmt	For	For
15	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
16	Other Business (Non-Voting)	Mgmt		
17	Close Meeting	Mgmt		

Euronet Worldwide, Inc.

Meeting Date: 05/16/2024

Country: USA

Ticker: EEFT

Meeting Type: Annual

Primary ISIN: US2987361092

Primary SEDOL: 2320148

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Paul S. Althasen	Mgmt	For	For
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>			
1.2	Elect Director Michael N. Frumkin	Mgmt	For	For
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>			
1.3	Elect Director Thomas A. McDonnell	Mgmt	For	For
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>			

Euronet Worldwide, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				

Euronext NV

Meeting Date: 05/15/2024	Country: Netherlands	Ticker: ENX
	Meeting Type: Annual	Primary ISIN: NL0006294274
		Primary SEDOL: BNBNSGO

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Open Meeting	Mgmt		
2	Presentation by CEO	Mgmt		
3.a	Discussion on Company's Corporate Governance Structure	Mgmt		
3.b	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt		
3.c	Approve Remuneration Report	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.</i></p>				
3.d	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
3.e	Approve Dividends	Mgmt	For	For
3.f	Approve Discharge of Management Board	Mgmt	For	For
3.g	Approve Discharge of Supervisory Board	Mgmt	For	For
4.a	Reelect Dick Sluimers to Supervisory Board	Mgmt	For	For
4.b	Elect Fedra Ribeiro to Supervisory Board	Mgmt	For	For
4.c	Elect Muriel De Lathouwer to Supervisory Board	Mgmt	For	For
4.d	Elect Koen Van Loo to Supervisory Board	Mgmt	For	For
5.a	Reelect Oivind Amundsen to Management Board	Mgmt	For	For
5.b	Reelect Simone Huis in 't Veld to Management Board	Mgmt	For	For

Euronext NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5.c	Elect Simon Gallagher to Management Board	Mgmt	For	For
6	Ratify KPMG Accountants N.V. as Auditors	Mgmt	For	For
7	Approve Cancellation of Shares	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	Other Business (Non-Voting)	Mgmt		
11	Close Meeting	Mgmt		

European Wax Center, Inc.

Meeting Date: 06/04/2024

Country: USA

Ticker: EWCZ

Meeting Type: Annual

Primary ISIN: US29882P1066

Primary SEDOL: BKVK9N4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David P. Berg	Mgmt	For	For
1.2	Elect Director Andrew Crawford	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Everest Group, Ltd.

Meeting Date: 05/15/2024

Country: Bermuda

Ticker: EG

Meeting Type: Annual

Primary ISIN: BMG3223R1088

Primary SEDOL: 2556868

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John J. Amore	Mgmt	For	For
1.2	Elect Director Juan C. Andrade	Mgmt	For	For
1.3	Elect Director William F. Galtney, Jr.	Mgmt	For	For
1.4	Elect Director John A. Graf	Mgmt	For	For
1.5	Elect Director Meryl Hartzband	Mgmt	For	For
1.6	Elect Director Gerri Losquadro	Mgmt	For	For

Everest Group, Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Hazel McNeilage	Mgmt	For	For
1.8	Elect Director Roger M. Singer	Mgmt	For	For
1.9	Elect Director Joseph V. Taranto	Mgmt	For	For
2	Approve KPMG as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Eversource Energy

Meeting Date: 05/01/2024

Country: USA

Ticker: ES

Meeting Type: Annual

Primary ISIN: US30040W1080

Primary SEDOL: BVVN4Q8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Cotton M. Cleveland	Mgmt	For	For
<i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
1.2	Elect Director Linda Dorcena Forry	Mgmt	For	For
1.3	Elect Director Gregory M. Jones	Mgmt	For	For
1.4	Elect Director Loretta D. Keane	Mgmt	For	For
1.5	Elect Director John Y. Kim	Mgmt	For	For
1.6	Elect Director David H. Long	Mgmt	For	For
1.7	Elect Director Joseph R. Nolan, Jr.	Mgmt	For	For
1.8	Elect Director Daniel J. Nova	Mgmt	For	For
1.9	Elect Director Frederica M. Williams	Mgmt	For	For

Eversource Energy

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i></p>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i></p>				
4	Adopt Simple Majority Vote	SH	None	For
<p><i>Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i></p>				

EVERTEC, Inc.

Meeting Date: 05/23/2024

Country: Puerto Rico

Ticker: EVTC

Meeting Type: Annual

Primary ISIN: PR30040P1032

Primary SEDOL: B7KY3Z6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Frank G. D'Angelo	Mgmt	For	For
1b	Elect Director Morgan M. Schuessler, Jr.	Mgmt	For	For
1c	Elect Director Kelly Barrett	Mgmt	For	For
1d	Elect Director Olga Botero	Mgmt	For	For
1e	Elect Director Virginia Gambale	Mgmt	For	For
1f	Elect Director Jorge A. Junquera	Mgmt	For	For
1g	Elect Director Ivan Pagan	Mgmt	For	For
1h	Elect Director Aldo J. Polak	Mgmt	For	For
1i	Elect Director Alan H. Schumacher	Mgmt	For	For
1j	Elect Director Brian J. Smith	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				

EVERTEC, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Evolent Health, Inc.

Meeting Date: 06/06/2024

Country: USA

Ticker: EVH

Meeting Type: Annual

Primary ISIN: US30050B1017

Primary SEDOL: BYLY8H1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Toyin Ajayi	Mgmt	For	For
1b	Elect Director Craig Barbarosh	Mgmt	For	For
1c	Elect Director Seth Blackley	Mgmt	For	For
1d	Elect Director M. Bridget Duffy	Mgmt	For	For
1e	Elect Director Russell Glass	Mgmt	For	For
1f	Elect Director Peter Grua	Mgmt	For	For
1g	Elect Director Diane Holder	Mgmt	For	For
1h	Elect Director Richard Jelinek	Mgmt	For	For
1i	Elect Director Kim Keck	Mgmt	For	For
1j	Elect Director Cheryl Scott	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
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year

Voter Rationale: We support an annual say on pay frequency.

Evolus, Inc.

Meeting Date: 06/06/2024

Country: USA

Ticker: EOLS

Meeting Type: Annual

Primary ISIN: US30052C1071

Primary SEDOL: BDRJH21

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David Moatazedi	Mgmt	For	For
1.2	Elect Director Vikram Malik	Mgmt	For	For
1.3	Elect Director Karah Parschauer	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	Against
<i>Voter Rationale: This plan could lead to excessive dilution. Plan renewal should be subject to shareholder approval.</i>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

Evolution AB

Meeting Date: 04/26/2024

Country: Sweden

Ticker: EVO

Meeting Type: Annual

Primary ISIN: SE0012673267

Primary SEDOL: BJXSCH4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Open Meeting	Mgmt		
2.1	Elect Fredrik Palm as Chairman of Meeting	Mgmt	For	For
3	Prepare and Approve List of Shareholders	Mgmt	For	For
4	Approve Agenda of Meeting	Mgmt	For	For
5.1	Designate Erik Sprinchorn as Inspector 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 2.65 Per Share	Mgmt	For	For
7.c1	Approve Discharge of Jens von Bahr	Mgmt	For	For

Evolution AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7.c2	Approve Discharge of Fredrik Osterberg	Mgmt	For	For
7.c3	Approve Discharge of Ian Livingstone	Mgmt	For	For
7.c4	Approve Discharge of Joel Citron	Mgmt	For	For
7.c5	Approve Discharge of Jonas Engwall	Mgmt	For	For
7.c6	Approve Discharge of Mimi Drake	Mgmt	For	For
7.c7	Approve Discharge of Sandra Urie	Mgmt	For	For
7.c8	Approve Discharge of Martin Carlesund	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 Amount of EUR 400,000 to Chairman and EUR 100,000 for Other Directors	Mgmt	For	Against
<p><i>Voter Rationale: A vote AGAINST this item is warranted, as the proposed director fees lack justification and can be considered excessive in relation to comparable domestic peers.</i></p>				
10.1	Reelect Jens von Bahr (Chair) as Director	Mgmt	For	For
<p><i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i></p>				
10.2	Reelect Joel Citron as Director	Mgmt	For	Against
<p><i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 40% of the board.</i></p>				
10.3	Reelect Mimi Drake as Director	Mgmt	For	For
10.4	Reelect Ian Livingstone as Director	Mgmt	For	Against
<p><i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i></p>				
10.5	Reelect Sandra Urie as Director	Mgmt	For	For
10.6	Reelect Fredrik Osterberg as Director	Mgmt	For	For
11	Approve Remuneration of Auditors	Mgmt	For	For
12.1	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
<p><i>Voter Rationale: The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				

Evolution AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
15	Approve Remuneration Report	Mgmt	For	Abstain
<i>Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>				
16	Authorize Share Repurchase Program	Mgmt	For	For
17	Authorize Reissuance of Repurchased Shares	Mgmt	For	For
18	Approve Issuance of up to 10 Percent of Issued Shares without Preemptive Rights	Mgmt	For	For
19	Approve EUR 13,722.05 Reduction in Share Capital via Share Cancellation; Approve EUR 13,722.05 Increase in Share Capital Through a Bonus Issue	Mgmt	For	For
20	Approve Transfer of Shares to the Sellers of BTG	Mgmt	For	For
21	Close Meeting	Mgmt		

Evolv Technologies Holdings, Inc.

Meeting Date: 05/31/2024

Country: USA

Ticker: EVLV

Meeting Type: Annual

Primary ISIN: US30049H1023

Primary SEDOL: BP48CK8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael Philip Ellenbogen	Mgmt	For	For
1.2	Elect Director Peter G. George	Mgmt	For	For
1.3	Elect Director Rajan Naik	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: A vote AGAINST this proposal is warranted as a pay-for-performance misalignment has been identified. The CEOs' compensation was high due to the grant of outsized time-vesting equity awards. In addition, there is limited disclosure under the annual incentive program, which is concerning as payouts were earned above target.</i>				
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

Exact Sciences Corporation

Meeting Date: 06/13/2024

Country: USA

Ticker: EXAS

Meeting Type: Annual

Primary ISIN: US30063P1057

Primary SEDOL: 2719951

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Michael Barber	Mgmt	For	For
1b	Elect Director Paul Clancy	Mgmt	For	For
1c	Elect Director Daniel J. Levangie	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against

Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Severance payments should not exceed 3 times pay. Larger severance packages should be subject to a separate shareholder approval. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

Exchange Income Corporation

Meeting Date: 05/08/2024

Country: Canada

Ticker: EIF

Meeting Type: Annual/Special

Primary ISIN: CA3012831077

Primary SEDOL: B3VHDS9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
2.1	Elect Director Brad Bennett	Mgmt	For	For
2.2	Elect Director Gary Buckley	Mgmt	For	For
2.3	Elect Director Polly Craik	Mgmt	For	For
2.4	Elect Director Barb Gamey	Mgmt	For	For
2.5	Elect Director Bruce Jack	Mgmt	For	For
2.6	Elect Director Duncan Jessiman	Mgmt	For	For
2.7	Elect Director Carmele Peter	Mgmt	For	For
2.8	Elect Director Michael Pyle	Mgmt	For	For
2.9	Elect Director Melissa Sonberg	Mgmt	For	For
2.10	Elect Director Donald Streuber	Mgmt	For	For
2.11	Elect Director Edward Warkentin	Mgmt	For	For

Exchange Income Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Amend Deferred Share Plan	Mgmt	For	For
4	Amend Employee Share Purchase Plan	Mgmt	For	For
5	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
A	The Undersigned Certifies The Shares Represented by this Proxy Are Owned And Controlled By: FOR = Canadian, AGT= Non-Canadian, ABN = Non-Canadian Carrier	Mgmt	None	Against
B	Vote FOR if Undersigned Certifies that Shares Owned and Controlled by Undersigned, Including Shares Held by Persons in Affiliation with the Undersigned Represent 10% or More of Company's IOS. Vote AGAINST if Shares Owned and Controlled is Less Than 10%.	Mgmt	None	Against

Exelixis, Inc.

Meeting Date: 05/30/2024

Country: USA

Ticker: EXEL

Meeting Type: Annual

Primary ISIN: US30161Q1040

Primary SEDOL: 2576941

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mary C. Beckerle	Mgmt	For	For
1b	Elect Director S. Gail Eckhardt	Mgmt	For	For
1c	Elect Director Maria C. Freire	Mgmt	For	For
1d	Elect Director Tomas J. Heyman	Mgmt	For	For
1e	Elect Director David E. Johnson	Mgmt	For	For
1f	Elect Director Michael M. Morrissey	Mgmt	For	For
1g	Elect Director Robert (Bob) L. Oliver, Jr.	Mgmt	For	For
1h	Elect Director Stelios Papadopoulos	Mgmt	For	For
1i	Elect Director George Poste	Mgmt	For	For
1j	Elect Director Julie Anne Smith	Mgmt	For	For
1k	Elect Director Jack L. Wyszomierski	Mgmt	For	For

Exelixis, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The majority of annual bonus incentives should be quantitative. Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>				

Exelon Corporation

Meeting Date: 04/30/2024

Country: USA

Ticker: EXC

Meeting Type: Annual

Primary ISIN: US30161N1019

Primary SEDOL: 2670519

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director W. Paul Bowers	Mgmt	For	For
1b	Elect Director Calvin G. Butler, Jr.	Mgmt	For	For
1c	Elect Director Marjorie Rodgers Cheshire	Mgmt	For	For
1d	Elect Director Linda P. Jojo	Mgmt	For	For
1e	Elect Director Charisse R. Lillie	Mgmt	For	For
1f	Elect Director Anna Richo	Mgmt	For	For
1g	Elect Director Matthew Rogers	Mgmt	For	For
1h	Elect Director Bryan Segedi	Mgmt	For	For
1i	Elect Director John Young	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Provide Right to Call a Special Meeting at a 25 Percent Ownership Threshold	Mgmt	For	For

Exelon Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Provide Right to Call a Special Meeting at a 10 Percent Ownership Threshold	SH	Against	For
<i>Voter Rationale: Holders of significant share capital should be entitled to call a special meeting. A total holding requirement of 10% is a suitable threshold to prevent abuse.</i>				

ExlService Holdings, Inc.

Meeting Date: 06/20/2024	Country: USA	Ticker: EXLS	
	Meeting Type: Annual		
		Primary ISIN: US3020811044	Primary SEDOL: B07LST0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Rohit Kapoor	Mgmt	For	For
1b	Elect Director Vikram S. Pandit	Mgmt	For	For
1c	Elect Director Thomas Bartlett	Mgmt	For	For
1d	Elect Director Andreas Fibig	Mgmt	For	For
1e	Elect Director Kristy Pipes	Mgmt	For	For
1f	Elect Director Nitin Sahney	Mgmt	For	For
1g	Elect Director Jaynie Studenmund	Mgmt	For	For
1h	Elect Director Sarah K. Williamson	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
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For

Expedia Group, Inc.

Meeting Date: 06/25/2024	Country: USA	Ticker: EXPE	
	Meeting Type: Annual		
		Primary ISIN: US30212P3038	Primary SEDOL: B748CK2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Beverly Anderson	Mgmt	For	For

Expedia Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director M. Moina Banerjee	Mgmt	For	For
1c	Elect Director Chelsea Clinton	Mgmt	For	For
1d	Elect Director Barry Diller	Mgmt	For	Withhold
<p><i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				
1e	Elect Director Henrique Dubugras	Mgmt	For	For
1f	Elect Director Ariane Gorin	Mgmt	For	For
1g	Elect Director Craig Jacobson	Mgmt	For	For
1h	Elect Director Peter Kern	Mgmt	For	For
1i	Elect Director Dara Khosrowshahi	Mgmt	For	For
<p><i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				
1j	Elect Director Patricia Menendez Cambo	Mgmt	For	For
1k	Elect Director Alex von Furstenberg	Mgmt	For	For
1l	Elect Director Alexandr Wang	Mgmt	For	For
1m	Elect Director Julie Whalen	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

Expeditors International of Washington, Inc.

Meeting Date: 05/07/2024

Country: USA

Ticker: EXPD

Meeting Type: Annual

Primary ISIN: US3021301094

Primary SEDOL: 2325507

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

Expeditors International of Washington, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director Diane H. Gulyas	Mgmt	For	For
1.6	Elect Director Jeffrey S. Musser	Mgmt	For	For
1.7	Elect Director Brandon S. Pedersen	Mgmt	For	For
1.8	Elect Director Liane J. Pelletier	Mgmt	For	For
1.9	Elect Director Olivia D. Polius	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
4	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
5	Report on Effectiveness of Diversity, Equity, and Inclusion Efforts	SH	Against	For
<i>Voter Rationale: The company should disclose its demographic workforce data as per the EEO-1 requirement. This will help to increase transparency and aid shareholders in assessing the effectiveness of the company's stated efforts to address related human capital material risks and opportunities.</i>				
6	Adopt GHG Emissions Reduction Targets Aligned with the Paris Agreement Goal	SH	Against	For
<i>Voter Rationale: We are supportive of this request to adopt near- and long- term science-based greenhouse gas reduction targets that align with the Paris Agreement.</i>				

Exponent, Inc.

Meeting Date: 06/06/2024

Country: USA

Ticker: EXPO

Meeting Type: Annual

Primary ISIN: US30214U1025

Primary SEDOL: 2330318

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director George H. Brown	Mgmt	For	For
1.2	Elect Director Catherine Ford Corrigan	Mgmt	For	For
1.3	Elect Director Paul R. Johnston	Mgmt	For	For
1.4	Elect Director Carol Lindstrom	Mgmt	For	For
1.5	Elect Director Karen A. Richardson	Mgmt	For	For
1.6	Elect Director Debra L. Zumwalt	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Exponent, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. The majority of annual bonus incentives should be quantitative. The majority of long-term incentives should be quantitative. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				

Expro Group Holdings N.V.

Meeting Date: 05/23/2024	Country: Netherlands	Ticker: XPRO
	Meeting Type: Annual	
	Primary ISIN: NL0010556684	Primary SEDOL: BCRY5H0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Michael C. Kearney	Mgmt	For	For
1b	Elect Director Michael Jardon	Mgmt	For	For
1c	Elect Director Eitan Arbeter	Mgmt	For	For
1d	Elect Director Robert W. Drummond	Mgmt	For	For
1e	Elect Director Lisa L. Troe	Mgmt	For	For
1f	Elect Director Brian Truelove	Mgmt	For	For
1g	Elect Director Frances M. Vallejo	Mgmt	For	For
1h	Elect Director Eileen G. Whelley	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i></p>				
3	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
4	Approve Discharge of Board Members	Mgmt	For	For
5	Ratify Deloitte Accountants B.V. as Auditors	Mgmt	For	For
6	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
7	Authorize Share Repurchase Program	Mgmt	For	For

Expro Group Holdings N.V.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Approve the Issuance of Up to 20 Percent of the Company's Issued Capital	Mgmt	For	Against

Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.

Extra Space Storage Inc.

Meeting Date: 05/23/2024	Country: USA	Ticker: EXR
	Meeting Type: Annual	
	Primary ISIN: US30225T1025	Primary SEDOL: B02HWR9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kenneth M. Woolley	Mgmt	For	For
1.2	Elect Director Joseph D. Margolis	Mgmt	For	For
1.3	Elect Director Mark G. Barberio	Mgmt	For	For
1.4	Elect Director Joseph J. Bonner	Mgmt	For	For
1.5	Elect Director Gary L. Crittenden	Mgmt	For	For
1.6	Elect Director Susan Harnett	Mgmt	For	For
1.7	Elect Director Spencer F. Kirk	Mgmt	For	For
1.8	Elect Director Diane Olmstead	Mgmt	For	For
1.9	Elect Director Joseph V. Saffire	Mgmt	For	For
1.10	Elect Director Julia Vander Ploeg	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

F.N.B. Corporation

Meeting Date: 05/08/2024	Country: USA	Ticker: FNB
	Meeting Type: Annual	
	Primary ISIN: US3025201019	Primary SEDOL: 2041308

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Pamela A. Bena	Mgmt	For	For
1.2	Elect Director William B. Campbell	Mgmt	For	Withhold

Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.

F.N.B. Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director James D. Chiafullo	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.4	Elect Director Vincent J. Delie, Jr.	Mgmt	For	For
1.5	Elect Director Mary Jo Dively	Mgmt	For	For
1.6	Elect Director David J. Malone	Mgmt	For	For
1.7	Elect Director Frank C. Mencini	Mgmt	For	For
1.8	Elect Director David L. Motley	Mgmt	For	For
1.9	Elect Director Heidi A. Nicholas	Mgmt	For	For
1.10	Elect Director John S. Stanik	Mgmt	For	For
1.11	Elect Director William J. Strimbu	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Fairfax Financial Holdings Limited

Meeting Date: 04/11/2024

Country: Canada

Ticker: FFH

Meeting Type: Annual

Primary ISIN: CA3039011026

Primary SEDOL: 2566351

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Robert J. Gunn	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.2	Elect Director David L. Johnston	Mgmt	For	For
1.3	Elect Director Karen L. Jurjevich	Mgmt	For	For
1.4	Elect Director R. William McFarland	Mgmt	For	Against
<i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1.5	Elect Director Christine N. McLean	Mgmt	For	For

Fairfax Financial Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director Brian J. Porter	Mgmt	For	For
1.7	Elect Director Timothy R. Price	Mgmt	For	For
1.8	Elect Director Brandon W. Sweitzer	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.9	Elect Director Lauren C. Templeton	Mgmt	For	For
1.10	Elect Director Benjamin P. Watsa	Mgmt	For	For
1.11	Elect Director V. Prem Watsa	Mgmt	For	For
1.12	Elect Director William C. Weldon	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 30% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. While directors are charged with making decisions regarding executive compensation, an advisory say on pay vote is the best method for all shareholders to provide their views on those decisions. The governance committee should put a say on pay on the AGM agenda as is now common practice in Canada. In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

FANCL Corp.

Meeting Date: 06/22/2024

Country: Japan

Ticker: 4921

Meeting Type: Annual

Primary ISIN: JP3802670004

Primary SEDOL: 6131261

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Shimada, Kazuyuki	Mgmt	For	For
1.2	Elect Director Yamaguchi, Tomochika	Mgmt	For	For
1.3	Elect Director Sumida, Yasushi	Mgmt	For	For
1.4	Elect Director Fujita, Shinro	Mgmt	For	For
1.5	Elect Director Nakakubo, Mitsuaki	Mgmt	For	For
1.6	Elect Director Hashimoto, Keiichiro	Mgmt	For	For
1.7	Elect Director Matsumoto, Akira	Mgmt	For	For
1.8	Elect Director Tsuboi, Junko	Mgmt	For	For
1.9	Elect Director Takaoka, Mika	Mgmt	For	For
2.1	Appoint Statutory Auditor Takahashi, Seiichiro	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				

FANCL Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Appoint Statutory Auditor Maruo, Naoya	Mgmt	For	Against

Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.

FANUC Corp.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 6954

Meeting Type: Annual

Primary ISIN: JP3802400006

Primary SEDOL: 6356934

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 43.88	Mgmt	For	For
2.1	Elect Director Inaba, Yoshiharu	Mgmt	For	For
2.2	Elect Director Yamaguchi, Kenji	Mgmt	For	For
2.3	Elect Director Sasuga, Ryuji	Mgmt	For	For
2.4	Elect Director Michael J. Cicco	Mgmt	For	For
2.5	Elect Director Yamazaki, Naoko	Mgmt	For	For
2.6	Elect Director Uozumi, Hiroto	Mgmt	For	For
2.7	Elect Director Takeda, Yoko	Mgmt	For	For

Far East Hospitality Real Estate Investment Trust

Meeting Date: 04/22/2024

Country: Singapore

Ticker: Q5T

Meeting Type: Annual

Primary ISIN: SG2F08984575

Primary SEDOL: B8GM577

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
<i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.</i>				
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For

Far East Hospitality Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Authorize Share Repurchase Program	Mgmt	For	For

Farmland Partners Inc.

Meeting Date: 04/29/2024	Country: USA	Ticker: FPI
	Meeting Type: Annual	
		Primary ISIN: US31154R1095
		Primary SEDOL: BKZH191

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Luca Fabbri	Mgmt	For	For
1.2	Elect Director John A. Good	Mgmt	For	Withhold
<p><i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, shareholders do not have the right to amend the bylaws, which represents a material diminution of shareholders' rights and an ongoing material governance failure. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
1.3	Elect Director Jennifer S. Grafton	Mgmt	For	Withhold
<p><i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, shareholders do not have the right to amend the bylaws, which represents a material diminution of shareholders' rights and an ongoing material governance failure. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
1.4	Elect Director Danny D. Moore	Mgmt	For	Withhold
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, shareholders do not have the right to amend the bylaws, which represents a material diminution of shareholders' rights and an ongoing material governance failure. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
1.5	Elect Director Paul A. Pittman	Mgmt	For	For
2	Ratify Plante & Moran, PLLC as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				

Fastenal Company

Meeting Date: 04/25/2024	Country: USA	Ticker: FAST
	Meeting Type: Annual	
		Primary ISIN: US3119001044
		Primary SEDOL: 2332262

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Scott A. Satterlee	Mgmt	For	For
1b	Elect Director Michael J. Ancius	Mgmt	For	For
1c	Elect Director Stephen L. Eastman	Mgmt	For	For
1d	Elect Director Daniel L. Florness	Mgmt	For	For
1e	Elect Director Rita J. Heise	Mgmt	For	For
1f	Elect Director Hsenghung Sam Hsu	Mgmt	For	For
1g	Elect Director Daniel L. Johnson	Mgmt	For	For
1h	Elect Director Nicholas J. Lundquist	Mgmt	For	For
1i	Elect Director Sarah N. Nielsen	Mgmt	For	For
1j	Elect Director Irene A. Quarshie	Mgmt	For	For
1k	Elect Director Reyne K. Wisecup	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
4	Eliminate Supermajority Vote Requirement for Business Combinations	Mgmt	For	For
<i>Voter Rationale: Board efforts to reduce supermajority provisions are appreciated, as they create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				
5	Adopt Simple Majority Vote	SH	Against	For
<i>Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				

Fastighets AB Balder

Meeting Date: 05/03/2024

Country: Sweden

Ticker: BALD.B

Meeting Type: Annual

Primary ISIN: SE0017832488

Primary SEDOL: BPMRNZ9

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
5	Acknowledge Proper Convening of Meeting	Mgmt	For	For
6	Approve Agenda of Meeting	Mgmt	For	For
7.a	Receive Financial Statements and Statutory Reports	Mgmt		
7.b	Receive Auditor Report on Guidelines for Remuneration of Senior Executives	Mgmt		
8.a	Accept Financial Statements and Statutory Reports	Mgmt	For	For
8.b	Approve Allocation of Income and Omission of Dividends	Mgmt	For	For
8.c	Approve Discharge of Board and President	Mgmt	For	For
9	Determine Number of Members (5) and Deputy Members (0) of Board	Mgmt	For	For
10	Approve Remuneration of Directors in the Amount of SEK 230,000 for Chair and SEK 135,000 for Other Directors Approve Remuneration of Auditors	Mgmt	For	For
11.a	Reelect Sten Duner (Chair) as Director	Mgmt	For	For
<p><i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 30% of the board. Given the recent updates to the board, we will keep this matter under review.</i></p>				
11.b	Reelect Erik Selin as Director	Mgmt	For	For
<p><i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				
11.c	Reelect Fredrik Svensson as Director	Mgmt	For	For
11.d	Reelect Anders Wennergren as Director	Mgmt	For	For
11.e	Elect Carin Kindbom as New Director	Mgmt	For	For
12	Approve Nomination Committee Procedures	Mgmt	For	For
13	Approve Remuneration Report	Mgmt	For	For
<p><i>Voter Rationale: The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				

Fastighets AB Balder

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
14	Approve Issuance of Up to 10 Percent of Issued Shares without Preemptive Rights	Mgmt	For	For
15	Authorize Class B Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	Against
<i>Voter Rationale: Shares should not be repurchased at a premium/discount to the market price of more than 10%.</i>				
16	Close Meeting	Mgmt		

Fastly, Inc.

Meeting Date: 06/12/2024 **Country:** USA **Ticker:** FSLY
Meeting Type: Annual
Primary ISIN: US31188V1008 **Primary SEDOL:** BJN4MY9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David Hornik	Mgmt	For	For
1.2	Elect Director Charles Meyers	Mgmt	For	Withhold
<i>Voter Rationale: Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns.</i>				
1.3	Elect Director Vanessa Smith	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns. Variable remuneration should not contain a significant overlap of metrics. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

Federal Realty Investment Trust

Meeting Date: 05/01/2024 **Country:** USA **Ticker:** FRT
Meeting Type: Annual
Primary ISIN: US3137451015 **Primary SEDOL:** BN7P9B2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David W. Faeder	Mgmt	For	For
1.2	Elect Director Elizabeth I. Holland	Mgmt	For	For

Federal Realty Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Nicole Y. Lamb-Hale	Mgmt	For	For
1.4	Elect Director Thomas A. McEachin	Mgmt	For	For
1.5	Elect Director Anthony P. Nader, III	Mgmt	For	For
1.6	Elect Director Gail P. Steinel	Mgmt	For	For
1.7	Elect Director Donald C. Wood	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
3	Ratify Grant Thornton, LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
4	Other Business	Mgmt	For	Against
<i>Voter Rationale: Any Other Business' should not be a voting item.</i>				

Ferguson Plc

Meeting Date: 05/30/2024

Country: Jersey

Ticker: FERG

Meeting Type: Special

Primary ISIN: JE00BJVNSS43

Primary SEDOL: BKB0C57

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Change Jurisdiction of Incorporation from Jersey to Delaware	Mgmt	For	For
2.A	Amend Articles	Mgmt	For	For
2.B	Permit Board to Amend Bylaws Without Shareholder Consent	Mgmt	For	For
2.C	Authorize Board to Fill Vacancies	Mgmt	For	For
2.D	Provide Right to Call a Special Meeting	Mgmt	For	Against
<i>Voter Rationale: We believe it is reasonable for companies to establish a minimum ownership threshold. We do not believe raising the threshold is in shareholders' best interest at this time.</i>				
2.E	Amend Certificate of Incorporation to Limit the Liability of Officers	Mgmt	For	For
2.F	Amend Exclusive Forum Provision	Mgmt	For	For
2.G	Authorize New Class of Preferred Stock	Mgmt	For	Against
<i>Voter Rationale: We believe a vote against this proposal is warranted because the board has not specifically stated that the shares may not be used for antitakeover purposes in the future.</i>				
2.H	Authorize a New Class of Common Stock	Mgmt	For	For

Meeting Date: 04/17/2024

Country: Netherlands

Ticker: RACE

Meeting Type: Annual

Primary ISIN: NL0011585146

Primary SEDOL: BD6G507

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	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	Discuss Corporate Governance Chapter in Board Report	Mgmt		
2.d	Approve Remuneration Report	Mgmt	For	For
<i>Voter Rationale: .</i>				
2.e	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
2.f	Approve Dividends	Mgmt	For	For
2.g	Approve Discharge of Directors	Mgmt	For	For
3.a	Reelect John Elkann as Executive Director	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 30% of the board. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
3.b	Reelect Benedetto Vigna as Executive Director	Mgmt	For	For
3.c	Reelect Piero Ferrari as Non-Executive Director	Mgmt	For	For
3.d	Reelect Delphine Arnault as Non-Executive Director	Mgmt	For	For
3.e	Reelect Francesca Bellettini as Non-Executive Director	Mgmt	For	For
<i>Voter Rationale: .</i>				
3.f	Reelect Eduardo H. Cue as Non-Executive Director	Mgmt	For	For
3.g	Reelect Sergio Duca as Non-Executive Director	Mgmt	For	For
3.h	Reelect John Galantic as Non-Executive Director	Mgmt	For	For
<i>Voter Rationale: .</i>				
3.i	Reelect Maria Patrizia Grieco as Non-Executive Director	Mgmt	For	For
3.j	Reelect Adam Keswick as Non-Executive Director	Mgmt	For	For

Ferrari NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.k	Reelect Michelangelo Volpi as Non-Executive Director	Mgmt	For	For
4.1	Grant Board Authority to Issue Shares	Mgmt	For	For
4.2	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For
5	Amend Remuneration Policy of Board of Directors	Mgmt	For	For
<i>Voter Rationale: .</i>				
6	Authorize Repurchase of Up to 10 Percent of Issued Common Shares	Mgmt	For	For
7	Reappoint Auditors	Mgmt	For	For
8	Approve Awards to Executive Director	Mgmt	For	For
<i>Voter Rationale: .</i>				
9	Close Meeting	Mgmt		

Ferrotec Holdings Corp.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 6890

Meeting Type: Annual

Primary ISIN: JP3802720007

Primary SEDOL: 6354273

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 50	Mgmt	For	For
2.1	Elect Director Xian Han He	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Yamamura, Takeru	Mgmt	For	For
2.3	Elect Director Namiki, Miyoko	Mgmt	For	For
2.4	Elect Director Oishi, Junichiro	Mgmt	For	For
2.5	Elect Director Takeda, Akira	Mgmt	For	For
2.6	Elect Director Sato, Akihiro	Mgmt	For	For
2.7	Elect Director Okada, Tatsuo	Mgmt	For	For
2.8	Elect Director Sakamoto, Akihiko	Mgmt	For	For
2.9	Elect Director Iso, Takumi	Mgmt	For	For
3	Appoint Statutory Auditor Matsumoto, Taku	Mgmt	For	For
4	Approve Restricted Stock Plan and Performance Share Plan	Mgmt	For	For

Meeting Date: 04/11/2024

Country: Netherlands

Ticker: FER

Meeting Type: Annual

Primary ISIN: NL0015001FS8

Primary SEDOL: BRS7CF0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Open Meeting	Mgmt		
2a	Receive Report of Management Board (Non-Voting)	Mgmt		
2b	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt		
2c	Discussion on Company's Corporate Governance Structure	Mgmt		
2d	Approve Remuneration Report	Mgmt	For	Against
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>			
2e	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
	<i>Voter Rationale: Directors should be elected by shareholders on an annual basis in order to strengthen the accountability of the board to shareholders.</i>			
3	Approve Climate Strategy Report	Mgmt	For	For
4	Approve Discharge of Directors	Mgmt	For	For
5	Ratify Ernst & Young Accountants LLP as Auditors	Mgmt	For	For
6a	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital	Mgmt	For	For
6b	Grant Board Authority to Issue Shares Up To 5 Percent of Issued Capital for Purposes of Scrip Dividends	Mgmt	For	For
	<i>Voter Rationale: A vote FOR the proposal under item 6b-7b is warranted because it is requested specifically for the purpose of potential scrip dividend and it is in line with commonly used safeguards regarding volume and duration.</i>			
7a	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For
7b	Authorize Board to Exclude Preemptive Rights from Share Issuances for Purposes of Scrip Dividends	Mgmt	For	For
	<i>Voter Rationale: A vote FOR the proposal under item 6b-7b is warranted because it is requested specifically for the purpose of potential scrip dividend and it is in line with commonly used safeguards regarding volume and duration.</i>			
8	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
9	Approve Cancellation of Shares	Mgmt	For	For
10	Close Meeting	Mgmt		

Fidelity National Financial, Inc.

Meeting Date: 06/12/2024

Country: USA

Ticker: FNF

Meeting Type: Annual

Primary ISIN: US31620R3030

Primary SEDOL: BNBRRDD4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Raymond R. Quirk	Mgmt	For	For
1.2	Elect Director Sandra D. Morgan	Mgmt	For	For
1.3	Elect Director Heather H. Miller	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.4	Elect Director John D. Rood	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
2	Change State of Incorporation from Delaware to Nevada	Mgmt	For	For
<i>Voter Rationale: A vote AGAINST this proposal is warranted as the potential financial benefits resulting from the reincorporation are not considered to outweigh the potential negative effects to shareholder rights.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Variable remuneration should not contain a significant overlap of metrics. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Fidelity National Information Services, Inc.

Meeting Date: 06/05/2024

Country: USA

Ticker: FIS

Meeting Type: Annual

Primary ISIN: US31620M1062

Primary SEDOL: 2769796

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Lee Adrean	Mgmt	For	For
1b	Elect Director Mark D. Benjamin	Mgmt	For	For
1c	Elect Director Stephanie L. Ferris	Mgmt	For	For

Fidelity National Information Services, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Director Jeffrey A. Goldstein	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1e	Elect Director Lisa A. Hook	Mgmt	For	For
1f	Elect Director Kenneth T. Lamneck	Mgmt	For	For
1g	Elect Director Gary L. Lauer	Mgmt	For	For
1h	Elect Director James B. Stallings, Jr.	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Fifth Third Bancorp

Meeting Date: 04/16/2024

Country: USA

Ticker: FITB

Meeting Type: Annual

Primary ISIN: US3167731005

Primary SEDOL: 2336747

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Nicholas K. Akins	Mgmt	For	For
1b	Elect Director B. Evan Bayh, III	Mgmt	For	For
1c	Elect Director Jorge L. Benitez	Mgmt	For	For
1d	Elect Director Katherine B. Blackburn	Mgmt	For	For
1e	Elect Director Emerson L. Brumback	Mgmt	For	For
1f	Elect Director Linda W. Clement-Holmes	Mgmt	For	For
1g	Elect Director C. Bryan Daniels	Mgmt	For	For
1h	Elect Director Laurent Desmangles	Mgmt	For	For
1i	Elect Director Mitchell S. Feiger	Mgmt	For	For
1j	Elect Director Thomas H. Harvey	Mgmt	For	For
1k	Elect Director Gary R. Heminger	Mgmt	For	For
1l	Elect Director Eileen A. Mallesch	Mgmt	For	For
1m	Elect Director Michael B. McCallister	Mgmt	For	For
1n	Elect Director Kathleen A. Rogers	Mgmt	For	For
1o	Elect Director Timothy N. Spence	Mgmt	For	For

Fifth Third Bancorp

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1p	Elect Director Marsha C. Williams	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
5	Approve Nonqualified Employee Stock Purchase Plan	Mgmt	For	For

FIGS, Inc.

Meeting Date: 06/05/2024

Country: USA

Ticker: FIGS

Meeting Type: Annual

Primary ISIN: US30260D1037

Primary SEDOL: BMXXBD9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director A.G. Lafley	Mgmt	For	For
1.2	Elect Director Jeffrey Wilke	Mgmt	For	For
1.3	Elect Director J. Martin Willhite	Mgmt	For	Withhold
<i>Voter Rationale: The board failed to remove, or subject to a sunset requirement, the dual class capital structure, the supermajority vote requirement to enact certain changes to the governing documents, and the classified board, each of which adversely impacts shareholder rights.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

First American Financial Corporation

Meeting Date: 05/21/2024

Country: USA

Ticker: FAF

Meeting Type: Annual

Primary ISIN: US31847R1023

Primary SEDOL: B4NFPK4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Dennis J. Gilmore	Mgmt	For	For
1.2	Elect Director Margaret M. McCarthy	Mgmt	For	For
1.3	Elect Director Martha B. Wyrsh	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against

Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Variable remuneration should not contain a significant overlap of metrics.

3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
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Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.

First Bancorp

Meeting Date: 05/02/2024

Country: USA

Ticker: FBNC

Meeting Type: Annual

Primary ISIN: US3189101062

Primary SEDOL: 2351494

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mary Clara Capel	Mgmt	For	For
1.2	Elect Director James C. Crawford, III	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.3	Elect Director Suzanne S. DeFerie	Mgmt	For	Withhold
<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
1.4	Elect Director Abby J. Donnelly	Mgmt	For	For
1.5	Elect Director Mason Y. Garrett	Mgmt	For	For
1.6	Elect Director John B. Gould	Mgmt	For	For
1.7	Elect Director Michael G. Mayer	Mgmt	For	For
1.8	Elect Director John W. McCauley	Mgmt	For	For
1.9	Elect Director Carlie C. McLamb, Jr.	Mgmt	For	For

First Bancorp

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.10	Elect Director Richard H. Moore	Mgmt	For	For
1.11	Elect Director Dexter V. Perry	Mgmt	For	For
1.12	Elect Director J. Randolph Potter	Mgmt	For	For
1.13	Elect Director O. Temple Sloan, III	Mgmt	For	For
1.14	Elect Director Frederick L. Taylor, II	Mgmt	For	For
1.15	Elect Director Dennis A. Wicker	Mgmt	For	For
2	Ratify BDO USA, LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				
4	Approve Omnibus Stock Plan	Mgmt	For	Against
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i></p>				

First Busey Corporation

Meeting Date: 05/22/2024 **Country:** USA **Ticker:** BUSE
Meeting Type: Annual **Primary ISIN:** US3193832041 **Primary SEDOL:** BZ1LBM5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Samuel P. Banks	Mgmt	For	Withhold
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i></p>				
1.2	Elect Director George Barr	Mgmt	For	For
1.3	Elect Director Stanley J. Bradshaw	Mgmt	For	Withhold
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i></p>				
1.4	Elect Director Michael D. Cassens	Mgmt	For	For
1.5	Elect Director Van A. Dukeman	Mgmt	For	For
1.6	Elect Director Karen M. Jensen	Mgmt	For	For
1.7	Elect Director Frederic L. Kenney	Mgmt	For	For
1.8	Elect Director Stephen V. King	Mgmt	For	For

First Busey Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.9	Elect Director Gregory B. Lykins	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.10	Elect Director Cassandra R. Sanford	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Ratify RSM US LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

First Capital Real Estate Investment Trust

Meeting Date: 04/02/2024

Country: Canada

Ticker: FCR.UN

Meeting Type: Annual/Special

Primary ISIN: CA31890B1031

Primary SEDOL: BKSLS55

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Trustee Paul C. Douglas	Mgmt	For	For
1.2	Elect Trustee Adam E. Paul	Mgmt	For	For
1.3	Elect Trustee Leonard Abramsky	Mgmt	For	For
1.4	Elect Trustee Sheila Botting	Mgmt	For	For
1.5	Elect Trustee Ian Clarke	Mgmt	For	For
1.6	Elect Trustee Dayna Gibbs	Mgmt	For	For
1.7	Elect Trustee Ira Gluskin	Mgmt	For	For
1.8	Elect Trustee Annalisa King	Mgmt	For	For
1.9	Elect Trustee Aladin (Al) W. Mawani	Mgmt	For	For
1.10	Elect Trustee Richard Nesbitt	Mgmt	For	For
2	Approve Ernst & Young LLP as Auditors and Authorize the Trustees to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

First Capital Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Amend Deferred Trust Unit Plan	Mgmt	For	For
5	Amend Restricted Trust Unit Plan	Mgmt	For	For

Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.

First Citizens BancShares, Inc.

Meeting Date: 05/01/2024

Country: USA

Ticker: FCNCA

Meeting Type: Annual

Primary ISIN: US31946M1036

Primary SEDOL: 2355582

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ellen R. Alemany	Mgmt	For	For
1.2	Elect Director John M. Alexander, Jr.	Mgmt	For	For

Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.

1.3	Elect Director Victor E. Bell, III	Mgmt	For	For
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Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.

1.4	Elect Director Peter M. Bristow	Mgmt	For	For
1.5	Elect Director Hope H. Bryant	Mgmt	For	For
1.6	Elect Director Michael A. Carpenter	Mgmt	For	For
1.7	Elect Director H. Lee Durham, Jr.	Mgmt	For	For
1.8	Elect Director Eugene Flood, Jr.	Mgmt	For	For
1.9	Elect Director Frank B. Holding, Jr.	Mgmt	For	For
1.10	Elect Director Robert R. Hoppe	Mgmt	For	For
1.11	Elect Director David G. Leitch	Mgmt	For	For
1.12	Elect Director Robert E. Mason, IV	Mgmt	For	For
1.13	Elect Director Robert T. Newcomb	Mgmt	For	Withhold

Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.

2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
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Voter Rationale: The majority of annual bonus incentives should be quantitative. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

3	Ratify KPMG LLP as Auditors	Mgmt	For	For
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First Citizens BancShares, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Report on Overseeing Risks Related to Discrimination Including Religious/Political Views	SH	Against	Against
<p><i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i></p>				

First Community Bankshares, Inc.

Meeting Date: 04/23/2024	Country: USA	Ticker: FCBC
	Meeting Type: Annual	
	Primary ISIN: US31983A1034	Primary SEDOL: 2648710

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director C. William Davis	Mgmt	For	Withhold
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i></p>				
1.2	Elect Director Harriet B. Price	Mgmt	For	Withhold
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i></p>				
1.3	Elect Director William P. Stafford, II	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Crowe, LLP as Auditors	Mgmt	For	For

First Financial Bankshares, Inc.

Meeting Date: 04/23/2024	Country: USA	Ticker: FFIN
	Meeting Type: Annual	
	Primary ISIN: US32020R1095	Primary SEDOL: 2266026

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director April K. Anthony	Mgmt	For	For
1.2	Elect Director Vianei Lopez Braun	Mgmt	For	For
1.3	Elect Director David L. Copeland	Mgmt	For	Withhold
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i></p>				
1.4	Elect Director Mike B. Denny	Mgmt	For	For
1.5	Elect Director F. Scott Dueser	Mgmt	For	For

First Financial Bankshares, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director Murray H. Edwards	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.7	Elect Director Eli Jones	Mgmt	For	For
1.8	Elect Director I. Tim Lancaster	Mgmt	For	For
1.9	Elect Director Kade L. Matthews	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.10	Elect Director Robert C. Nickles, Jr.	Mgmt	For	For
1.11	Elect Director Johnny E. Trotter	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

First Hawaiian, Inc.

Meeting Date: 04/24/2024

Country: USA

Ticker: FHB

Meeting Type: Annual

Primary ISIN: US32051X1081

Primary SEDOL: BDC6HG1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Michael K. Fujimoto	Mgmt	For	For
1b	Elect Director Robert S. Harrison	Mgmt	For	For
1c	Elect Director Faye W. Kurren	Mgmt	For	For
1d	Elect Director James S. Moffatt	Mgmt	For	For
1e	Elect Director Mark M. Mugiishi	Mgmt	For	For
1f	Elect Director Kelly A. Thompson	Mgmt	For	For
1g	Elect Director Allen B. Uyeda	Mgmt	For	For
1h	Elect Director Vanessa L. Washington	Mgmt	For	For
1i	Elect Director C. Scott Wo	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				

First Hawaiian, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

First Horizon Corporation

Meeting Date: 04/23/2024

Country: USA

Ticker: FHN

Meeting Type: Annual

Primary ISIN: US3205171057

Primary SEDOL: 2341484

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Harry V. Barton, Jr.	Mgmt	For	For
1.2	Elect Director Velia M. Carboni	Mgmt	For	For
1.3	Elect Director John C. Compton	Mgmt	For	For
1.4	Elect Director Wendy P. Davidson	Mgmt	For	For
1.5	Elect Director John W. Dietrich	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.6	Elect Director D. Bryan Jordan	Mgmt	For	For
1.7	Elect Director J. Michael Kemp, Sr.	Mgmt	For	For
1.8	Elect Director Rick E. Maples	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.9	Elect Director Vicki R. Palmer	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.10	Elect Director Colin V. Reed	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.11	Elect Director Cecelia D. Stewart	Mgmt	For	For
1.12	Elect Director Rosa Sugranes	Mgmt	For	For
1.13	Elect Director R. Eugene Taylor	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

First Horizon Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				

First Industrial Realty Trust, Inc.

Meeting Date: 04/30/2024	Country: USA	Ticker: FR
	Meeting Type: Annual	
	Primary ISIN: US32054K1034	Primary SEDOL: 2360757

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Peter E. Baccile	Mgmt	For	For
1.2	Elect Director Teresa Bryce Bazemore	Mgmt	For	For
1.3	Elect Director Matthew S. Dominski	Mgmt	For	For
1.4	Elect Director H. Patrick Hackett, Jr.	Mgmt	For	For
1.5	Elect Director Denise A. Olsen	Mgmt	For	For
1.6	Elect Director John E. Rau	Mgmt	For	For
1.7	Elect Director Marcus L. Smith	Mgmt	For	For
2	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

First Interstate BancSystem, Inc.

Meeting Date: 05/20/2024	Country: USA	Ticker: FIBK
	Meeting Type: Annual	
	Primary ISIN: US32055Y2019	Primary SEDOL: B4RGHN0

First Interstate BancSystem, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director John M. Heyneman, Jr.	Mgmt	For	For
1b	Elect Director David L. Jahnke	Mgmt	For	For
1c	Elect Director Kevin P. Riley	Mgmt	For	For
1d	Elect Director James R. Scott	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

First Majestic Silver Corp.

Meeting Date: 05/23/2024

Country: Canada

Ticker: FR

Meeting Type: Annual

Primary ISIN: CA32076V1031

Primary SEDOL: 2833583

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Fix Number of Directors at Six	Mgmt	For	For
2.1	Elect Director Keith N. Neumeyer	Mgmt	For	For
2.2	Elect Director Marjorie Co	Mgmt	For	For
2.3	Elect Director Thomas F. Fudge, Jr.	Mgmt	For	For
2.4	Elect Director Raymond L. Polman	Mgmt	For	For
2.5	Elect Director Jean des Rivieres	Mgmt	For	For
2.6	Elect Director Colette Rustad	Mgmt	For	For
3	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against
<i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Severance payments should not exceed three year's pay. Larger severance packages should be subject to a separate shareholder approval. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				

First Merchants Corporation

Meeting Date: 05/07/2024

Country: USA

Ticker: FRME

Meeting Type: Annual

Primary ISIN: US3208171096

Primary SEDOL: 2342410

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael R. Becher	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.2	Elect Director Patrick J. Fehring	Mgmt	For	For
1.3	Elect Director Mark K. Hardwick	Mgmt	For	For
1.4	Elect Director Jason R. Sondhi	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Approve Omnibus Stock Plan	Mgmt	For	For
4	Approve Non-Employee Director Restricted Stock Plan	Mgmt	For	For
5	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For
6	Amend Articles of Incorporation	Mgmt	For	For
7	Declassify the Board of Directors	Mgmt	For	For
<i>Voter Rationale: The annual election of directors provides greater accountability to shareholders and is a widely accepted best practice in corporate governance. Shareholders should have the opportunity to communicate with directors regarding their performance regularly.</i>				
8	Adopt Majority Voting for Uncontested Election of Directors	Mgmt	For	For
9	Ratify FORVIS, LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
10	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

First Mid Bancshares, Inc.

Meeting Date: 04/24/2024

Country: USA

Ticker: FMBH

Meeting Type: Annual

Primary ISIN: US3208661062

Primary SEDOL: B016HX8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Holly B. Adams	Mgmt	For	For

First Mid Bancshares, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	<i>Voter Rationale: A vote FOR the director nominees is warranted.</i>			
1.2	Elect Director Joseph R. Dively	Mgmt	For	For
1.3	Elect Director Zachary I. Horn	Mgmt	For	For
	<i>Voter Rationale: A vote FOR the director nominees is warranted.</i>			

First Quantum Minerals Ltd.

Meeting Date: 05/09/2024 **Country:** Canada **Ticker:** FM
Meeting Type: Annual
Primary ISIN: CA3359341052 **Primary SEDOL:** 2347608

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Fix Number of Directors at Nine	Mgmt	For	For
2.1	Elect Director Andrew B. Adams	Mgmt	For	For
2.2	Elect Director Alison C. Beckett	Mgmt	For	For
2.3	Elect Director Geoff Chater	Mgmt	For	For
2.4	Elect Director Robert J. Harding	Mgmt	For	For
2.5	Elect Director Kathleen A. Hogenson	Mgmt	For	Withhold
	<i>Voter Rationale: We expect companies to have policies in place to increase racial diversity on the board. Our minimum expectation is that at least one board member identifies as a member of an underrepresented community. In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>			
2.6	Elect Director Charles Kevin McArthur	Mgmt	For	For
2.7	Elect Director Anthony Tristan Pascall	Mgmt	For	For
2.8	Elect Director Simon J. Scott	Mgmt	For	For
2.9	Elect Director Joanne K. Warner	Mgmt	For	For
3	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>			

First Solar, Inc.

Meeting Date: 05/08/2024 **Country:** USA **Ticker:** FSLR
Meeting Type: Annual
Primary ISIN: US3364331070 **Primary SEDOL:** B1HMF22

First Solar, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael J. Ahearn	Mgmt	For	For
1.2	Elect Director Anita Marangoly George	Mgmt	For	For
1.3	Elect Director Molly E. Joseph	Mgmt	For	For
1.4	Elect Director Lisa A. Kro	Mgmt	For	For
1.5	Elect Director William J. Post	Mgmt	For	For
1.6	Elect Director Venkata "Murthy" Renduchintala	Mgmt	For	For
1.7	Elect Director Paul H. Stebbins	Mgmt	For	For
1.8	Elect Director Michael T. Sweeney	Mgmt	For	For
1.9	Elect Director Mark R. Widmar	Mgmt	For	For
1.10	Elect Director Norman L. Wright	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Provide Right to Call a Special Meeting at a 25 Percent Ownership Threshold	Mgmt	For	For
5	Provide Right to Call a Special Meeting at a 10 Percent Ownership Threshold	SH	Against	For
<i>Voter Rationale: Holders of significant share capital should be entitled to call a special meeting. A total holding requirement of 10% is a suitable threshold to prevent abuse.</i>				

FirstCash Holdings, Inc.

Meeting Date: 06/12/2024

Country: USA

Ticker: FCFS

Meeting Type: Annual

Primary ISIN: US33768G1076

Primary SEDOL: BMF5Q83

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Rick L. Wessel	Mgmt	For	For
1b	Elect Director James H. Graves	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				

FirstCash Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1c	Elect Director Douglas R. Rippel	Mgmt	For	For
2	Ratify RSM US LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.

FirstEnergy Corp.

Meeting Date: 05/22/2024

Country: USA

Ticker: FE

Meeting Type: Annual

Primary ISIN: US3379321074

Primary SEDOL: 2100920

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Heidi L. Boyd	Mgmt	For	For
1.2	Elect Director Jana T. Croom	Mgmt	For	For
1.3	Elect Director Steven J. Demetriou	Mgmt	For	For
1.4	Elect Director Lisa Winston Hicks	Mgmt	For	For
1.5	Elect Director Paul Kaleta	Mgmt	For	For
1.6	Elect Director James F. O'Neil, III	Mgmt	For	For
1.7	Elect Director John W. Somerhalder, II	Mgmt	For	For
1.8	Elect Director Brian X. Tierney	Mgmt	For	For
1.9	Elect Director Leslie M. Turner	Mgmt	For	For
1.10	Elect Director Melvin D. Williams	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.

3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
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Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.

4	Report on Integrating GHG Emissions Reductions Targets into Executive Compensation	SH	Against	Against
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Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.

FirstEnergy Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Amend Clawback Policy	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				
6	Report on Financial Statement Assumptions and Climate Change	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				

FirstService Corporation

Meeting Date: 04/03/2024	Country: Canada	Ticker: FSV
	Meeting Type: Annual	
	Primary ISIN: CA33767E2024	Primary SEDOL: BJMKSJ5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Yousry Bissada	Mgmt	For	For
1B	Elect Director Elizabeth Carducci	Mgmt	For	For
1C	Elect Director Steve H. Grimshaw	Mgmt	For	For
1D	Elect Director Jay S. Hennick	Mgmt	For	For
1E	Elect Director D. Scott Patterson	Mgmt	For	For
1F	Elect Director Frederick F. Reichheld	Mgmt	For	For
1G	Elect Director Joan Eloise Sproul	Mgmt	For	For
1H	Elect Director Erin J. Wallace	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
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				

Fiserv, Inc.

Meeting Date: 05/15/2024	Country: USA	Ticker: FI
	Meeting Type: Annual	
	Primary ISIN: US3377381088	Primary SEDOL: 2342034

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Frank J. Bisignano	Mgmt	For	For

Fiserv, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Henrique de Castro	Mgmt	For	For
1.3	Elect Director Harry F. DiSimone	Mgmt	For	For
1.4	Elect Director Lance M. Fritz	Mgmt	For	For
1.5	Elect Director Ajei S. Gopal	Mgmt	For	For
1.6	Elect Director Wafaa Mamilli	Mgmt	For	For
1.7	Elect Director Heidi G. Miller	Mgmt	For	For
1.8	Elect Director Doyle R. Simons	Mgmt	For	For
1.9	Elect Director Kevin M. Warren	Mgmt	For	For
1.10	Elect Director Charlotte B. Yarkoni	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Five Below, Inc.

Meeting Date: 06/11/2024

Country: USA

Ticker: FIVE

Meeting Type: Annual

Primary ISIN: US33829M1018

Primary SEDOL: B85KFY9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Joel D. Anderson	Mgmt	For	For
1b	Elect Director Kathleen S. Barclay	Mgmt	For	For
1c	Elect Director Karen Bowman	Mgmt	For	For
1d	Elect Director Dinesh S. Lathi	Mgmt	For	For
1e	Elect Director Richard L. Markee	Mgmt	For	For
1f	Elect Director Thomas M. Ryan	Mgmt	For	For
1g	Elect Director Mimi E. Vaughn	Mgmt	For	For
1h	Elect Director Thomas G. Vellios	Mgmt	For	For
1i	Elect Director Zuhairah S. Washington	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Five Below, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				

Five Star Bancorp

Meeting Date: 05/16/2024	Country: USA	Ticker: FSBC	
	Meeting Type: Annual		
		Primary ISIN: US33830T1034	Primary SEDOL: BP2C8W6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Larry E. Allbaugh	Mgmt	For	For
1.2	Elect Director James E. Beckwith	Mgmt	For	For
1.3	Elect Director Shannon Deary-Bell	Mgmt	For	For
1.4	Elect Director Warren P. Kashiwagi	Mgmt	For	For
1.5	Elect Director Donna L. Lucas	Mgmt	For	For
1.6	Elect Director David F. Nickum	Mgmt	For	For
1.7	Elect Director Robert T. Perry-Smith	Mgmt	For	For
1.8	Elect Director Kevin F. Ramos	Mgmt	For	For
1.9	Elect Director Randall E. Reynoso	Mgmt	For	For
1.10	Elect Director Judson T. Riggs	Mgmt	For	For
1.11	Elect Director Leigh A. White	Mgmt	For	For
2	Ratify Moss Adams LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Five9, Inc.

Meeting Date: 05/14/2024	Country: USA	Ticker: FIVN	
	Meeting Type: Annual		
		Primary ISIN: US3383071012	Primary SEDOL: BKY7X18

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael Burdick	Mgmt	For	For
1.2	Elect Director Julie Iskow	Mgmt	For	For

Five9, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: While we would like to see continued improvements to the executive compensation plan such as a commitment to not grant one-off awards, we note that following the significant dissent at the last AGM, the company has made several positive updates to the program, including decreasing the target value for the CEO's equity, ensuring 2024 performance-based LTIs will have a transition approach using one-, two- and three-year performance periods, and increasing the allocation for non-CEO NEOs from 25% to 33.3% performance-based LTIs for 2024. We will continue to monitor the pay program outcomes.</i></p>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<p><i>Voter Rationale: We support an annual say on pay frequency.</i></p>				
4	Ratify KPMG LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

Floor & Decor Holdings, Inc.

Meeting Date: 05/08/2024

Country: USA

Ticker: FND

Meeting Type: Annual

Primary ISIN: US3397501012

Primary SEDOL: BYQHP96

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Norman H. Axelrod	Mgmt	For	For
1b	Elect Director William T. Giles	Mgmt	For	For
1c	Elect Director Dwight James	Mgmt	For	For
1d	Elect Director Melissa Kersey	Mgmt	For	For
1e	Elect Director Ryan Marshall	Mgmt	For	For
1f	Elect Director Peter M. Starrett	Mgmt	For	For
1g	Elect Director Richard L. Sullivan	Mgmt	For	For
1h	Elect Director Thomas V. Taylor, Jr.	Mgmt	For	For
1i	Elect Director Felicia D. Thornton	Mgmt	For	Against
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i></p>				
1j	Elect Director George Vincent West	Mgmt	For	For
1k	Elect Director Charles Young	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

Floor & Decor Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

Flowers Foods, Inc.

Meeting Date: 05/23/2024 **Country:** USA **Ticker:** FLO
Meeting Type: Annual **Primary ISIN:** US3434981011 **Primary SEDOL:** 2744243

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director A. Ryals McMullian	Mgmt	For	For
1b	Elect Director Edward J. Casey, Jr.	Mgmt	For	For
1c	Elect Director Thomas C. Chubb, III	Mgmt	For	For
1d	Elect Director George E. Deese	Mgmt	For	For
1e	Elect Director Rhonda O. Gass	Mgmt	For	For
1f	Elect Director Brigitte H. King	Mgmt	For	For
1g	Elect Director Margaret G. Lewis	Mgmt	For	For
1h	Elect Director W. Jameson McFadden	Mgmt	For	For
1i	Elect Director Joanne D. Smith	Mgmt	For	For
1j	Elect Director James T. Spear	Mgmt	For	For
1k	Elect Director Melvin T. Stith	Mgmt	For	For
1l	Elect Director C. Martin Wood, III	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Flowserve Corporation

Meeting Date: 05/16/2024 **Country:** USA **Ticker:** FLS
Meeting Type: Annual **Primary ISIN:** US34354P1057 **Primary SEDOL:** 2288406

Flowserve Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director R. Scott Rowe	Mgmt	For	For
1b	Elect Director Sujeet Chand	Mgmt	For	For
1c	Elect Director Ruby R. Chandy	Mgmt	For	For
1d	Elect Director Gayla J. Delly	Mgmt	For	For
1e	Elect Director John L. Garrison	Mgmt	For	For
1f	Elect Director Cheryl H. Johnson	Mgmt	For	For
1g	Elect Director Michael C. McMurray	Mgmt	For	For
1h	Elect Director Thomas B. Okray	Mgmt	For	For
1i	Elect Director David E. Roberts	Mgmt	For	For
1j	Elect Director Kenneth I. Siegel	Mgmt	For	For
1k	Elect Director Carlyn R. Taylor	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
4	Approve Nonqualified Employee Stock Purchase Plan	Mgmt	For	For
5	Report on Political Contributions and Expenditures	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				

Flughafen Zuerich AG

Meeting Date: 04/22/2024

Country: Switzerland

Ticker: FHZN

Meeting Type: Annual

Primary ISIN: CH0319416936

Primary SEDOL: BYQ8481

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports (Non-Voting)	Mgmt		
2	Receive Auditor's Report (Non-Voting)	Mgmt		
3	Accept Financial Statements and Statutory Reports	Mgmt	For	For
4	Approve Non-Financial Report	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve Remuneration Report (Non-Binding)	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
6	Approve Discharge of Board of Directors	Mgmt	For	For
7.1	Approve Allocation of Income and Dividends of CHF 4.00 per Share	Mgmt	For	For
7.2	Approve Dividends of CHF 1.30 per Share from Capital Contribution Reserves	Mgmt	For	For
8.1	Approve Remuneration of Directors in the Amount of CHF 1.9 Million	Mgmt	For	For
8.2	Approve Remuneration of Executive Committee in the Amount of CHF 6.5 Million	Mgmt	For	For
9.1.1	Reelect Guglielmo Brentel as Director	Mgmt	For	For
9.1.2	Reelect Josef Felder as Director	Mgmt	For	For
9.1.3	Reelect Stephan Gemkow as Director	Mgmt	For	For
9.1.4	Reelect Corine Mauch as Director	Mgmt	For	For
9.1.5	Reelect Claudia Pletscher as Director	Mgmt	For	For
9.2	Reelect Josef Felder as Board Chair	Mgmt	For	For
9.3.1	Reappoint Vincent Albers as Member of the Nomination and Compensation Committee	Mgmt	For	Against
<p><i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i></p>				
9.3.2	Reappoint Guglielmo Brentel as Member of the Nomination and Compensation Committee	Mgmt	For	For
9.3.3	Reappoint Claudia Pletscher as Member of the Nomination and Compensation Committee	Mgmt	For	Against
<p><i>Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.</i></p>				
9.3.4	Reappoint Josef Felder as Non-Voting Member of the Nomination and Compensation Committee	Mgmt	For	For
9.4	Designate Marianne Sieger as Independent Proxy	Mgmt	For	For
9.5	Ratify Ernst & Young AG as Auditors	Mgmt	For	For
10.1	Additional Voting Instructions - General Additions and Amendments	Mgmt	None	Against
<p><i>Voter Rationale: Any Other Business' should not be a voting item.</i></p>				

Flughafen Zuerich AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10.2	Additional Voting Instructions - Convocation of an Extraordinary General Meeting	Mgmt	None	Against
<i>Voter Rationale: Any Other Business' should not be a voting item.</i>				
10.3	Additional Voting Instructions - Execution of a Special Audit	Mgmt	None	Against
<i>Voter Rationale: Any Other Business' should not be a voting item.</i>				

Fluor Corporation

Meeting Date: 05/01/2024	Country: USA	Ticker: FLR
	Meeting Type: Annual	
	Primary ISIN: US3434121022	Primary SEDOL: 2696838

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Alan M. Bennett	Mgmt	For	For
1B	Elect Director Rosemary T. Berkery	Mgmt	For	For
1C	Elect Director David E. Constable	Mgmt	For	For
1D	Elect Director H. Paulett Eberhart	Mgmt	For	For
1E	Elect Director Lisa Glatch	Mgmt	For	For
1F	Elect Director James T. Hackett	Mgmt	For	Against
<i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1G	Elect Director Thomas C. Leppert	Mgmt	For	For
1H	Elect Director Teri P. McClure	Mgmt	For	For
1I	Elect Director Armando J. Olivera	Mgmt	For	For
1J	Elect Director Matthew K. Rose	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Flushing Financial Corporation

Meeting Date: 05/29/2024	Country: USA	Ticker: FFIC
	Meeting Type: Annual	
	Primary ISIN: US3438731057	Primary SEDOL: 2360111

Flushing Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Michael A. Azarian	Mgmt	For	For
1b	Elect Director Steven J. D'Iorio	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1c	Elect Director Louis C. Grassi	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1d	Elect Director Sam S. Han	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Ratify BDO USA, P.C. as Auditors	Mgmt	For	For

FMC Corporation

Meeting Date: 04/30/2024

Country: USA

Ticker: FMC

Meeting Type: Annual

Primary ISIN: US3024913036

Primary SEDOL: 2328603

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Pierre Brondeau	Mgmt	For	For
1b	Elect Director Eduardo E. Cordeiro	Mgmt	For	For
1c	Elect Director Carol Anthony ("John") Davidson	Mgmt	For	For
1d	Elect Director Mark Douglas	Mgmt	For	For
1e	Elect Director Kathy L. Fortmann	Mgmt	For	For
1f	Elect Director C. Scott Greer	Mgmt	For	For
1g	Elect Director K'Lynne Johnson	Mgmt	For	For
1h	Elect Director Dirk A. Kempthorne	Mgmt	For	For
1i	Elect Director Margareth Ovrum	Mgmt	For	For

FMC Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1j	Elect Director Robert C. Pallash	Mgmt	For	For
1k	Elect Director Patricia Verduin	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
4	Adopt Simple Majority Vote	SH	For	For
<i>Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				

Ford Motor Company

Meeting Date: 05/09/2024

Country: USA

Ticker: F

Meeting Type: Annual

Primary ISIN: US3453708600

Primary SEDOL: 2615468

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kimberly A. Casiano	Mgmt	For	For
1b	Elect Director Alexandra Ford English	Mgmt	For	For
1c	Elect Director James D. Farley, Jr.	Mgmt	For	For
1d	Elect Director Henry Ford, III	Mgmt	For	For
1e	Elect Director William Clay Ford, Jr.	Mgmt	For	For
1f	Elect Director William W. Helman, IV	Mgmt	For	For
1g	Elect Director Jon M. Huntsman, Jr.	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1h	Elect Director William E. Kennard	Mgmt	For	For
1i	Elect Director John C. May	Mgmt	For	For
1j	Elect Director Beth E. Mooney	Mgmt	For	For
1k	Elect Director Lynn Vojvodich Radakovich	Mgmt	For	For
1l	Elect Director John L. Thornton	Mgmt	For	For
1m	Elect Director John B. Veihmeyer	Mgmt	For	For
1n	Elect Director John S. Weinberg	Mgmt	For	For

Ford Motor Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs.</i>				
4	Approve Non-Employee Director Omnibus Stock Plan	Mgmt	For	For
5	Approve Recapitalization Plan for all Stock to Have One-vote per Share	SH	Against	For
<i>Voter Rationale: One share, one vote is a fundamental element of good corporate governance. Companies should not create shares with impaired or enhanced voting rights.</i>				
6	Report on Reliance on Child Labor in Supply Chain	SH	Against	Against
<i>Voter Rationale: The company faces risks related to human rights in its global operations. Good practice includes developing a clear human rights policy or code of practice, along with a narrative on how impacts are monitored and effectively mitigated.</i>				
7	Report on Sustainable Sourcing Policies	SH	Against	For
<i>Voter Rationale: Ford lags peers on sustainable sourcing and is exposed to material risks given its sourcing geographies. Improved disclosures would enable investors to better appraise the financial risk exposure of Ford's sourcing strategies.</i>				

FormFactor, Inc.

Meeting Date: 05/17/2024

Country: USA

Ticker: FORM

Meeting Type: Annual

Primary ISIN: US3463751087

Primary SEDOL: 2891826

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kevin Brewer	Mgmt	For	For
1b	Elect Director Rebeca Obregon-Jimenez	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1c	Elect Director Sheri Rhodes	Mgmt	For	For
1d	Elect Director Michael D. Slessor	Mgmt	For	For
1e	Elect Director Thomas St. Dennis	Mgmt	For	For
1f	Elect Director Kelley Steven-Waiss	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1g	Elect Director Jorge Titinger	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				

FormFactor, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1h	Elect Director Brian White	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Fortinet, Inc.

Meeting Date: 06/14/2024

Country: USA

Ticker: FTNT

Meeting Type: Annual

Primary ISIN: US34959E1091

Primary SEDOL: B5B2106

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ken Xie	Mgmt	For	For
1.2	Elect Director Michael Xie	Mgmt	For	For
1.3	Elect Director Kenneth A. Goldman	Mgmt	For	For
1.4	Elect Director Ming Hsieh	Mgmt	For	For
1.5	Elect Director Jean Hu	Mgmt	For	For
1.6	Elect Director William H. Neukom	Mgmt	For	For
1.7	Elect Director Judith Sim	Mgmt	For	For
1.8	Elect Director James Stavridis	Mgmt	For	For
1.9	Elect Director Mary Agnes "Maggie" Wilderotter	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

Fortis Inc.

Meeting Date: 05/02/2024

Country: Canada

Ticker: FTS

Meeting Type: Annual/Special

Primary ISIN: CA3495531079

Primary SEDOL: 2347200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Tracey C. Ball	Mgmt	For	For
1.2	Elect Director Pierre J. Blouin	Mgmt	For	For
1.3	Elect Director Lawrence T. Borgard	Mgmt	For	For
1.4	Elect Director Maura J. Clark	Mgmt	For	For
1.5	Elect Director Lisa Crutchfield	Mgmt	For	For
1.6	Elect Director Margarita K. Dilley	Mgmt	For	For
1.7	Elect Director Julie A. Dobson	Mgmt	For	For
1.8	Elect Director Lisa L. Durocher	Mgmt	For	For
1.9	Elect Director David G. Hutchens	Mgmt	For	For
1.10	Elect Director Gianna M. Manes	Mgmt	For	For
1.11	Elect Director Donald R. Marchand	Mgmt	For	For
1.12	Elect Director Jo Mark Zurel	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
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Approve Omnibus Equity Plan	Mgmt	For	For

Fortive Corporation

Meeting Date: 06/04/2024

Country: USA

Ticker: FTV

Meeting Type: Annual

Primary ISIN: US34959J1088

Primary SEDOL: BYT3MK1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Eric Branderiz	Mgmt	For	For
1b	Elect Director Daniel L. Comas	Mgmt	For	For
1c	Elect Director Sharmistha Dubey	Mgmt	For	For
1d	Elect Director Rejji P. Hayes	Mgmt	For	For

Fortive Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Wright Lassiter, III	Mgmt	For	For
1f	Elect Director James A. Lico	Mgmt	For	For
1g	Elect Director Kate D. Mitchell	Mgmt	For	For
1h	Elect Director Jeannine P. Sargent	Mgmt	For	For
1i	Elect Director Alan G. Spoon	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				
3	Amend Certificate of Incorporation to Include Officer Exculpation	Mgmt	For	For
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
5	Amend Bylaw Regarding Stockholder Approval of Director Compensation	SH	Against	Against

Fortrea Holdings Inc.

Meeting Date: 05/14/2024

Country: USA

Ticker: FTRE

Meeting Type: Annual

Primary ISIN: US34965K1079

Primary SEDOL: BRXYZ57

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Edward Pesicka	Mgmt	For	For
1b	Elect Director David Smith	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

Fortune Brands Innovations, Inc.

Meeting Date: 05/07/2024

Country: USA

Ticker: FBIN

Meeting Type: Annual

Primary ISIN: US34964C1062

Primary SEDOL: B3MC7D6

Fortune Brands Innovations, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ameer Chande	Mgmt	For	For
1b	Elect Director Ann Fritz Hackett	Mgmt	For	For
1c	Elect Director Jeffery S. Perry	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

Fortune Real Estate Investment Trust

Meeting Date: 05/24/2024

Country: Hong Kong

Ticker: 778

Meeting Type: Annual

Primary ISIN: SG1033912138

Primary SEDOL: B5T50H7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve New CK Property Management Transactions Framework Agreement, CK Property Management Transactions Under the New CK Property Management Transactions Framework Agreement and Proposed Annual Caps	Mgmt	For	For
2	Authorize Repurchase of Issued Unit Capital	Mgmt	For	For

Forward Air Corporation

Meeting Date: 06/03/2024

Country: USA

Ticker: FWRD

Meeting Type: Annual

Primary ISIN: US3498531017

Primary SEDOL: 2510790

Forward Air Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Issuance of Shares for a Private Placement	Mgmt	For	For
2.1	Elect Director Ana B. Amicarella	Mgmt	For	For
2.2	Elect Director Charles L. Anderson	Mgmt	For	For
2.3	Elect Director Valerie A. Bonebrake	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
2.4	Elect Director Dale W. Boyles	Mgmt	For	For
2.5	Elect Director R. Craig Carlock	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
2.6	Elect Director Robert L. Edwards, Jr.	Mgmt	For	For
2.7	Elect Director Christine M. Gorjanc	Mgmt	For	For
2.8	Elect Director Michael B. Hodge	Mgmt	For	For
2.9	Elect Director George S. Mayes, Jr.	Mgmt	For	For
2.10	Elect Director Javier Polit	Mgmt	For	For
2.11	Elect Director Shawn Stewart	Mgmt	For	For
2.12	Elect Director Laurie A. Tucker	Mgmt	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: A vote AGAINST the proposal is warranted. While the short-term incentive was based primarily on a pre-set financial metric and paid out below target commensurate with performance, concerns are raised regarding the LTI. Namely, equity grant values were increased without a clear rationale, and performance goals were not rigorous. The relative TSR metric targets the median with no disclosed cap in the event of negative absolute TSR, and performance options, by design, set targets below prior-year performance. Disclosed changes to the LTIP in FY24 are insufficient to mitigate these goal rigor concerns for the year under review.</i>				
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Four Corners Property Trust, Inc.

Meeting Date: 06/06/2024

Country: USA

Ticker: FCPT

Meeting Type: Annual

Primary ISIN: US35086T1097

Primary SEDOL: BZ16HK0

Four Corners Property Trust, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director William H. Lenehan	Mgmt	For	For
1b	Elect Director John S. Moody	Mgmt	For	For
1c	Elect Director Douglas B. Hansen	Mgmt	For	For
1d	Elect Director Charles L. Jemley	Mgmt	For	For
1e	Elect Director Barbara Jesuele	Mgmt	For	For
1f	Elect Director Marran H. Ogilvie	Mgmt	For	For
1g	Elect Director Toni Steele	Mgmt	For	For
1h	Elect Director Liz Tennican	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

Franco-Nevada Corporation

Meeting Date: 05/01/2024

Country: Canada

Ticker: FNV

Meeting Type: Annual/Special

Primary ISIN: CA3518581051

Primary SEDOL: B29NF31

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 Hugo Dryland	Mgmt	For	For
1.5	Elect Director Derek W. Evans	Mgmt	For	Against
<i>Voter Rationale: We expect companies to have policies in place to increase racial diversity on the board. Our minimum expectation is that at least one board member identifies as a member of an underrepresented community.</i>				
1.6	Elect Director Catharine Farrow	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 Jacques Perron	Mgmt	For	For

Franco-Nevada Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against
<p><i>Voter Rationale: The majority of annual bonus incentives should be quantitative. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i></p>				

Franklin BSP Realty Trust, Inc.

Meeting Date: 05/29/2024	Country: USA	Ticker: FBRT
	Meeting Type: Annual	
	Primary ISIN: US35243J1016	Primary SEDOL: BN14T59

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Pat Augustine	Mgmt	For	For
1b	Elect Director Richard J. Byrne	Mgmt	For	For
1c	Elect Director Joe Dumars	Mgmt	For	For
1d	Elect Director Jamie Handwerker	Mgmt	For	For
1e	Elect Director Peter J. McDonough	Mgmt	For	For
1f	Elect Director Buford H. Ortale	Mgmt	For	For
1g	Elect Director Elizabeth K. Tuppeny	Mgmt	For	For
2	Eliminate Supermajority Vote Requirements	Mgmt	For	For
<p><i>Voter Rationale: Board efforts to reduce supermajority provisions are appreciated, as they create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i></p>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				

Franklin Electric Co., Inc.

Meeting Date: 05/03/2024

Country: USA

Ticker: FELE

Meeting Type: Annual

Primary ISIN: US3535141028

Primary SEDOL: 2350383

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Gregg C. Sengstack	Mgmt	For	For
1b	Elect Director David M. Wathen	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
2	Ratify Deloitte & Touche, LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Freehold Royalties Ltd.

Meeting Date: 05/07/2024

Country: Canada

Ticker: FRU

Meeting Type: Annual

Primary ISIN: CA3565001086

Primary SEDOL: B3SJKB0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Gary R. Bugeaud	Mgmt	For	For
1.2	Elect Director Maureen E. Howe	Mgmt	For	For
1.3	Elect Director J. Douglas Kay	Mgmt	For	For
1.4	Elect Director Kimberley E. Lynch Proctor	Mgmt	For	For
1.5	Elect Director Valerie A. Mitchell	Mgmt	For	For
1.6	Elect Director Marvin F. Romanow	Mgmt	For	For
1.7	Elect Director Mathieu M. Roy	Mgmt	For	For
1.8	Elect Director David M. Spyker	Mgmt	For	For
1.9	Elect Director Aidan M. Walsh	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Fresenius SE & Co. KGaA

Meeting Date: 05/17/2024

Country: Germany

Ticker: FRE

Meeting Type: Annual

Primary ISIN: DE0005785604

Primary SEDOL: 4352097

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year 2023	Mgmt	For	For
<i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.</i>				
2	Approve Discharge of Personally Liable Partner for Fiscal Year 2023	Mgmt	For	For
3	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For
4	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2024, Auditors of Sustainability Reporting for Fiscal Year 2024 and for the Review of Interim Financial Statements until 2025 AGM	Mgmt	For	For
5	Approve Remuneration Report	Mgmt	For	Against
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				

Freshworks Inc.

Meeting Date: 06/06/2024

Country: USA

Ticker: FRSH

Meeting Type: Annual

Primary ISIN: US3580541049

Primary SEDOL: BPF0BB7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Rathna Girish Mathrubootham	Mgmt	For	For
1.2	Elect Director Zachary Nelson	Mgmt	For	For
1.3	Elect Director Jennifer Taylor	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Frontdoor, Inc.

Meeting Date: 05/14/2024

Country: USA

Ticker: FTDR

Meeting Type: Annual

Primary ISIN: US35905A1097

Primary SEDOL: BFYF094

Frontdoor, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director William C. Cobb	Mgmt	For	For
1b	Elect Director Lara H. Balazs	Mgmt	For	For
1c	Elect Director D. Steve Boland	Mgmt	For	For
1d	Elect Director Anna C. Catalano	Mgmt	For	For
1e	Elect Director Peter L. Cella	Mgmt	For	For
1f	Elect Director Christopher L. Clipper	Mgmt	For	For
1g	Elect Director Balakrishnan A. Ganesh	Mgmt	For	For
1h	Elect Director Brian P. McAndrews	Mgmt	For	For
1i	Elect Director Liane J. Pelletier	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
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

Frontier Communications Parent, Inc.

Meeting Date: 05/15/2024

Country: USA

Ticker: FYBR

Meeting Type: Annual

Primary ISIN: US35909D1090

Primary SEDOL: BP0V999

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kevin L. Beebe	Mgmt	For	For
1b	Elect Director Lisa V. Chang	Mgmt	For	For
1c	Elect Director Pamela L. Coe	Mgmt	For	For
1d	Elect Director Nick Jeffery	Mgmt	For	For
1e	Elect Director Stephen C. Pusey	Mgmt	For	For
1f	Elect Director Margaret M. Smyth	Mgmt	For	For
1g	Elect Director John G. Stratton	Mgmt	For	For
1h	Elect Director Maryann Turcke	Mgmt	For	For
1i	Elect Director Prat Vemana	Mgmt	For	For

Frontier Communications Parent, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1j	Elect Director Woody Young	Mgmt	For	For
2	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

FRP Holdings, Inc.

Meeting Date: 05/08/2024

Country: USA

Ticker: FRPH

Meeting Type: Annual

Primary ISIN: US30292L1070

Primary SEDOL: BTCB1W2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John D. Baker, II	Mgmt	For	For
1.2	Elect Director David H. deVilliers, Jr.	Mgmt	For	For
1.3	Elect Director Matthew S. McAfee	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.4	Elect Director Martin E. Stein, Jr.	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.5	Elect Director John S. Surface	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.6	Elect Director Nicole B. Thomas	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.7	Elect Director William H. Walton, III	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.8	Elect Director Margaret B. Wetherbee	Mgmt	For	For
2	Ratify Hancock Askew & Co., LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

FRP Holdings, Inc.

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

Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.

FTAI Aviation Ltd.

Meeting Date: 05/29/2024	Country: Cayman Islands	Ticker: FTAI	
	Meeting Type: Annual		
		Primary ISIN: KYG3730V1059	Primary SEDOL: BLKFTK4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director A. Andrew Levison	Mgmt	For	For
1.2	Elect Director Kenneth J. Nicholson - Withdrawn Resolution	Mgmt		
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

FTI Consulting, Inc.

Meeting Date: 06/05/2024	Country: USA	Ticker: FCN	
	Meeting Type: Annual		
		Primary ISIN: US3029411093	Primary SEDOL: 2351449

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Brenda J. Bacon	Mgmt	For	For
1b	Elect Director Mark S. Bartlett	Mgmt	For	For
1c	Elect Director Elsy Boglioli	Mgmt	For	For
1d	Elect Director Claudio Costamagna	Mgmt	For	For
1e	Elect Director Nicholas C. Fanandakis	Mgmt	For	For
1f	Elect Director Steven H. Gunby	Mgmt	For	For
1g	Elect Director Gerard E. Holthaus	Mgmt	For	For
1h	Elect Director Stephen C. Robinson	Mgmt	For	For
1i	Elect Director Lauren E. Seeger	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For

Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.

FTI Consulting, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				

FuelCell Energy, Inc.

Meeting Date: 04/04/2024	Country: USA	Ticker: FCEL
	Meeting Type: Annual	
	Primary ISIN: US35952H6018	Primary SEDOL: BK6S6J8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director James H. England	Mgmt	For	For
1b	Elect Director Jason Few	Mgmt	For	For
1c	Elect Director Matthew F. Hilzinger	Mgmt	For	For
1d	Elect Director Natica von Althann	Mgmt	For	For
1e	Elect Director Cynthia Hansen	Mgmt	For	For
1f	Elect Director Donna Sims Wilson	Mgmt	For	For
1g	Elect Director Betsy Bingham	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: A vote AGAINST this proposal is warranted. Although annual incentives remain largely based on pre-set objective metrics and equity awards are half performance-conditioned, CEO pay nearly doubled year-over-year, driven by a sharp increase in equity award value, without specific rationale. Additionally, the committee used discretion to pay out an STI metric at target, even though the pre-set goal was not met.</i>				

Fugro NV

Meeting Date: 04/25/2024	Country: Netherlands	Ticker: FUR
	Meeting Type: Annual	
	Primary ISIN: NL00150003E1	Primary SEDOL: BN0TYP0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Open Meeting	Mgmt		
2	Receive Report of Management Board (Non-Voting)	Mgmt		
3a	Receive Report of Supervisory Board (Non-Voting)	Mgmt		
3b	Approve Remuneration Report	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Adopt Financial Statements	Mgmt	For	For
5	Discussion on Company's Corporate Governance Structure and Compliance with the Corporate Governance Code	Mgmt		
6a	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt		
6b	Approve Dividends	Mgmt	For	For
7a	Approve Discharge of Management Board	Mgmt	For	For
7b	Approve Discharge of Supervisory Board	Mgmt	For	For
8	Approve Remuneration Policy for Management Board	Mgmt	For	Abstain
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Any increase in the size of awards under the short-term/long-term incentive scheme(s) should be accompanied by a corresponding increase in performance expectations.</i>				
9a	Reelect Sjoerd S. Vollebregt to Supervisory Board	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 40% of the board.</i>				
9b	Reelect Ron Mobed to Supervisory Board	Mgmt	For	For
9c	Reelect Antonio J. Campo to Supervisory Board	Mgmt	For	For
<i>Voter Rationale: .</i>				
10	Ratify Deloitte as Auditors	Mgmt	For	For
11a	Grant Board Authority to Issue Shares up to 10 Percent of Issued Capital	Mgmt	For	For
11b	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For
12	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
13	Other Business (Non-Voting)	Mgmt		
14	Close Meeting	Mgmt		

Fuji Co., Ltd.

Meeting Date: 05/16/2024

Country: Japan

Ticker: 8278

Meeting Type: Annual

Primary ISIN: JP3807400001

Primary SEDOL: 6356246

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 Ozaki, Hideo	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				
2.2	Elect Director Yamaguchi, Hiroshi	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				
2.3	Elect Director Hirao, Kenichi	Mgmt	For	For
2.4	Elect Director Toyoda, Yasuhiko	Mgmt	For	For
2.5	Elect Director Toyota, Yosuke	Mgmt	For	For
2.6	Elect Director Kamio, Keiji	Mgmt	For	For
2.7	Elect Director Kitafuku, Nuiko	Mgmt	For	For
2.8	Elect Director Otsuka, Hiromi	Mgmt	For	For
2.9	Elect Director Ishibashi, Michio	Mgmt	For	For
3	Appoint Statutory Auditor Kushioka, Katsuaki	Mgmt	For	For

Fuji Media Holdings, Inc.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 4676

Meeting Type: Annual

Primary ISIN: JP3819400007

Primary SEDOL: 6036582

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 24	Mgmt	For	For
2.1	Elect Director Kanemitsu, Osamu	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance. The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Given the recent updates to the board, we will keep this matter under review.</i>				
2.2	Elect Director Shimizu, Kenji	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.3	Elect Director Fukami, Ryosuke	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				

Fuji Media Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.4	Elect Director Minagawa, Tomoyuki	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.5	Elect Director Hieda, Hisashi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.6	Elect Director Minato, Koichi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.7	Elect Director Masaya, Mina	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.8	Elect Director Shimatani, Yoshishige	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.9	Elect Director Kumasaka, Takamitsu	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.10	Elect Director Kano, Shuji	Mgmt	For	For
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Given the recent updates to the board, we will keep this matter under review.</i>			
2.11	Elect Director Saito, Kiyoto	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.12	Elect Director Yoshida, Makiko	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Onoe, Kiyoshi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>			
3.2	Elect Director and Audit Committee Member Mogi, Yuzaburo	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>			
4	Approve Restricted Stock Plan	Mgmt	For	Against
	<i>Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.</i>			

FUJIFILM Holdings Corp.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 4901

Meeting Type: Annual

Primary ISIN: JP3814000000

Primary SEDOL: 6356525

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 Sukeno, Kenji	Mgmt	For	For
2.2	Elect Director Goto, Teiichi	Mgmt	For	For
2.3	Elect Director Higuchi, Masayuki	Mgmt	For	For
2.4	Elect Director Hama, Naoki	Mgmt	For	For
2.5	Elect Director Yoshizawa, Chisato	Mgmt	For	For
2.6	Elect Director Ito, Yoji	Mgmt	For	For
2.7	Elect Director Kitamura, Kunitaro	Mgmt	For	For
2.8	Elect Director Eda, Makiko	Mgmt	For	For
2.9	Elect Director Nagano, Tsuyoshi	Mgmt	For	For
2.10	Elect Director Sugawara, Ikuro	Mgmt	For	For
2.11	Elect Director Suzuki, Takako	Mgmt	For	For
3.1	Appoint Statutory Auditor Ishigaki, Tsumugu	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.2	Appoint Statutory Auditor Iteya, Yoshio	Mgmt	For	For
4	Approve Compensation Ceiling for Directors	Mgmt	For	For
5	Approve Compensation Ceiling for Statutory Auditors	Mgmt	For	For
6	Approve Restricted Stock Plan	Mgmt	For	Against
<i>Voter Rationale: Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.</i>				
7	Approve Trust-Type Equity Compensation Plan	Mgmt	For	Against
<i>Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.</i>				

Fujimi, Inc.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 5384

Meeting Type: Annual

Primary ISIN: JP3820900003

Primary SEDOL: 6355276

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 36.67	Mgmt	For	For
2.1	Elect Director Seki, Keishi	Mgmt	For	For
2.2	Elect Director Owaki, Toshiki	Mgmt	For	For
2.3	Elect Director Suzuki, Katsuhiko	Mgmt	For	For
2.4	Elect Director Kawashita, Masami	Mgmt	For	For
2.5	Elect Director Asai, Yoshitsugu	Mgmt	For	For
2.6	Elect Director Yoshimura, Atsuko	Mgmt	For	For
2.7	Elect Director Yamazaki, Naoko	Mgmt	For	For
3	Appoint Statutory Auditor Okano, Masaru	Mgmt	For	For
4	Appoint Alternate Statutory Auditor Hayashi, Nobufumi	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
5	Approve Takeover Defense Plan (Poison Pill)	Mgmt	For	Against
<i>Voter Rationale: Where poison pills are adopted, they should be approved by shareholders prior to deployment at least every three years, include independent oversight, and be of a limited duration. The best defence against a take-over is strong management.</i>				

Fujitec Co., Ltd.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 6406

Meeting Type: Annual

Primary ISIN: JP3818800009

Primary SEDOL: 6356826

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 120	Mgmt	For	For
2.1	Elect Director Harada, Masayoshi	Mgmt	For	For
2.2	Elect Director Nakajima, Takashige	Mgmt	For	For
2.3	Elect Director Sato, Kosuke	Mgmt	For	For
2.4	Elect Director Umino, Kaoru	Mgmt	For	For
2.5	Elect Director Torsten Gessner	Mgmt	For	For
2.6	Elect Director Clark Graninger	Mgmt	For	For
2.7	Elect Director Shimada, Ako	Mgmt	For	For
2.8	Elect Director Anthony Black	Mgmt	For	For

Fujitec Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.9	Elect Director Shakil Ohara	Mgmt	For	For
3.1	Appoint Statutory Auditor Nakao, Yoshitaka	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.2	Appoint Statutory Auditor Hara, Hiroyuki	Mgmt	For	For
4	Appoint Alternate Statutory Auditor Kimura, Keijiro	Mgmt	For	For

Fujitsu Ltd.

Meeting Date: 06/24/2024

Country: Japan

Ticker: 6702

Meeting Type: Annual

Primary ISIN: JP3818000006

Primary SEDOL: 6356945

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Furuta, Hidenori	Mgmt	For	For
1.2	Elect Director Tokita, Takahito	Mgmt	For	For
1.3	Elect Director Isobe, Takeshi	Mgmt	For	For
1.4	Elect Director Hiramatsu, Hiroki	Mgmt	For	For
1.5	Elect Director Mukai, Chiaki	Mgmt	For	For
1.6	Elect Director Kojo, Yoshiko	Mgmt	For	For
1.7	Elect Director Sasae, Kenichiro	Mgmt	For	For
1.8	Elect Director Byron Gill	Mgmt	For	For
1.9	Elect Director Hirano, Takuya	Mgmt	For	For
2.1	Appoint Statutory Auditor Koseki, Yuichi	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
2.2	Appoint Statutory Auditor Makuta, Hideo	Mgmt	For	For
3	Approve Performance Share Plan	Mgmt	For	For
4	Approve Restricted Stock Plan	Mgmt	For	Against
<i>Voter Rationale: Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.</i>				

Fukuoka Financial Group, Inc.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 8354

Meeting Type: Annual

Primary ISIN: JP3805010000

Primary SEDOL: B1TK1Y8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 57.5	Mgmt	For	For
2.1	Elect Director Shibato, Takashige	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Goto, Hisashi	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.3	Elect Director Miyoshi, Hiroshi	Mgmt	For	For
2.4	Elect Director Takada, Hiroshi	Mgmt	For	For
2.5	Elect Director Sakamoto, Toshihiro	Mgmt	For	For
2.6	Elect Director Yamakawa, Nobuhiko	Mgmt	For	For
2.7	Elect Director Fukasawa, Masahiko	Mgmt	For	For
2.8	Elect Director Kosugi, Toshiya	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Maruta, Tetsuya	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
3.2	Elect Director and Audit Committee Member Yamada, Hideo	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Ishibashi, Nobuko	Mgmt	For	For
4.1	Elect Alternate Director and Audit Committee Member Fukunaga, Ryuichi	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
4.2	Elect Alternate Director and Audit Committee Member Namitome, Yoshiko	Mgmt	For	For

Fukuoka REIT Corp.

Meeting Date: 05/22/2024

Country: Japan

Ticker: 8968

Meeting Type: Special

Primary ISIN: JP3046240002

Primary SEDOL: B0B8154

Fukuoka REIT Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Disclose Unitholder Meeting Materials on Internet	Mgmt	For	For
2	Elect Executive Director Ohara, Yukitaka	Mgmt	For	For
3.1	Elect Supervisory Director Uchida, Masahiro	Mgmt	For	For
3.2	Elect Supervisory Director Tanabe, Takashi	Mgmt	For	For
4	Elect Alternate Executive Director Koike, Zenji	Mgmt	For	For
5	Elect Alternate Supervisory Director Mishima, Yoshihide	Mgmt	For	For

Fukuyama Transporting Co., Ltd.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 9075

Meeting Type: Annual

Primary ISIN: JP3806800003

Primary SEDOL: 6357120

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Komaru, Shigehiro	Mgmt	For	For
1.2	Elect Director Kumano, Hiroyuki	Mgmt	For	For
1.3	Elect Director Fujita, Shinji	Mgmt	For	For
1.4	Elect Director Maeda, Miho	Mgmt	For	For
1.5	Elect Director Nonaka, Tomoko	Mgmt	For	For
1.6	Elect Director Tomimura, Kazumitsu	Mgmt	For	For
1.7	Elect Director Shigeda, Toyoei	Mgmt	For	For
1.8	Elect Director Omoto, Takushi	Mgmt	For	For
2	Appoint Statutory Auditor Hara, Shinsuke	Mgmt	For	For

Fulton Financial Corporation

Meeting Date: 05/20/2024

Country: USA

Ticker: FULT

Meeting Type: Annual

Primary ISIN: US3602711000

Primary SEDOL: 2356585

Fulton Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jennifer Craighead Carey	Mgmt	For	For
1b	Elect Director Lisa Crutchfield	Mgmt	For	For
1c	Elect Director Denise L. Devine	Mgmt	For	For
1d	Elect Director Steven S. Etter	Mgmt	For	For
1e	Elect Director George K. Martin	Mgmt	For	For
1f	Elect Director James R. Moxley, III	Mgmt	For	For
1g	Elect Director Curtis J. Myers	Mgmt	For	For
1h	Elect Director Antoinette M. Pergolin	Mgmt	For	For
1i	Elect Director Scott A. Snyder	Mgmt	For	For
1j	Elect Director Ronald H. Spair	Mgmt	For	For
1k	Elect Director E. Philip Wenger	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.

3	Ratify KPMG LLP as Auditors	Mgmt	For	For
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Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.

Fuyao Glass Industry Group Co., Ltd.

Meeting Date: 04/25/2024

Country: China

Ticker: 3606

Meeting Type: Annual

Primary ISIN: CNE100001TR7

Primary SEDOL: BWGCFG4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	AGM BALLOT FOR HOLDERS OF A SHARES	Mgmt		
1	Approve Work Report of the Board of Directors	Mgmt	For	For
2	Approve Work Report of the Board of Supervisors	Mgmt	For	For
3	Approve Final Financial Report	Mgmt	For	For
4	Approve Profit Distribution Plan	Mgmt	For	For

Fuyao Glass Industry Group Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve Annual Report and Its Summary	Mgmt	For	For
6	Approve PricewaterhouseCoopers Zhong Tian LLP (Special General Partnership) as Domestic Audit Institution and Internal Control Audit Institution	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
7	Approve PricewaterhouseCoopers as Overseas Audit Institution	Mgmt	For	For
8	Approve Duty Report of Independent Directors	Mgmt	For	For
9	Amend Articles of Association	Mgmt	For	For
10	Amend Rules of Procedure of General Meeting	Mgmt	For	For
11	Amend Rules of Procedure for the Board of Directors	Mgmt	For	For
12	Amend Independent Directorship System	Mgmt	For	For
13	Amend Independent Directors On-site Working System	Mgmt	For	For
14	Approve Formulation of the Dividend Distribution Plan for the Shareholders for the Upcoming Three Years (2024-2026)	Mgmt	For	For

Fuyo General Lease Co., Ltd.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 8424

Meeting Type: Annual

Primary ISIN: JP3826270005

Primary SEDOL: B03P2F0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 245	Mgmt	For	For
2.1	Elect Director Tsujita, Yasunori	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Oda, Hiroaki	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.3	Elect Director Takada, Keiji	Mgmt	For	For
2.4	Elect Director Kishida, Yusuke	Mgmt	For	For
2.5	Elect Director Takahashi, Hiroshi	Mgmt	For	For

Fuyo General Lease Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.6	Elect Director Isshiki, Seiichi	Mgmt	For	For
2.7	Elect Director Ichikawa, Hideo	Mgmt	For	For
2.8	Elect Director Yamamura, Masayuki	Mgmt	For	For
2.9	Elect Director Matsumoto, Hiroko	Mgmt	For	For
3	Appoint Statutory Auditor Morikawa, Masato	Mgmt	For	Against

Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.

G8 Education Limited

Meeting Date: 05/07/2024

Country: Australia

Ticker: GEM

Meeting Type: Annual

Primary ISIN: AU000000GEM7

Primary SEDOL: B296314

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	For
2	Elect Margaret Zabel as Director	Mgmt	For	For
<i>Voter Rationale: A vote FOR the re-election of all nominees is warranted on the basis that no material issues have been identified regarding board and committee composition.</i>				
3	Elect Antonia Thornton as Director	Mgmt	For	For
4	Approve Increase in Non-Executive Director Fee Cap	Mgmt	None	For
5	Approve Issuance of Performance Rights to Pejman Okhovat	Mgmt	For	For

Galaxy Entertainment Group Limited

Meeting Date: 05/14/2024

Country: Hong Kong

Ticker: 27

Meeting Type: Annual

Primary ISIN: HK0027032686

Primary SEDOL: 6465874

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

Galaxy Entertainment Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Elect Francis Lui Yiu Tung as Director	Mgmt	For	Against
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i></p>				
3	Elect James Ross Ancell as Director	Mgmt	For	Against
<p><i>Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i></p>				
4	Elect Charles Cheung Wai Bun as Director	Mgmt	For	Against
<p><i>Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i></p>				
5	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
6	Approve PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
7.1	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
7.2	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
<p><i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i></p>				
7.3	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
<p><i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i></p>				

GameStop Corp.

Meeting Date: 06/17/2024

Country: USA

Ticker: GME

Meeting Type: Annual

Primary ISIN: US36467W1099

Primary SEDOL: BOLLFT5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ryan Cohen	Mgmt	For	For
1.2	Elect Director Alain (Alan) Attal	Mgmt	For	Withhold
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i></p>				
1.3	Elect Director Lawrence (Larry) Cheng	Mgmt	For	For

GameStop Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director James (Jim) Grube	Mgmt	For	For
1.5	Elect Director Yang Xu	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
4	Disclose Board Skills and Diversity Matrix	SH	Against	For
<i>Voter Rationale: The company should report to investors on efforts to widen its executive and board candidate pool. The board should draw on the richest possible combination of talents and perspectives. In addition, board charters should affirm the value of individual diversity of all kinds including gender, ethnic origin, nationality, professional background, and many other factors that may enhance the board's performance.</i>				

Gaming and Leisure Properties, Inc.

Meeting Date: 06/13/2024

Country: USA

Ticker: GLPI

Meeting Type: Annual

Primary ISIN: US36467J1088

Primary SEDOL: BFPK4S5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Peter M. Carlino	Mgmt	For	For
1.2	Elect Director Debra Martin Chase	Mgmt	For	For
1.3	Elect Director Carol "Lili" Lynton	Mgmt	For	For
1.4	Elect Director Joseph W. Marshall, III	Mgmt	For	For
1.5	Elect Director James B. Perry	Mgmt	For	For
1.6	Elect Director Barry F. Schwartz	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i>				
1.7	Elect Director Earl C. Shanks	Mgmt	For	For
1.8	Elect Director E. Scott Urdang	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
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				

Meeting Date: 06/07/2024

Country: Switzerland

Ticker: GRMN

Meeting Type: Annual

Primary ISIN: CH0114405324

Primary SEDOL: B3Z5T14

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	Mgmt	For	For
3	Approve Dividends	Mgmt	For	For
4	Approve Discharge of Board and Senior Management	Mgmt	For	For
5a	Elect Director Jonathan C. Burrell	Mgmt	For	For
5b	Elect Director Joseph J. Hartnett	Mgmt	For	For
5c	Elect Director Min H. Kao	Mgmt	For	For
5d	Elect Director Catherine A. Lewis	Mgmt	For	For
5e	Elect Director Clifton A. Pemble	Mgmt	For	For
5f	Elect Director Susan M. Ball	Mgmt	For	For
6	Elect Min H. Kao as Board Chair	Mgmt	For	For
7a	Appoint Jonathan C. Burrell as Member of the Compensation Committee	Mgmt	For	For
7b	Appoint Joseph J. Hartnett as Member of the Compensation Committee	Mgmt	For	For
7c	Appoint Catherine A. Lewis as Member of the Compensation Committee	Mgmt	For	For
7d	Appoint Susan M. Ball as Member of the Compensation Committee	Mgmt	For	For
8	Designate Wuersch & Gering LLP as Independent Proxy	Mgmt	For	For
9	Ratify Ernst & Young LLP as Auditors and Ernst & Young Ltd as Statutory Auditor	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				
10	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.

Garmin Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
11	Advisory Vote on the Swiss Statutory Compensation Report	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
12	Approve Non-Financial Report	Mgmt	For	For
13	Approve Fiscal Year 2025 Maximum Aggregate Compensation for the Executive Management	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
14	Approve Maximum Aggregate Compensation for the Board of Directors for the Period Between the 2024 AGM and the 2025 AGM	Mgmt	For	For
15	Amend Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
16	Amend Articles to Reflect Changes in Capital	Mgmt	For	For

Gartner, Inc.

Meeting Date: 06/06/2024	Country: USA	Ticker: IT
	Meeting Type: Annual	
	Primary ISIN: US3666511072	Primary SEDOL: 2372763

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Peter E. Bisson	Mgmt	For	For
1b	Elect Director Richard J. Bressler	Mgmt	For	For
1c	Elect Director Raul E. Cesan	Mgmt	For	For
1d	Elect Director Karen E. Dykstra	Mgmt	For	For
1e	Elect Director Diana S. Ferguson	Mgmt	For	For
1f	Elect Director Anne Sutherland Fuchs	Mgmt	For	Against
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i></p>				

Gartner, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director William O. Grabe	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1h	Elect Director Jose M. Gutierrez	Mgmt	For	For
1i	Elect Director Eugene A. Hall	Mgmt	For	For
1j	Elect Director Stephen G. Pagliuca	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1k	Elect Director Eileen M. Serra	Mgmt	For	For
1l	Elect Director James C. Smith	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

GATX Corporation

Meeting Date: 04/26/2024

Country: USA

Ticker: GATX

Meeting Type: Annual

Primary ISIN: US3614481030

Primary SEDOL: 2362128

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Diane M. Aigotti	Mgmt	For	For
1.2	Elect Director Anne L. Arvia	Mgmt	For	For
1.3	Elect Director Shelley J. Bausch	Mgmt	For	For
1.4	Elect Director John M. Holmes	Mgmt	For	For
1.5	Elect Director Robert C. Lyons	Mgmt	For	For
1.6	Elect Director James B. Ream	Mgmt	For	For
1.7	Elect Director Adam L. Stanley	Mgmt	For	For
1.8	Elect Director David S. Sutherland	Mgmt	For	For
1.9	Elect Director Paul G. Yovovich	Mgmt	For	For

GATX Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Gaztransport & Technigaz SA

Meeting Date: 06/12/2024	Country: France	Ticker: GTT
	Meeting Type: Annual/Special	
	Primary ISIN: FR0011726835	Primary SEDOL: BJYRDP5

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 4.36 per Share	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For
5	Reelect Carolle Foissaud as Director	Mgmt	For	For
<i>Voter Rationale: .</i>				
6	Ratify Appointment of Domitille Doat Le Bigot as Director Following Resignation of Sandra Roche-Vu Quang	Mgmt	For	For
7	Appoint Ernst & Young Audit as Auditor for the Sustainability Reporting	Mgmt	For	For
8	Approve Compensation Report	Mgmt	For	For
9	Approve Compensation of Philippe Berterottiere, Chairman and CEO	Mgmt	For	For
<i>Voter Rationale: .</i>				
10	Approve Remuneration Policy of Chairman and CEO from January 1, 2024 to June 12, 2024	Mgmt	For	For
<i>Voter Rationale: .</i>				
11	Approve Remuneration Policy of CEO since June 12, 2024	Mgmt	For	For
<i>Voter Rationale: .</i>				

Gaztransport & Technigaz SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12	Approve Remuneration Policy of Chairman of the Board since June 12, 2024	Mgmt	For	For
13	Approve Remuneration Policy of Directors	Mgmt	For	For
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
	Ordinary Business	Mgmt		
16	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

GE Healthcare Technologies, Inc.

Meeting Date: 05/21/2024

Country: USA

Ticker: GEHC

Meeting Type: Annual

Primary ISIN: US36266G1076

Primary SEDOL: BL6JPG8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Peter J. Arduini	Mgmt	For	For
1b	Elect Director H. Lawrence Culp, Jr.	Mgmt	For	For
1c	Elect Director Rodney F. Hochman	Mgmt	For	For
1d	Elect Director Lloyd W. Howell, Jr.	Mgmt	For	For
1e	Elect Director Risa Lavizzo-Mourey	Mgmt	For	For
1f	Elect Director Catherine Lesjak	Mgmt	For	For
1g	Elect Director Anne T. Madden	Mgmt	For	For
1h	Elect Director Tomislav Mihaljevic	Mgmt	For	For
1i	Elect Director William J. Stromberg	Mgmt	For	For
1j	Elect Director Phoebe L. Yang	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i></p>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Meeting Date: 04/25/2024

Country: France

Ticker: GFC

Meeting Type: Annual/Special

Primary ISIN: FR0010040865

Primary SEDOL: 7742468

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 5.30 per Share	Mgmt	For	For
4	Approve Stock Dividend Program	Mgmt	For	For
5	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For
6	Approve Compensation Report of Corporate Officers	Mgmt	For	For
7	Approve Compensation of Jerome Brunel, Chairman of the Board	Mgmt	For	For
8	Approve Compensation of Benat Ortega, CEO	Mgmt	For	For
<i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.</i>				
9	Approve Remuneration Policy of Directors	Mgmt	For	For
10	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For
11	Approve Remuneration Policy of CEO	Mgmt	For	For
<i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
12	Ratify Appointment of Nathalie Charles as Censor	Mgmt	For	For
13	Reelect Jerome Brunel as Director	Mgmt	For	For
14	Elect Audrey Camus as Director	Mgmt	For	For
15	Elect Nathalie Charles as Director	Mgmt	For	For
16	Approve Company's Ambition to Reduce Greenhouse Gas Emissions from its Operating Buildings (Advisory)	Mgmt	For	For
17	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		

Gecina SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
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 50 Million	Mgmt	For	For
20	Authorize Capital Increase of Up to EUR 50 Million for Future Exchange Offers	Mgmt	For	For
21	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Above	Mgmt	For	For
22	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For
23	Authorize Capitalization of Reserves of Up to EUR 100 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For
24	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
25	Authorize up to 0.5 Percent of Issued Capital for Use in Restricted Stock Plans Reserved for Employees and Executive Corporate Officers	Mgmt	For	For
<p><i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
26	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
	Ordinary Business	Mgmt		
27	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Generac Holdings Inc.

Meeting Date: 06/13/2024

Country: USA

Ticker: GNRC

Meeting Type: Annual

Primary ISIN: US3687361044

Primary SEDOL: B6197Q2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Robert D. Dixon	Mgmt	For	For
1.2	Elect Director William D. Jenkins, Jr.	Mgmt	For	For
1.3	Elect Director David A. Ramon	Mgmt	For	For

Generac Holdings Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Kathryn V. Roedel	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
<p><i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i></p>				

Genting Singapore Limited

Meeting Date: 04/18/2024 **Country:** Singapore **Ticker:** G13
Meeting Type: Annual **Primary ISIN:** SGXE21576413 **Primary SEDOL:** BDRTVP2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Directors' Statement, Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
<p><i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i></p>				
2	Approve Final Dividend	Mgmt	For	For
3	Elect Tan Wah Yeow as Director	Mgmt	For	For
4	Elect Hauw Sze Shiung Winston as Director	Mgmt	For	For
5(a)	Approve Directors' Fees	Mgmt	For	For
5(b)	Approve Grant of Awards Under the Genting Singapore Performance Share Scheme	Mgmt	For	Against
<p><i>Voter Rationale: Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time</i></p>				
6	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Directors to Fix Their Remuneration	Mgmt	For	Against
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				

Genting Singapore Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Approve Renewal of Mandate for Interested Person Transactions	Mgmt	For	For
8	Authorize Share Repurchase Program	Mgmt	For	Against

Voter Rationale: Shares should not be repurchased at a premium/discount to the market price of more than 10%.

George Weston Limited

Meeting Date: 05/07/2024 **Country:** Canada **Ticker:** WN
Meeting Type: Annual **Primary ISIN:** CA9611485090 **Primary SEDOL:** 2956662

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director M. Marianne Harris	Mgmt	For	For
1.2	Elect Director Nancy H.O. Lockhart	Mgmt	For	For
1.3	Elect Director Sarabjit S. Marwah	Mgmt	For	For
1.4	Elect Director Gordon M. Nixon	Mgmt	For	For

Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.

1.5	Elect Director Barbara G. Stymiest	Mgmt	For	For
1.6	Elect Director Galen G. Weston	Mgmt	For	For
1.7	Elect Director Cornell Wright	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

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

German American Bancorp, Inc.

Meeting Date: 04/29/2024 **Country:** USA **Ticker:** GABC
Meeting Type: Annual **Primary ISIN:** US3738651047 **Primary SEDOL:** 2502151

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Marc D. Fine	Mgmt	For	For
1.2	Elect Director Jason M. Kelly	Mgmt	For	For
1.3	Elect Director Christina M. Ryan	Mgmt	For	For

German American Bancorp, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Tyson J. Wagler	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Crowe LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Getty Realty Corp.

Meeting Date: 04/25/2024	Country: USA	Ticker: GTY
	Meeting Type: Annual	
	Primary ISIN: US3742971092	Primary SEDOL: 2698146

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Christopher J. Constant	Mgmt	For	For
1b	Elect Director Milton Cooper	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1c	Elect Director Philip E. Coviello	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1d	Elect Director Evelyn Leon Infurna	Mgmt	For	For
1e	Elect Director Mary Lou Malanoski	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1f	Elect Director Howard B. Safenowitz	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

GFL Environmental Inc.

Meeting Date: 05/15/2024	Country: Canada	Ticker: GFL
	Meeting Type: Annual	
	Primary ISIN: CA36168Q1046	Primary SEDOL: BKDT649

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for Holders of Multiple Voting, Subordinate Voting, Series A Perpetual Convertible Preferred and Series B Perpetual Convertible Preferred Shares	Mgmt		
1.1	Elect Director Patrick Dovigi	Mgmt	For	For
1.2	Elect Director Dino Chiesa	Mgmt	For	Withhold
<i>Voter Rationale: Vote WITHHOLD for the continuing compensation committee members, including Paolo Notarnicola (committee chair), Dino Chiesa, Jessica McDonald and Arun Nayar, as the committee has failed to adequately address pay-for-performance concerns over multiple years. (See Item 3) Vote FOR all other proposed nominees.</i>				
1.3	Elect Director Violet Konkle	Mgmt	For	For
1.4	Elect Director Arun Nayar	Mgmt	For	Withhold
<i>Voter Rationale: Vote WITHHOLD for the continuing compensation committee members, including Paolo Notarnicola (committee chair), Dino Chiesa, Jessica McDonald and Arun Nayar, as the committee has failed to adequately address pay-for-performance concerns over multiple years. (See Item 3) Vote FOR all other proposed nominees.</i>				
1.5	Elect Director Paolo Notarnicola	Mgmt	For	Withhold
<i>Voter Rationale: Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns. Executive pay is not in line with company performance. The compensation committee should do more to respond to best practices in pay that help establish compensation packages that reward strong performance and build shareholder value over time. Specifically, as the committee has failed to adequately address pay-for-performance concerns over multiple years.</i>				
1.6	Elect Director Ven Poole	Mgmt	For	For
1.7	Elect Director Blake Sumler	Mgmt	For	For
1.8	Elect Director Raymond Svider	Mgmt	For	For
1.9	Elect Director Jessica McDonald	Mgmt	For	Withhold
<i>Voter Rationale: Vote WITHHOLD for the continuing compensation committee members, including Paolo Notarnicola (committee chair), Dino Chiesa, Jessica McDonald and Arun Nayar, as the committee has failed to adequately address pay-for-performance concerns over multiple years. (See Item 3) Vote FOR all other proposed nominees.</i>				
1.10	Elect Director Sandra Levy	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against
<i>Voter Rationale: A vote AGAINST this non-binding advisory vote is warranted. The quantitative pay-for-performance screen has identified a high concern. This follows the high concerns generated by the quantitative screen over the last two years. The 2023 CEO total pay increased by 307 percent year over year, primarily driven by the large RSU grants as well as the increase in insurance premium and gross-up payments. The RSUs granted in 2023 vest immediately without performance-based vesting conditions. Such outsized grant value raises significant concerns, especially since it is awarded following the large option grants in 2020 and 2021. Compared to the company's own peer group, while the company's TSR underperformed the peers on a one- and three-year timeframe, the CEO pay is substantially higher than all the peers for the most recent fiscal year and on a 3-year average basis. In addition, the company continued to have some significant problematic pay practices, including overly generous perquisites, excessive internal pay disparity and change in control severance multiplier. Furthermore, the lack of response to the low say on pay support at the previous shareholder meetings is cause for concern. In light of the above, shareholders are advised to vote AGAINST the say-on-pay resolution. Considering the apparent pay-for-performance misalignment and persistent problematic pay practices over multiple years, shareholders are advised to vote WITHHOLD for the continuing compensation committee members, including Paolo Notarnicola (committee chair), Dino Chiesa, Jessica McDonald and Arun Nayar.</i>				

Meeting Date: 05/28/2024

Country: Canada

Ticker: GIL

Meeting Type: Proxy Contest

Primary ISIN: CA3759161035

Primary SEDOL: 2254645

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Management Universal Proxy (Blue Proxy Card)	Mgmt		
	Ratify KPMG LLP as Auditors	Mgmt	For	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
2.1	From the Combined List of Management & Dissident Nominees - Elect up to 12 Nominees	Mgmt		
	Elect Management Nominee Timothy Hodgson	Mgmt	For	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
2.2	Elect Management Nominee Lewis L. (Lee) Bird, III	Mgmt	For	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
2.3	Elect Management Nominee Dhaval Buch	Mgmt	For	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
2.4	Elect Management Nominee Marc Caira	Mgmt	For	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
2.5	Elect Management Nominee Jane Craighead	Mgmt	For	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
2.6	Elect Management Nominee Sharon Driscoll	Mgmt	For	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
2.7	Elect Management Nominee Lynn Loewen	Mgmt	For	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
2.8	Elect Management Nominee Anne Martin-Vachon	Mgmt	For	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
2.9	Elect Management Nominee Vincent (Vince) J. Tyra	Mgmt	For	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
2.10	Elect Management Nominee Les Viner	Mgmt	For	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
2.11	Elect Dissident Nominee Karen Stuckey	SH	For	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.12	Elect Dissident Nominee J.P. Towner	SH	For	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
2.13	Elect Dissident Nominee Michael Kneeland	SH	Withhold	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
2.14	Elect Dissident Nominee Michener Chandlee	SH	Withhold	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
2.15	Elect Dissident Nominee Ghislain Houle	SH	Withhold	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
2.16	Elect Dissident Nominee Melanie Kau	SH	Withhold	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
2.17	Elect Dissident Nominee Peter Lee	SH	Withhold	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
2.18	Elect Dissident Nominee Glenn J. Chamandy	SH	Withhold	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
4	Shareholder Proposal	Mgmt		
	Report on Human Rights Risk Infrastructure	SH	Against	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1	Dissident Universal Proxy (Gold Proxy Card)	Mgmt		
	Ratify KPMG LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>			
	From the Combined List of Management & Dissident Nominees - Elect up to 12 Nominees			
2.1	Elect Dissident Nominee Karen Stuckey	SH	For	For
	<i>Voter Rationale: The dissident has presented a compelling case for change.</i>			
2.2	Elect Dissident Nominee J.P. Towner	SH	For	For
	<i>Voter Rationale: The dissident has presented a compelling case for change.</i>			
2.3	Elect Dissident Nominee Michael Kneeland	SH	For	For
	<i>Voter Rationale: The dissident has presented a compelling case for change.</i>			

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.4	Elect Dissident Nominee Michener Chandlee	SH	For	For
	<i>Voter Rationale: The dissident has presented a compelling case for change.</i>			
2.5	Elect Dissident Nominee Ghislain Houle	SH	For	For
	<i>Voter Rationale: The dissident has presented a compelling case for change.</i>			
2.6	Elect Dissident Nominee Melanie Kau	SH	For	For
	<i>Voter Rationale: The dissident has presented a compelling case for change.</i>			
2.7	Elect Dissident Nominee Peter Lee	SH	For	For
	<i>Voter Rationale: The dissident has presented a compelling case for change.</i>			
2.8	Elect Dissident Nominee Glenn J. Chamandy	SH	For	For
	<i>Voter Rationale: The dissident has presented a compelling case for change.</i>			
2.9	Elect Management Nominee Timothy Hodgson	Mgmt	Withhold	For
	<i>Voter Rationale: The dissident has presented a compelling case for change.</i>			
2.10	Elect Management Nominee Lewis L. (Lee) Bird, III	Mgmt	Withhold	Withhold
	<i>Voter Rationale: The dissident has presented a compelling case for change.</i>			
2.11	Elect Management Nominee Dhaval Buch	Mgmt	Withhold	Withhold
	<i>Voter Rationale: The dissident has presented a compelling case for change.</i>			
2.12	Elect Management Nominee Marc Caira	Mgmt	Withhold	For
	<i>Voter Rationale: The dissident has presented a compelling case for change.</i>			
2.13	Elect Management Nominee Jane Craighead	Mgmt	Withhold	Withhold
	<i>Voter Rationale: The dissident has presented a compelling case for change.</i>			
2.14	Elect Management Nominee Sharon Driscoll	Mgmt	Withhold	Withhold
	<i>Voter Rationale: The dissident has presented a compelling case for change.</i>			
2.15	Elect Management Nominee Lynn Loewen	Mgmt	Withhold	Withhold
	<i>Voter Rationale: The dissident has presented a compelling case for change.</i>			
2.16	Elect Management Nominee Anne Martin-Vachon	Mgmt	Withhold	For
	<i>Voter Rationale: The dissident has presented a compelling case for change.</i>			
2.17	Elect Management Nominee Vincent (Vince) J. Tyra	Mgmt	Withhold	Withhold
	<i>Voter Rationale: The dissident has presented a compelling case for change.</i>			
2.18	Elect Management Nominee Les Viner	Mgmt	Withhold	Withhold
	<i>Voter Rationale: The dissident has presented a compelling case for change.</i>			

Gildan Activewear Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Executive Compensation Approach	Mgmt	None	For
<p><i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i></p>				
4	Shareholder Proposal Report on Human Rights Risk Infrastructure	Mgmt SH	None	Against
<p><i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i></p>				

Gilead Sciences, Inc.

Meeting Date: 05/08/2024

Country: USA

Ticker: GILD

Meeting Type: Annual

Primary ISIN: US3755581036

Primary SEDOL: 2369174

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jacqueline K. Barton	Mgmt	For	For
1b	Elect Director Jeffrey A. Bluestone	Mgmt	For	For
1c	Elect Director Sandra J. Horning	Mgmt	For	For
1d	Elect Director Kelly A. Kramer	Mgmt	For	For
1e	Elect Director Ted W. Love	Mgmt	For	For
1f	Elect Director Harish M. Manwani	Mgmt	For	For
1g	Elect Director Daniel P. O'Day	Mgmt	For	For
1h	Elect Director Javier J. Rodriguez	Mgmt	For	For
1i	Elect Director Anthony Welters	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i></p>				
4	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For

Gilead Sciences, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Adopt a Policy to Include Non-Management Employees as Prospective Director Candidates	SH	Against	Against
<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>				
6	Report on Risks of Supporting Abortion	SH	Against	Against
<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>				
7	Adopt Share Retention Policy For Senior Executives	SH	Against	For
<i>Voter Rationale: Adding a share retention policy for executives aligns with shareholder interest.</i>				

Ginkgo Bioworks Holdings, Inc.

Meeting Date: 06/13/2024

Country: USA

Ticker: DNA

Meeting Type: Annual

Primary ISIN: US37611X1000

Primary SEDOL: BN6KXF0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Arie Beldegrun	Mgmt	For	Against
<i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1b	Elect Director Ross Fubini	Mgmt	For	For
1c	Elect Director Kathy Hopinkah Hannan	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1d	Elect Director Christian Henry	Mgmt	For	Against
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1e	Elect Director Myrtle Potter	Mgmt	For	For
1f	Elect Director Shyam Sankar	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1g	Elect Director Harry E. Sloan	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Ginkgo Bioworks Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

GitLab Inc.

Meeting Date: 06/11/2024	Country: USA	Ticker: GTLB	
	Meeting Type: Annual		
		Primary ISIN: US37637K1088	Primary SEDOL: BMTVT22

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sundeep Bedi	Mgmt	For	Withhold
<i>Voter Rationale: The audit committee is responsible for the integrity of the annual report and accounts. Substantial restatements of earnings are indicative of the inadequate oversight and controls by the audit committee.</i>				
1.2	Elect Director Sue Bostrom	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
4	Amend Certificate of Incorporation to Limit the Liability of Officers	Mgmt	For	Against
<i>Voter Rationale: The company is de facto controlled and decisions regarding the company's response to shareholder litigation would be made by a board that lacks accountability to noncontrolling shareholders.</i>				

Glacier Bancorp, Inc.

Meeting Date: 04/24/2024	Country: USA	Ticker: GBCI	
	Meeting Type: Annual		
		Primary ISIN: US37637Q1058	Primary SEDOL: 2370585

Glacier Bancorp, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David C. Boyles	Mgmt	For	For
1.2	Elect Director Robert A. Cashell, Jr.	Mgmt	For	For
1.3	Elect Director Randall M. Chesler	Mgmt	For	For
1.4	Elect Director Sherry L. Cladouhos	Mgmt	For	For
1.5	Elect Director Jesus T. Espinoza	Mgmt	For	For
1.6	Elect Director Annie M. Goodwin	Mgmt	For	For
1.7	Elect Director Kristen L. Heck	Mgmt	For	For
1.8	Elect Director Michael B. Hormaechea	Mgmt	For	For
1.9	Elect Director Craig A. Langel	Mgmt	For	For
1.10	Elect Director Douglas J. McBride	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				
3	Ratify FORVIS, LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Gladstone Commercial Corporation

Meeting Date: 05/02/2024

Country: USA

Ticker: GOOD

Meeting Type: Annual

Primary ISIN: US3765361080

Primary SEDOL: 2918479

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Walter H. Wilkinson, Jr.	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. Executive pay is not in line with company performance. The compensation committee should do more to respond to best practices in pay that help establish compensation packages that reward strong performance and build shareholder value over time. Specifically, failing to include a say-on-pay proposal on the ballot without disclosing a reason for the proposal's non-inclusion.</i>				
1.2	Elect Director Paula Novara	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Gladstone Land Corporation

Meeting Date: 05/09/2024

Country: USA

Ticker: LAND

Meeting Type: Annual

Primary ISIN: US3765491010

Primary SEDOL: B83TNY4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michela A. English	Mgmt	For	Withhold
<i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. Specifically, the company's governing documents prohibit shareholders from amending the bylaws.</i>				
1.2	Elect Director Anthony W. Parker	Mgmt	For	Withhold
<i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. Specifically, the company's governing documents prohibit shareholders from amending the bylaws.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Glanbia Plc

Meeting Date: 05/01/2024

Country: Ireland

Ticker: GL9

Meeting Type: Annual

Primary ISIN: IE0000669501

Primary SEDOL: 4058629

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	Re-elect Donard Gaynor as Director	Mgmt	For	For
<i>Voter Rationale: The chair should not remain in post beyond nine years from the date of their first appointment to the board. The board chairman serves as a member of the Remuneration Committee. The board chairman serves as a member of the Nomination Committee.</i>				
3b	Elect Hugh McGuire as Director	Mgmt	For	For
3c	Re-elect Mark Garvey as Director	Mgmt	For	For
3d	Re-elect Roisin Brennan as Director	Mgmt	For	For
3e	Re-elect Paul Duffy as Director	Mgmt	For	For
3f	Re-elect Iлона Haaijer as Director	Mgmt	For	For
3g	Re-elect Brendan Hayes as Director	Mgmt	For	For
3h	Re-elect Jane Lodge as Director	Mgmt	For	For
3i	Re-elect John G Murphy as Director	Mgmt	For	For
3j	Re-elect Patrick Murphy as Director	Mgmt	For	For
3k	Re-elect Dan O'Connor as Director	Mgmt	For	For

Glanbia Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3l	Elect Gabriella Parisse as Director	Mgmt	For	For
3m	Re-elect Kimberly Underhill as Director	Mgmt	For	For
4	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
5	Approve Remuneration Report	Mgmt	For	For
6	Approve Remuneration Policy	Mgmt	For	For

Voter Rationale: We note that the retention grant to the CFO is unusual for the UK market, and we have further concerns regarding the lack of performance criteria attached to the grant. However, the one-off award is in shares, is 1x base salary and therefore not excessive, and has a combined vesting and holding period of 3 years. Furthermore, as noted by the company, one-off grants are not exceptional in the US, where roughly 80% of Glanbia's business is done. Given the business context, we will support at this time but encourage the company to investigate the underlying need for retention grants through robust succession planning.

7	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For
8	Authorise Issue of Equity	Mgmt	For	For
9	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
10	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
11	Authorise Market Purchase of Shares	Mgmt	For	For
12	Determine Price Range for Reissuance of Treasury Shares	Mgmt	For	For

Glaukos Corporation

Meeting Date: 05/30/2024

Country: USA

Ticker: GKOS

Meeting Type: Annual

Primary ISIN: US3773221029

Primary SEDOL: BYMWL19

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Thomas W. Burns	Mgmt	For	For
1.2	Elect Director Leana S. Wen	Mgmt	For	For
1.3	Elect Director Marc A. Stapley	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	For

Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.

3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
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Voter Rationale: We support an annual say on pay frequency.

Glaukos Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Glencore Plc

Meeting Date: 05/29/2024	Country: Jersey	Ticker: GLEN
	Meeting Type: Annual	
	Primary ISIN: JE00B4T3BW64	Primary SEDOL: B4T3BW6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Reduction of Capital Contribution Reserves	Mgmt	For	For
3	Re-elect Kalidas Madhavpeddi as Director	Mgmt	For	For
<i>Voter Rationale: The board chairman serves as a member of the Remuneration Committee. The board chairman serves as a member of the Nomination Committee.</i>				
4	Re-elect Gary Nagle as Director	Mgmt	For	For
5	Re-elect Martin Gilbert as Director	Mgmt	For	For
<i>Voter Rationale: A vote FOR these directors is warranted.</i>				
6	Re-elect Gill Marcus as Director	Mgmt	For	For
7	Re-elect Cynthia Carroll as Director	Mgmt	For	For
8	Re-elect David Wormsley as Director	Mgmt	For	For
9	Re-elect Liz Hewitt as Director	Mgmt	For	For
10	Reappoint Deloitte LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
11	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For

Glencore Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12	Approve 2024-2026 Climate Action Transition Plan	Mgmt	For	Abstain
<p><i>Voter Rationale: An ABSTAIN vote is warranted. The following concerns are highlighted: * It remains difficult to reconcile the Company's activities around coal with Paris goals; * Glencore does not adhere to any particular NZ scenario; and * A cap on coal production featured in the 2021 iteration has been discontinued. However, pending clarification of the Company's strategy following the acquisition of Teck assets, the broad contours of the 2024-2026 plan align with expectations, in that it covers all scopes. The introduction of a new 2030 target, covering all scopes and absolute in nature, is a positive development. The recommendation to abstain recognises the broad alignment of the plan with expectations, but, at the same time, reflects recurrent concerns. It also reflects the consideration, that although the omission of the EVR assets from the plans is not unreasonable at present, the current plan cannot provide a fully comprehensive picture of the climate strategy. For shareholders with a fiduciary duty to vote For or Against, a vote For the resolution is considered warranted.</i></p>				
13	Approve Remuneration Policy	Mgmt	For	For
14	Approve Remuneration Report	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

Global Medical REIT Inc.

Meeting Date: 05/15/2024

Country: USA

Ticker: GMRE

Meeting Type: Annual

Primary ISIN: US37954A2042

Primary SEDOL: BSNMBW7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jeffrey M. Busch	Mgmt	For	For
1.2	Elect Director Matthew L. Cypher	Mgmt	For	For
1.3	Elect Director Ronald Marston	Mgmt	For	For
1.4	Elect Director Henry E. Cole	Mgmt	For	For
1.5	Elect Director Zhang Huiqi	Mgmt	For	For
1.6	Elect Director Paula R. Crowley	Mgmt	For	For
1.7	Elect Director Lori Wittman	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

Voter Rationale: We support an annual say on pay frequency.

Global Medical REIT Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Amend Omnibus Stock Plan	Mgmt	For	For
	<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>			
5	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Global Net Lease, Inc.

Meeting Date: 05/23/2024	Country: USA	Ticker: GNL
	Meeting Type: Annual	
	Primary ISIN: US3793782018	Primary SEDOL: BZCFW78

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Edward M. Weil, Jr.	Mgmt	For	For
	<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>			
1b	Elect Director M. Therese Antone	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1c	Elect Director Lisa D. Kabnick	Mgmt	For	For
1d	Elect Director Robert I. Kauffman	Mgmt	For	For
1e	Elect Director Michael J.U. Monahan	Mgmt	For	For
1f	Elect Director Stanley R. Perla	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1g	Elect Director Edward G. Rendell	Mgmt	For	Withhold
	<i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, the company's governing documents prohibit shareholders ability to amend the company bylaws. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	<i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>			

Global Net Lease, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year

Voter Rationale: We support an annual say on pay frequency.

Global Payments Inc.

Meeting Date: 04/25/2024	Country: USA	Ticker: GPN
	Meeting Type: Annual	
	Primary ISIN: US37940X1028	Primary SEDOL: 2712013

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director F. Thaddeus Arroyo	Mgmt	For	For
1b	Elect Director Robert H.B. Baldwin, Jr.	Mgmt	For	For
1c	Elect Director Cameron M. Bready	Mgmt	For	For
1d	Elect Director John G. Bruno	Mgmt	For	For
1e	Elect Director Joia M. Johnson	Mgmt	For	For
1f	Elect Director Kirsten Kliphouse	Mgmt	For	For
1g	Elect Director Ruth Ann Marshall	Mgmt	For	For
1h	Elect Director Connie D. McDaniel	Mgmt	For	For
1i	Elect Director Joseph H. Osnoss	Mgmt	For	Against

Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.

1j	Elect Director William B. Plummer	Mgmt	For	For
1k	Elect Director John T. Turner	Mgmt	For	For
1l	Elect Director M. Troy Woods	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.

3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
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Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

4	Report on Political Contributions and Expenditures	SH	Against	For
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Voter Rationale: Comprehensive, aggregate disclosure on political spending is best practice. Disclosure should include all state and local donations including support for 527 organizations and ballot initiatives. In addition, the company should identify key relationships with trade associations that engage in lobbying on the corporation's behalf, as well as describe its policies and processes for giving. We ask that the board provide ultimate oversight for political donations.

Globalstar, Inc.

Meeting Date: 05/21/2024

Country: USA

Ticker: GSAT

Meeting Type: Annual

Primary ISIN: US3789734080

Primary SEDOL: B1GHPM8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director William A. Hasler	Mgmt	For	For
1b	Elect Director James Monroe, III	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. An executive sits on the Remuneration Committee, which we expect to be independent, as non-independent directors could hamper the committees impartiality and effectiveness. We are holding this director accountable. Executive pay is not in line with company performance. The compensation committee should do more to respond to best practices in pay that help establish compensation packages that reward strong performance and build shareholder value over time. Specifically, total CEO pay was elevated due to the grant of an outsized equity award. The company also accelerated the vesting of equity awards upon a former NEO's retirement without disclosing the details of the retirement policy.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Globant SA

Meeting Date: 05/10/2024

Country: Luxembourg

Ticker: GLOB

Meeting Type: Annual/Special

Primary ISIN: LU0974299876

Primary SEDOL: BP40HF4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Receive Board's and Auditor's Reports	Mgmt		
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Financial Statements and Statutory Reports	Mgmt	For	For
4	Approve Allocation of Income	Mgmt	For	For
5	Approve Discharge of Directors	Mgmt	For	For
6	Approve Remuneration of Directors during the Financial Year Ending on December 31, 2023	Mgmt	For	For
7	Approve Remuneration of Directors for the Financial Year Ending on December 31, 2024	Mgmt	For	For
8	Appoint PricewaterhouseCoopers, Societe Cooperative as Auditor for Annual Accounts and EU IFRS Consolidated Accounts	Mgmt	For	For
9	Appoint Price Waterhouse & Co. S.R.L. as Auditor for IFRS Consolidated Accounts	Mgmt	For	For

Globant SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Reelect Martin Migoya as Director	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 40% of the board.</i>				
11	Elect Andrew McLaughlin as Director	Mgmt	For	For
12	Elect Alejandro Nicolas Aguzin as Director	Mgmt	For	For
13	Approve Share Repurchase	Mgmt	For	Against
<i>Voter Rationale: Any share repurchase request in excess of 10% should be undertaken in exceptional circumstances only and be fully justified by the company. Shares should not be repurchased at a premium/discount to the market price of more than 10%.</i>				
Extraordinary Meeting Agenda		Mgmt		
1	Increase Authorized Share Capital and Amend Articles of Association	Mgmt	For	Against
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				

Globe Life Inc.

Meeting Date: 04/25/2024

Country: USA

Ticker: GL

Meeting Type: Annual

Primary ISIN: US37959E1029

Primary SEDOL: BK6YKG1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Linda L. Addison	Mgmt	For	For
1.2	Elect Director Marilyn A. Alexander	Mgmt	For	For
1.3	Elect Director Cheryl D. Alston	Mgmt	For	For
1.4	Elect Director Mark A. Blinn	Mgmt	For	For
1.5	Elect Director James P. Brannen	Mgmt	For	For
1.6	Elect Director Alice S. Cho	Mgmt	For	For
1.7	Elect Director J. Matthew Darden	Mgmt	For	For
1.8	Elect Director Steven P. Johnson	Mgmt	For	For
1.9	Elect Director David A. Rodriguez	Mgmt	For	For
1.10	Elect Director Frank M. Svoboda	Mgmt	For	For
1.11	Elect Director Mary E. Thigpen	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: .</i>				

Globus Medical, Inc.

Meeting Date: 06/05/2024

Country: USA

Ticker: GMED

Meeting Type: Annual

Primary ISIN: US3795772082

Primary SEDOL: B7D65M0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director David D. Davidar	Mgmt	For	For
1b	Elect Director James R. Tobin	Mgmt	For	Withhold
<p><i>Voter Rationale: An executive sits on the Remuneration Committee, which we expect to be independent, as non-independent directors could hamper the committee's impartiality and effectiveness. We are holding this director accountable. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i></p>				
1c	Elect Director Stephen T. Zarrilli	Mgmt	For	For
1d	Elect Director Daniel J. Wolterman	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	Against
<p><i>Voter Rationale: This plan could lead to excessive dilution. Reducing the strike price of options already granted after the stock price has fallen undermines any employee incentive strategy and is not aligned with the interests of shareholders. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated.</i></p>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				

Glory Ltd.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 6457

Meeting Type: Annual

Primary ISIN: JP3274400005

Primary SEDOL: 6374226

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 66	Mgmt	For	For
2.1	Elect Director Miwa, Motozumi	Mgmt	For	For
2.2	Elect Director Harada, Akihiro	Mgmt	For	For
2.3	Elect Director Onoe, Hideo	Mgmt	For	For
2.4	Elect Director Kotani, Kaname	Mgmt	For	For
2.5	Elect Director Fujita, Tomoko	Mgmt	For	For
2.6	Elect Director Iki, Joji	Mgmt	For	For

Glory Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.7	Elect Director Ian Jordan	Mgmt	For	For
2.8	Elect Director Ikeda, Ikuji	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Inuga, Masato	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
3.2	Elect Director and Audit Committee Member Kato, Keiichi	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Ikukawa, Yukako	Mgmt	For	For
4	Approve Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For
5	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

GLP J-REIT

Meeting Date: 05/20/2024

Country: Japan

Ticker: 3281

Meeting Type: Special

Primary ISIN: JP3047510007

Primary SEDOL: B8RBZV7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Disclose Unitholder Meeting Materials on Internet	Mgmt	For	For
2	Elect Director Kawatsuji, Yuma	Mgmt	For	For
3	Elect Alternate Director Yagiba, Shinji	Mgmt	For	For
4.1	Elect Director Inoue, Toraki	Mgmt	For	For
4.2	Elect Director Yamaguchi, Kota	Mgmt	For	For
4.3	Elect Director Naito, Agasa	Mgmt	For	For
5	Elect Alternate Director Kase, Yutaka	Mgmt	For	For

GoDaddy Inc.

Meeting Date: 06/06/2024

Country: USA

Ticker: GDDY

Meeting Type: Annual

Primary ISIN: US3802371076

Primary SEDOL: BWFRC6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Herald Chen	Mgmt	For	For

GoDaddy Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Mark Garrett	Mgmt	For	For
1c	Elect Director Brian Sharples	Mgmt	For	For
1d	Elect Director Leah Sweet	Mgmt	For	For
1e	Elect Director Srinivas (Srini) Tallapragada	Mgmt	For	For
1f	Elect Director Sigal Zarmi	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
4	Approve Omnibus Stock Plan	Mgmt	For	For
5	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For

Gogo Inc.

Meeting Date: 06/04/2024

Country: USA

Ticker: GOGO

Meeting Type: Annual

Primary ISIN: US38046C1099

Primary SEDOL: BB2C2R1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michele Coleman Mayes	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.2	Elect Director Harris N. Williams	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
5	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Meeting Date: 05/30/2024

Country: South Africa

Ticker: GFI

Meeting Type: Annual

Primary ISIN: ZAE000018123

Primary SEDOL: 6280215

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Resolutions	Mgmt		
1	Reappoint PricewaterhouseCoopers Inc as Auditors of the Company	Mgmt	For	For
2.1	Elect Michael Fraser as Director	Mgmt	For	For
2.2	Elect Carel Smit as Director	Mgmt	For	For
2.3	Re-elect Steven Reid as Director	Mgmt	For	Against
<i>Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.</i>				
3.1	Re-elect Philisiwe Sibiyi as Chairperson of the Audit Committee	Mgmt	For	For
3.2	Re-elect Alhassan Andani as Member of the Audit Committee	Mgmt	For	For
3.3	Re-elect Peter Bacchus as Member of the Audit Committee	Mgmt	For	For
3.4	Elect Carel Smit as Member of the Audit Committee	Mgmt	For	For
4	Place Authorised but Unissued Shares under Control of Directors	Mgmt	For	For
5.1	Approve Remuneration Policy	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
5.2	Approve Remuneration Implementation Report	Mgmt	For	For
	Special Resolutions	Mgmt		
1	Authorise Board to Issue Shares for Cash	Mgmt	For	For
2.1	Approve Remuneration of Chairperson of the Board	Mgmt	For	For
2.2	Approve Remuneration of Lead Independent Director of the Board	Mgmt	For	For
2.3	Approve Remuneration of Members of the Board	Mgmt	For	For
2.4	Approve Remuneration of Chairperson of the Audit Committee	Mgmt	For	For
2.5	Approve Remuneration of Chairpersons of the Capital Projects, Control and Review Committee, Nominating and Governance Committee, Remuneration Committee, Risk Committee, SET Committee and SHSD Committee	Mgmt	For	For

Gold Fields Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.6	Approve Remuneration of Members of the Audit Committee	Mgmt	For	For
2.7	Approve Remuneration of Members of the Capital Projects, Control and Review Committee, Nominating and Governance Committee, Remuneration Committee, Risk Committee, SET Committee and SHSD Committee	Mgmt	For	For
2.8	Approve Remuneration of Chairperson of the Strategy and Investment Committee	Mgmt	For	For
2.9	Approve Remuneration of Members of the Strategy and Investment Committee	Mgmt	For	For
3	Approve Financial Assistance in Terms of Sections 44 and 45 of the Companies Act	Mgmt	For	For
4	Authorise Repurchase of Issued Share Capital	Mgmt	For	For

Gold Road Resources Limited

Meeting Date: 05/23/2024

Country: Australia

Ticker: GOR

Meeting Type: Annual

Primary ISIN: AU000000GOR5

Primary SEDOL: B15F5K1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	For
	<i>Voter Rationale: The remuneration report does not articulate how executives performed against historic performance targets. The board should articulate how bonus payments reflect prior year performance, as well as outlining forward-looking targets that underpin long-term incentive plans.</i>			
2	Elect Maree Arnason as Director	Mgmt	For	For
3	Approve Grant of Long Term Incentive Performance Rights to Duncan Gibbs	Mgmt	For	For
4	Approve Grant of Short Term Incentive Performance Rights to Duncan Gibbs	Mgmt	For	For

GOLDCREST Co., Ltd.

Meeting Date: 06/19/2024

Country: Japan

Ticker: 8871

Meeting Type: Annual

Primary ISIN: JP3306800008

Primary SEDOL: 6123343

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Amend Business Lines	Mgmt	For	For
2.1	Elect Director Yasukawa, Hidetoshi	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance. The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Ito, Masaki	Mgmt	For	For
2.3	Elect Director Tsumura, Masao	Mgmt	For	For
2.4	Elect Director Tanaka, Ryukichi	Mgmt	For	For
3	Appoint Alternate Statutory Auditor Takayasu, Mitsuru	Mgmt	For	For
4	Approve Compensation Ceiling for Directors	Mgmt	For	Against
<i>Voter Rationale: A vote AGAINST this proposal is warranted because: - The company fails to clarify whether the increase is intended to introduce/increase performance-based pay. - Financial performance does not imply that the company has conducted business in the interests of shareholders.</i>				

GOLDWIN INC.
Meeting Date: 06/26/2024

Country: Japan

Ticker: 8111

Meeting Type: Annual

Primary ISIN: JP3306600002

Primary SEDOL: 6376169

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Change Company Name - Amend Provisions on Number of Directors	Mgmt	For	For
2.1	Elect Director Nishida, Akio	Mgmt	For	For
2.2	Elect Director Watanabe, Takao	Mgmt	For	For
2.3	Elect Director Nishida, Yoshiteru	Mgmt	For	For
2.4	Elect Director Homma, Eiichiro	Mgmt	For	For
2.5	Elect Director Shirasaki, Michio	Mgmt	For	For
2.6	Elect Director Mori, Hikari	Mgmt	For	For
2.7	Elect Director Kaneda, Takero	Mgmt	For	For
2.8	Elect Director Akiyama, Rie	Mgmt	For	For
2.9	Elect Director Yoshimoto, Ichiro	Mgmt	For	For
2.10	Elect Director Tamesue, Dai	Mgmt	For	For
2.11	Elect Director Tsuchiya, Akira	Mgmt	For	For

GOLDWIN INC.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.12	Elect Director Imoto, Naoko	Mgmt	For	For
3	Approve Compensation Ceiling for Directors	Mgmt	For	For
4	Approve Takeover Defense Plan (Poison Pill)	Mgmt	For	Against

Voter Rationale: Where poison pills are adopted, they should be approved by shareholders prior to deployment at least every three years, include independent oversight, and be of a limited duration. The best defence against a take-over is strong management.

Goosehead Insurance, Inc.

Meeting Date: 05/06/2024

Country: USA

Ticker: GSHD

Meeting Type: Annual

Primary ISIN: US38267D1090

Primary SEDOL: BZ2YT30

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mark E. Jones	Mgmt	For	For
1.2	Elect Director Waded Cruzado	Mgmt	For	For
1.3	Elect Director Peter Lane	Mgmt	For	For

Voter Rationale: Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns.

2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns.

Graco Inc.

Meeting Date: 04/26/2024

Country: USA

Ticker: GGG

Meeting Type: Annual

Primary ISIN: US3841091040

Primary SEDOL: 2380443

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Heather L. Anfang	Mgmt	For	For
1b	Elect Director Archie C. Black	Mgmt	For	For
1c	Elect Director Brett C. Carter	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	Against
<i>Voter Rationale: This plan could lead to excessive dilution. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

GrafTech International Ltd.

Meeting Date: 05/09/2024 **Country:** USA **Ticker:** EAF
Meeting Type: Proxy Contest **Primary ISIN:** US3843135084 **Primary SEDOL:** BFZP4T1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Management Universal Proxy (White Proxy Card)	Mgmt		
	From the Combined List of Management & Dissident Nominees - Elect 2 Directors	Mgmt		
1a	Elect Management Nominee Director Debra Fine	Mgmt	For	For
<i>Voter Rationale: The issues facing the company are serious, and if not adequately handled, may soon prove to be existential. Nonetheless, the board is engaged in addressing the company's problems, and additional change at the board level does not appear to be needed at this time. As such, votes FOR management nominees Fine and Taccone and a WITHHOLD against dissident nominee Undavia are warranted on the management card.</i>				
1b	Elect Management Nominee Director Anthony R. Taccone	Mgmt	For	For
1c	Elect Dissident Nominee Director Nilesh Undavia	SH	Withhold	Withhold
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				

GrafTech International Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Dissident Universal Proxy (Blue Proxy Card)	Mgmt		
	From the Combined List of Management & Dissident Nominees - Elect 2 Directors	Mgmt		
1a	Elect Dissident Nominee Director Nilesh Undavia	SH	For	Do Not Vote
1a	COMPANY NOMINEES OPPOSED BY THE UNDAVIA GROUP	Mgmt		
1a	Elect Management Nominee Director Debra Fine	Mgmt	Withhold	Do Not Vote
1b	Elect Management Nominee Director Anthony R. Taccone	Mgmt	Withhold	Do Not Vote
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	None	Do Not Vote
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	None	Do Not Vote

Grand Canyon Education, Inc.

Meeting Date: 06/12/2024

Country: USA

Ticker: LOPE

Meeting Type: Annual

Primary ISIN: US38526M1062

Primary SEDOL: B3F1XM1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Brian E. Mueller	Mgmt	For	For
1.2	Elect Director Sara Ward	Mgmt	For	For
1.3	Elect Director Jack A. Henry	Mgmt	For	For
1.4	Elect Director Lisa Graham Keegan	Mgmt	For	For
1.5	Elect Director Chevy Humphrey	Mgmt	For	For
1.6	Elect Director Kevin F. Warren	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>			
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>			

Granite Real Estate Investment Trust

Meeting Date: 06/06/2024

Country: Canada

Ticker: GRT.UN

Meeting Type: Annual/Special

Primary ISIN: CA3874371147

Primary SEDOL: B9GS088

Granite Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Election of Trustees of Granite REIT	Mgmt		
1.1	Elect Trustee Peter Aghar	Mgmt	For	For
1.2	Elect Trustee Robert D. Brouwer	Mgmt	For	For
1.3	Elect Trustee Remco Daal	Mgmt	For	For
1.4	Elect Trustee Kevan Gorrie	Mgmt	For	For
1.5	Elect Trustee Fern Grodner	Mgmt	For	For
1.6	Elect Trustee Kelly Marshall	Mgmt	For	For
1.7	Elect Trustee Al Mawani	Mgmt	For	For
1.8	Elect Trustee Sheila A. Murray	Mgmt	For	For
1.9	Elect Trustee Emily Pang	Mgmt	For	For
1.10	Elect Trustee Jennifer Warren	Mgmt	For	For
	Election of Directors of Granite GP	Mgmt		
2.1	Elect Director Peter Aghar	Mgmt	For	For
2.2	Elect Director Robert D. Brouwer	Mgmt	For	For
2.3	Elect Director Remco Daal	Mgmt	For	For
2.4	Elect Director Kevan Gorrie	Mgmt	For	For
2.5	Elect Director Fern Grodner	Mgmt	For	For
2.6	Elect Director Kelly Marshall	Mgmt	For	For
2.7	Elect Director Al Mawani	Mgmt	For	For
2.8	Elect Director Sheila A. Murray	Mgmt	For	For
2.9	Elect Director Emily Pang	Mgmt	For	For
2.10	Elect Director Jennifer Warren	Mgmt	For	For
3	Ratify Deloitte LLP as Auditors of Granite REIT	Mgmt	For	For
	<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>			
4	Approve Deloitte LLP as Auditors of Granite GP and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>			
5	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>			
6	Approve Plan of Arrangement of Granite REIT	Mgmt	For	For
7	Approve Plan of Arrangement of Granite GP	Mgmt	For	For

Gray Television, Inc.

Meeting Date: 05/08/2024

Country: USA

Ticker: GTN

Meeting Type: Annual

Primary ISIN: US3893751061

Primary SEDOL: 2390817

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Hilton H. Howell, Jr.	Mgmt	For	For
	<i>Voter Rationale: WITHHOLD votes are warranted for Governance Committee members Howell Newton, Richard Boger, Richard Hare, Lorraine (Lorri) McClain, and Sterling Spainhour Jr. for maintaining a multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset. A vote FOR the remaining director nominees is warranted.</i>			
1.2	Elect Director Howell W. Newton	Mgmt	For	Withhold
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
1.3	Elect Director Richard L. Boger	Mgmt	For	Withhold
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
1.4	Elect Director Luis A. Garcia	Mgmt	For	For
1.5	Elect Director Richard B. Hare	Mgmt	For	Withhold
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
1.6	Elect Director Robin R. Howell	Mgmt	For	For
	<i>Voter Rationale: WITHHOLD votes are warranted for Governance Committee members Howell Newton, Richard Boger, Richard Hare, Lorraine (Lorri) McClain, and Sterling Spainhour Jr. for maintaining a multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset. A vote FOR the remaining director nominees is warranted.</i>			
1.7	Elect Director Donald P. ("Pat") LaPlatney	Mgmt	For	For
1.8	Elect Director Lorraine ("Lorri") McClain	Mgmt	For	For
1.9	Elect Director Paul H. McTear	Mgmt	For	For
1.10	Elect Director Sterling A. Spainhour, Jr.	Mgmt	For	For
2	Ratify RSM US LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>			

Great Southern Bancorp, Inc.

Meeting Date: 05/08/2024

Country: USA

Ticker: GSBC

Meeting Type: Annual

Primary ISIN: US3909051076

Primary SEDOL: 2387002

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Thomas J. Carlson	Mgmt	For	For

Great Southern Bancorp, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>			
1.2	Elect Director Debra Mallonee (Shantz) Hart	Mgmt	For	For
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>			
1.3	Elect Director Joseph W. Turner	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: Severance payments should not exceed three year's pay. Larger severance packages should be subject to a separate shareholder approval. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	<i>Voter Rationale: We support an annual say on pay frequency.</i>			
4	Ratify FORVIS, LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>			

Great-West Lifeco Inc.

Meeting Date: 05/02/2024

Country: Canada

Ticker: GWO

Meeting Type: Annual

Primary ISIN: CA39138C1068

Primary SEDOL: 2384951

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
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 A. 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	Against
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
1.7	Elect Director Paul Desmarais, Jr.	Mgmt	For	Against
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i>			
1.8	Elect Director Gary A. Doer	Mgmt	For	For

Great-West Lifeco Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.9	Elect Director Claude Genereux	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1.10	Elect Director Jake P. Lawrence	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1.11	Elect Director Paula B. Madoff	Mgmt	For	For
1.12	Elect Director Paul A. Mahon	Mgmt	For	For
1.13	Elect Director Susan J. McArthur	Mgmt	For	For
1.14	Elect Director R. Jeffrey Orr	Mgmt	For	For
<i>Voter Rationale: An executive sits on the Remuneration Committee, which we expect to be independent, as non-independent directors could hamper the committee's impartiality and effectiveness. We are holding this director accountable. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.15	Elect Director James P. O'Sullivan	Mgmt	For	For
1.16	Elect Director T. Timothy Ryan	Mgmt	For	For
1.17	Elect Director Dhvani D. Shah	Mgmt	For	For
1.18	Elect Director Siim A. Vanaselja	Mgmt	For	For
1.19	Elect Director Brian E. Walsh	Mgmt	For	For
2	Ratify Deloitte LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For

Greggs Plc

Meeting Date: 05/15/2024

Country: United Kingdom

Ticker: GRG

Meeting Type: Annual

Primary ISIN: GB00B63QSB39

Primary SEDOL: B63QSB3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Reappoint RSM UK Audit LLP as Auditors	Mgmt	For	For
3	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For

Greggs Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Final Dividend	Mgmt	For	For
5	Re-elect Matt Davies as Director	Mgmt	For	For
<i>Voter Rationale: The board chairman serves as a member of the Nomination Committee.</i>				
6	Re-elect Roisin Currie as Director	Mgmt	For	For
7	Re-elect Richard Hutton as Director	Mgmt	For	For
8	Re-elect Kate Ferry as Director	Mgmt	For	For
9	Re-elect Mohamed Elsarky as Director	Mgmt	For	For
10	Re-elect Lynne Weedall as Director	Mgmt	For	For
11	Re-elect Nigel Mills as Director	Mgmt	For	For
12	Approve Remuneration Report	Mgmt	For	For
13	Approve Share Option Plan	Mgmt	For	For
<i>Voter Rationale: Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>				
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

Grifols SA

Meeting Date: 06/13/2024

Country: Spain

Ticker: GRF

Meeting Type: Annual

Primary ISIN: ES0171996087

Primary SEDOL: BYY3DX6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Standalone Financial Statements and Treatment of Net Loss	Mgmt	For	For
2	Approve Consolidated Financial Statements	Mgmt	For	For
3	Approve Non-Financial Information Statement	Mgmt	For	For
4	Approve Discharge of Board	Mgmt	For	For
5	Renew Appointment of Deloitte as Auditor of Standalone Financial Statements for FY 2024-2026	Mgmt	For	For

Grifols SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Appoint Deloitte as the Independent Assurance Services Provider of the Company to Carry Out the Assurance of the Sustainability Report for FY 2024-2026	Mgmt	For	For
7.1	Acknowledge Resignation of James Costos as Director	Mgmt		
7.2	Ratify Appointment of and Elect Jose Ignacio Abia Buenache as Director	Mgmt	For	For
7.3	Ratify Appointment of and Elect Albert Grifols Coma-Cros as Director	Mgmt	For	For
7.4	Elect Claire Giraut as Director	Mgmt	For	For
7.5	Elect Anne-Catherine Berner as Director	Mgmt	For	For
7.6	Fix Number of Directors at 13	Mgmt	For	For
8	Change Location of Registered Office and Amend Article 3 Accordingly	Mgmt	For	For
9	Receive Amendments to Board of Directors Regulations	Mgmt		
10	Advisory Vote on Remuneration Report	Mgmt	For	Against
<p><i>Voter Rationale: Severance payments should not exceed two year's pay. Larger severance packages should be subject to a separate shareholder approval. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.</i></p>				
11	Amend Remuneration Policy	Mgmt	For	Against
<p><i>Voter Rationale: A vote AGAINST is warranted because of the problematic pay package of the new CEO.</i></p>				
12	Authorize Company to Call EGM with 15 Days' Notice	Mgmt	For	For
13	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For

Grocery Outlet Holding Corp.

Meeting Date: 06/03/2024

Country: USA

Ticker: GO

Meeting Type: Annual

Primary ISIN: US39874R1014

Primary SEDOL: BK1KWF7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mary Kay Haben	Mgmt	For	For
1b	Elect Director Gail Moody-Byrd	Mgmt	For	For
1c	Elect Director Jeffrey R. York	Mgmt	For	Against

Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.

Grocery Outlet Holding Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Grupo Financiero Banorte SAB de CV

Meeting Date: 04/29/2024	Country: Mexico	Ticker: GFNORTEO
	Meeting Type: Annual	
	Primary ISIN: MXP370711014	Primary SEDOL: 2421041

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.a	Approve CEO's Report on Financial Statements and Statutory Reports	Mgmt	For	For
1.b	Approve Board's Report on Policies and Accounting Information and Criteria Followed in Preparation of Financial Information	Mgmt	For	For
1.c	Approve Board's Report on Operations and Activities Undertaken by Board	Mgmt	For	For
1.d	Approve Report on Activities of Audit and Corporate Practices Committee	Mgmt	For	For
1.e	Approve All Operations Carried out by Company and Ratify Actions Carried out by Board, CEO and Audit and Corporate Practices Committee	Mgmt	For	For
2	Approve Allocation of Income	Mgmt	For	For
3.a	Approve Cash Dividends of MXN 9.09 Per Share	Mgmt	For	For
3.b	Approve Cash Dividend to Be Paid on June 28, 2024	Mgmt	For	For
4	Receive Auditor's Report on Tax Position of Company	Mgmt		
5.a1	Elect Carlos Hank Gonzalez as Board Chairman	Mgmt	For	Against
<i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
5.a2	Elect Juan Antonio Gonzalez Moreno as Director	Mgmt	For	For
5.a3	Elect David Juan Villarreal Montemayor as Director	Mgmt	For	For

Grupo Financiero Banorte SAB de CV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5.a4	Elect Jose Marcos Ramirez Miguel as Director	Mgmt	For	For
5.a5	Elect Carlos de la Isla Corry as Director	Mgmt	For	For
5.a6	Elect Alicia Alejandra Lebrija Hirschfeld as Director	Mgmt	For	For
5.a7	Elect Clemente Ismael Reyes Retana Valdes as Director	Mgmt	For	For
5.a8	Elect Mariana Banos Reynaud as Director	Mgmt	For	For
5.a9	Elect Federico Carlos Fernandez Senderos as Director	Mgmt	For	Against
5.a10	Elect David Penalzo Alanis as Director	Mgmt	For	For
5.a11	Elect Jose Antonio Chedraui Eguia as Director	Mgmt	For	For
5.a12	Elect Alfonso de Angoitia Noriega as Director	Mgmt	For	For
5.a13	Elect Thomas Stanley Heather Rodriguez as Director	Mgmt	For	For
5.a14	Elect Graciela Gonzalez Moreno as Alternate Director	Mgmt	For	For
5.a15	Elect Juan Antonio Gonzalez Marcos as Alternate Director	Mgmt	For	For
5.a16	Elect Alberto Halabe Hamui as Alternate Director	Mgmt	For	For
5.a17	Elect Gerardo Salazar Viezca as Alternate Director	Mgmt	For	For
5.a18	Elect Alberto Perez-Jacome Friscione as Alternate Director	Mgmt	For	For
5.a19	Elect Roberto Kelleher Vales as Alternate Director	Mgmt	For	For
5.a20	Elect Cecilia Goya de Riviello Meade as Alternate Director	Mgmt	For	For
5.a21	Elect Jose Maria Garza Trevino as Alternate Director	Mgmt	For	For
5.a22	Elect Manuel Francisco Ruiz Camero as Alternate Director	Mgmt	For	For
5.a23	Elect Carlos Cesarman Kolteniuk as Alternate Director	Mgmt	For	For
5.a24	Elect Humberto Tafolla Nunez as Alternate Director	Mgmt	For	For
5.a25	Elect Carlos Phillips Margain as Alternate Director	Mgmt	For	For
5.a26	Elect Diego Martinez Rueda-Chapital as Alternate Director	Mgmt	For	For
5.b	Elect Hector Avila Flores (Non-Member) as Board Secretary	Mgmt	For	For
5.c	Approve Directors Liability and Indemnification	Mgmt	For	For

Grupo Financiero Banorte SAB de CV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Approve Remuneration of Directors	Mgmt	For	For
7	Elect Thomas Stanley Heather Rodriguez as Chairman of Audit and Corporate Practices Committee	Mgmt	For	For
8.1	Approve Report on Share Repurchase	Mgmt	For	For
8.2	Set Aggregate Nominal Amount of Share Repurchase Reserve	Mgmt	For	For
9	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For

GSK Plc

Meeting Date: 05/08/2024

Country: United Kingdom

Ticker: GSK

Meeting Type: Annual

Primary ISIN: GB00BN7SWP63

Primary SEDOL: BN7SWP6

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 Wendy Becker as Director	Mgmt	For	For
4	Elect Jeannie Lee as Director	Mgmt	For	For
5	Re-elect Sir Jonathan Symonds as Director	Mgmt	For	For
<i>Voter Rationale: The board chairman serves as a member of the Nomination Committee.</i>				
6	Re-elect Dame Emma Walmsley as Director	Mgmt	For	For
7	Re-elect Julie Brown as Director	Mgmt	For	For
8	Re-elect Elizabeth Anderson as Director	Mgmt	For	For
9	Re-elect Charles Bancroft as Director	Mgmt	For	For
10	Re-elect Hal Barron as Director	Mgmt	For	For
11	Re-elect Anne Beal as Director	Mgmt	For	For
12	Re-elect Harry Dietz as Director	Mgmt	For	For
13	Re-elect Jesse Goodman as Director	Mgmt	For	For
14	Re-elect Vishal Sikka as Director	Mgmt	For	For
15	Reappoint Deloitte LLP as Auditors	Mgmt	For	For
16	Authorise the Audit & Risk Committee to Fix Remuneration of Auditors	Mgmt	For	For
17	Authorise UK Political Donations and Expenditure	Mgmt	For	For

GSK Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
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	Approve the Exemption from Statement of the Name of the Senior Statutory Auditor in Published Copies of the Auditors' Reports	Mgmt	For	For
23	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

Guardant Health, Inc.

Meeting Date: 06/12/2024

Country: USA

Ticker: GH

Meeting Type: Annual

Primary ISIN: US40131M1099

Primary SEDOL: BFXC911

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Helmy Eltoukhy	Mgmt	For	For
1b	Elect Director Steve Krognos	Mgmt	For	For
1c	Elect Director AmirAli Talasaz	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

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The majority of annual bonus incentives should be quantitative. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.

Gunma Bank, Ltd.

Meeting Date: 06/20/2024

Country: Japan

Ticker: 8334

Meeting Type: Annual

Primary ISIN: JP3276400003

Primary SEDOL: 6398088

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 12	Mgmt	For	For
2.1	Elect Director Fukai, Akihiko	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Irisawa, Hiroyuki	Mgmt	For	For
2.3	Elect Director Goto, Akihiro	Mgmt	For	For
2.4	Elect Director Takei, Tsutomu	Mgmt	For	For
2.5	Elect Director Uchibori, Takeo	Mgmt	For	For
2.6	Elect Director Horie, Akihiko	Mgmt	For	For
2.7	Elect Director Kondo, Jun	Mgmt	For	For
2.8	Elect Director Nishikawa, Kuniko	Mgmt	For	For
2.9	Elect Director Osugi, Kazuhito	Mgmt	For	For
2.10	Elect Director Kanai, Takuji	Mgmt	For	For
3.1	Appoint Statutory Auditor Mashimo, Kimitoshi	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.2	Appoint Statutory Auditor Kamiya, Yasuo	Mgmt	For	For
3.3	Appoint Statutory Auditor Suzuki, Sumiko	Mgmt	For	For

Guotai Junan International Holdings Limited

Meeting Date: 05/22/2024

Country: Hong Kong

Ticker: 1788

Meeting Type: Annual

Primary ISIN: HK0000065869

Primary SEDOL: B3W1335

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

Guotai Junan International Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.1	Elect Yim Fung as Director	Mgmt	For	For
	<i>Voter Rationale: The nomination committee should be majority independent and this director's membership could hamper the committee's impartiality and effectiveness. The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>			
3.2	Elect Hu Xupeng as Director	Mgmt		
	<i>Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.</i>			
3.3	Elect Yu Xuping as Director	Mgmt	For	Against
	<i>Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>			
4	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
5	Approve KPMG as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
6A	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>			
6B	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
6C	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>			
8	Approve Authorization to the Directors on Borrowing and Provision of Guarantees	Mgmt	For	For

GXO Logistics, Inc.

Meeting Date: 05/21/2024

Country: USA

Ticker: GXO

Meeting Type: Annual

Primary ISIN: US36262G1013

Primary SEDOL: BNNTGF1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Brad Jacobs	Mgmt	For	For
	<i>Voter Rationale: .</i>			
1.2	Elect Director Marlene Colucci	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.3	Elect Director Oren Shaffer	Mgmt	For	For

GXO Logistics, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Amend Certificate of Incorporation to Update the Exculpation Provision	Mgmt	For	For

H World Group Limited

Meeting Date: 06/27/2024	Country: Cayman Islands	Ticker: 1179
	Meeting Type: Annual	
	Primary ISIN: KYG465871120	Primary SEDOL: BMB5YK5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Meeting for ADR Holders	Mgmt		
1	Approve Deloitte Touche Tohmatsu Certified Public Accountants LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm</i>				
2	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
3	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For

H&E Equipment Services, Inc.

Meeting Date: 05/16/2024	Country: USA	Ticker: HEES
	Meeting Type: Annual	
	Primary ISIN: US4040301081	Primary SEDOL: B0WR848

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John M. Engquist	Mgmt	For	For
1.2	Elect Director Bradley W. Barber	Mgmt	For	For

H&E Equipment Services, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Paul N. Arnold	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.4	Elect Director Gary W. Bagley	Mgmt	For	For
1.5	Elect Director Bruce C. Bruckmann	Mgmt	For	For
1.6	Elect Director Patrick L. Edsell	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.7	Elect Director Thomas J. Galligan, III	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.8	Elect Director Lawrence C. Karlson	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.9	Elect Director Jacob Thomas	Mgmt	For	For
1.10	Elect Director Mary P. Thompson	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.11	Elect Director Suzanne H. Wood	Mgmt	For	For
2	Ratify BDO USA, P.C. as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

H&R Real Estate Investment Trust

Meeting Date: 06/20/2024

Country: Canada

Ticker: HR.UN

Meeting Type: Annual

Primary ISIN: CA4039254079

Primary SEDOL: BGM8DW6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Trustee Leonard Abramsky	Mgmt	For	For
1B	Elect Trustee Lindsay Brand	Mgmt	For	For
1C	Elect Trustee Jennifer A. Chasson	Mgmt	For	For
1D	Elect Trustee Donald E. Clow	Mgmt	For	For

H&R Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1E	Elect Trustee Mark M. Cowie	Mgmt	For	For
1F	Elect Trustee S. Stephen Gross	Mgmt	For	For
1G	Elect Trustee Brenna Haysom	Mgmt	For	For
<i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
1H	Elect Trustee Thomas (Tom) J. Hofstedter	Mgmt	For	For
1I	Elect Trustee Juli Morrow	Mgmt	For	For
1J	Elect Trustee Marvin Rubner	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Trustees to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Re-approve Unitholder Rights Plan	Mgmt	For	Against
<i>Voter Rationale: Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and be of a limited duration.</i>				
5	Amend Incentive Unit Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

H2O Retailing Corp.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 8242

Meeting Type: Annual

Primary ISIN: JP3774600005

Primary SEDOL: 6408705

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Araki, Naoya	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				
1.2	Elect Director Hayashi, Katsuhiro	Mgmt	For	For
1.3	Elect Director Yamaguchi, Toshihiko	Mgmt	For	For
1.4	Elect Director Sumi, Kazuo	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Ban, Naoshi	Mgmt	For	For

H2O Retailing Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Elect Director and Audit Committee Member Nakano, Kenjiro	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
2.3	Elect Director and Audit Committee Member Ishihara, Mayumi	Mgmt	For	For
2.4	Elect Director and Audit Committee Member Sekiguchi, Nobuko	Mgmt	For	For
3	Approve Annual Bonus	Mgmt	For	For

Hakuhodo DY Holdings, Inc.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 2433

Meeting Type: Annual

Primary ISIN: JP3766550002

Primary SEDOL: B05LZ02

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 16	Mgmt	For	For
2.1	Elect Director Toda, Hirokazu	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Top management is responsible for the company's unfavourable ROE performance.</i>				
2.2	Elect Director Mizushima, Masayuki	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Top management is responsible for the company's unfavourable ROE performance.</i>				
2.3	Elect Director Yajima, Hirotake	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.4	Elect Director Nishioka, Masanori	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.5	Elect Director Ebana, Akihiko	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.6	Elect Director Ando, Motohiro	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.7	Elect Director Hattori, Nobumichi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.8	Elect Director Yamashita, Toru	Mgmt	For	For
2.9	Elect Director Arimatsu, Ikuko	Mgmt	For	For

Hakuhodo DY Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.10	Elect Director Ueda, Koichi	Mgmt	For	For
3	Appoint Statutory Auditor Tomoda, Kazuhiko	Mgmt	For	For

Halliburton Company

Meeting Date: 05/15/2024

Country: USA

Ticker: HAL

Meeting Type: Annual

Primary ISIN: US4062161017

Primary SEDOL: 2405302

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Abdulaziz F. Al Khayyal	Mgmt	For	For
1b	Elect Director William E. Albrecht	Mgmt	For	For
1c	Elect Director M. Katherine Banks	Mgmt	For	For
1d	Elect Director Alan M. Bennett	Mgmt	For	For
1e	Elect Director Earl M. Cummings	Mgmt	For	For
1f	Elect Director Murry S. Gerber	Mgmt	For	For
1g	Elect Director Robert A. Malone	Mgmt	For	For
1h	Elect Director Jeffrey A. Miller	Mgmt	For	For
1i	Elect Director Bhavesh V. (Bob) Patel	Mgmt	For	For
1j	Elect Director Maurice S. Smith	Mgmt	For	For
1k	Elect Director Janet L. Weiss	Mgmt	For	For
1l	Elect Director Tobi M. Edwards Young	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. However, board has shown steady improvement on this matter.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Halows Co., Ltd.

Meeting Date: 05/23/2024

Country: Japan

Ticker: 2742

Meeting Type: Annual

Primary ISIN: JP3773750009

Primary SEDOL: 6539702

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sato, Toshiyuki	Mgmt	For	For
1.2	Elect Director Sato, Taishi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
1.3	Elect Director Hanaoka, Hidenori	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
1.4	Elect Director Takahashi, Masana	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
1.5	Elect Director Suemitsu, Kenji	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
1.6	Elect Director Koshio, Tomiko	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
1.7	Elect Director Sunada, Kenji	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
1.8	Elect Director Sato, Shinzo	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
1.9	Elect Director Ohara, Takanori	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
1.10	Elect Director Fujii, Yoshinori	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
1.11	Elect Director Ikeda, Chiaki	Mgmt	For	For

Halozyme Therapeutics, Inc.

Meeting Date: 04/25/2024

Country: USA

Ticker: HALO

Meeting Type: Annual

Primary ISIN: US40637H1095

Primary SEDOL: 2975098

Halozyme Therapeutics, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Barbara Duncan	Mgmt	For	For
1B	Elect Director Mahesh Krishnan	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Amend Certificate of Incorporation to Reflect Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Hamakyorex Co., Ltd.

Meeting Date: 06/18/2024

Country: Japan

Ticker: 9037

Meeting Type: Annual

Primary ISIN: JP3771150004

Primary SEDOL: 6051444

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Osuka, Masataka	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
1.2	Elect Director Osuka, Hidenori	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
1.3	Elect Director Okutsu, Yasuo	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
1.4	Elect Director Yamaoka, Tsuyoshi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
1.5	Elect Director Ariga, Akio	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
1.6	Elect Director Nasuda, Kiichi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
1.7	Elect Director Miyagawa, Isamu	Mgmt	For	For

Hamakyorex Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.8	Elect Director Otsu, Yoshitaka	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
1.9	Elect Director Mori, Takeshi	Mgmt	For	For
1.10	Elect Director Katada, Sumiko	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2	Appoint Statutory Auditor Hasegawa, Terunobu	Mgmt	For	For

Hancock Whitney Corporation

Meeting Date: 04/24/2024

Country: USA

Ticker: HWC

Meeting Type: Annual

Primary ISIN: US4101201097

Primary SEDOL: 2415497

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John M. Hairston	Mgmt	For	For
1.2	Elect Director Suzette K. Kent	Mgmt	For	For
1.3	Elect Director Jerry L. Levens	Mgmt	For	For
1.4	Elect Director Christine L. Pickering	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Hang Lung Properties Limited

Meeting Date: 04/26/2024

Country: Hong Kong

Ticker: 101

Meeting Type: Annual

Primary ISIN: HK0101000591

Primary SEDOL: 6030506

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

Hang Lung Properties Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Final Dividend	Mgmt	For	For
3a	Elect Weber Wai Pak Lo as Director	Mgmt	For	For
3b	Elect Holly Tianfang Li as Director	Mgmt	For	For
3c	Authorize Board to Fix Remuneration of Directors to Fix Directors' Fees	Mgmt	For	For
4	Approve KPMG as Auditors 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
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
7	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				

Hang Seng Bank Limited

Meeting Date: 05/08/2024

Country: Hong Kong

Ticker: 11

Meeting Type: Annual

Primary ISIN: HK0011000095

Primary SEDOL: 6408374

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Elect Irene Y L Lee as Director	Mgmt	For	Against
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
3	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
4	Approve PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For

Hankyu Hanshin Holdings, Inc.

Meeting Date: 06/14/2024

Country: Japan

Ticker: 9042

Meeting Type: Annual

Primary ISIN: JP3774200004

Primary SEDOL: 6408664

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 Sumi, Kazuo	Mgmt	For	Against
<i>Voter Rationale: Given the Labor Standards Inspection Office has issued recommendations for correction to the company four times since 2000, and reportedly about 90 people were involved in work injuries at the theater company during the past ten years, we are holding this nominee responsible for poor oversight that resulted in the suicide of a performer in the Takarazuka Revue in September 2023.</i>				
2.2	Elect Director Shimada, Yasuo	Mgmt	For	For
2.3	Elect Director Kusu, Yusuke	Mgmt	For	For
2.4	Elect Director Endo, Noriko	Mgmt	For	For
2.5	Elect Director Tsuru, Yuki	Mgmt	For	For
2.6	Elect Director Kobayashi, Mitsuyoshi	Mgmt	For	For
2.7	Elect Director Shimatani, Yoshishige	Mgmt	For	For
2.8	Elect Director Araki, Naoya	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Komiyama, Michiari	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Takahashi, Yuko	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Hashimoto, Kazunori	Mgmt	For	For
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
4	Elect Alternate Director and Audit Committee Member Tsuru, Yuki	Mgmt	For	For

Hanmi Financial Corporation

Meeting Date: 05/22/2024

Country: USA

Ticker: HAFC

Meeting Type: Annual

Primary ISIN: US4104952043

Primary SEDOL: B6TPXR5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John J. Ahn	Mgmt	For	For
1.2	Elect Director Christie K. Chu	Mgmt	For	For
1.3	Elect Director Harry H. Chung	Mgmt	For	For

Hanmi Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Bonita I. Lee	Mgmt	For	For
1.5	Elect Director Gloria J. Lee	Mgmt	For	For
1.6	Elect Director James A. Marasco	Mgmt	For	For
1.7	Elect Director David L. Rosenblum	Mgmt	For	For
1.8	Elect Director Thomas J. Williams	Mgmt	For	For
1.9	Elect Director Michael M. Yang	Mgmt	For	For
1.10	Elect Director Gideon Yu	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

3	Ratify Crowe LLP as Auditors	Mgmt	For	For
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Hannon Armstrong Sustainable Infrastructure Capital, Inc.

Meeting Date: 06/06/2024

Country: USA

Ticker: HASI

Meeting Type: Annual

Primary ISIN: US41068X1000

Primary SEDOL: B9HHD96

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jeffrey W. Eckel	Mgmt	For	For
1.2	Elect Director Lizabeth A. Ardisana	Mgmt	For	For
1.3	Elect Director Clarence D. Armbrister	Mgmt	For	For
1.4	Elect Director Teresa M. Brenner	Mgmt	For	For
1.5	Elect Director Nancy C. Floyd	Mgmt	For	For
1.6	Elect Director Jeffrey A. Lipson	Mgmt	For	For
1.7	Elect Director Charles M. O'Neil	Mgmt	For	For
1.8	Elect Director Richard J. Osborne	Mgmt	For	For
1.9	Elect Director Steven G. Osgood	Mgmt	For	For
1.10	Elect Director Kimberly A. Reed	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
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Hannon Armstrong Sustainable Infrastructure Capital, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Change State of Incorporation from Maryland to Delaware	Mgmt	For	For

HarborOne Bancorp, Inc.

Meeting Date: 05/15/2024	Country: USA	Ticker: HONE
	Meeting Type: Annual	
	Primary ISIN: US41165Y1001	Primary SEDOL: BK1KX10

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mandy Lee Berman	Mgmt	For	Withhold
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1b	Elect Director Anne H. Margulies	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1c	Elect Director William A. Payne	Mgmt	For	Withhold
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
2	Ratify Crowe LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>			

Harley-Davidson, Inc.

Meeting Date: 05/16/2024	Country: USA	Ticker: HOG
	Meeting Type: Annual	
	Primary ISIN: US4128221086	Primary SEDOL: 2411053

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Troy Alstead	Mgmt	For	For
1.2	Elect Director Jared D. Dourdeville	Mgmt	For	For
1.3	Elect Director James Duncan Farley, Jr.	Mgmt	For	For

Harley-Davidson, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Allan Golston	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.5	Elect Director Sara Levinson	Mgmt	For	For
1.6	Elect Director Norman Thomas Linebarger	Mgmt	For	For
1.7	Elect Director Rafeh Masood	Mgmt	For	For
1.8	Elect Director Maryrose Sylvester	Mgmt	For	For
1.9	Elect Director Jochen Zeitz	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Harmonic Drive Systems, Inc.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 6324

Meeting Type: Annual

Primary ISIN: JP3765150002

Primary SEDOL: 6108179

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 Nagai, Akira	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance. The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5 pct of the board.</i>				
2.2	Elect Director Maruyama, Akira	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance. The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5 pct of the board.</i>				
2.3	Elect Director Kamijo, Kazutoshi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.4	Elect Director Tanioka, Yoshihiro	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.5	Elect Director Shirasawa, Naomi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				

Harmonic Drive Systems, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.6	Elect Director Yoshida, Haruhiko	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.7	Elect Director Nakamura, Masanobu	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.8	Elect Director Fukuda, Yoshio	Mgmt	For	For
2.9	Elect Director Hayashi, Kazuhiko	Mgmt	For	For
2.10	Elect Director Kitamoto, Kaeko	Mgmt	For	For
3.1	Appoint Statutory Auditor Yokogoshi, Yoshitsugu	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.2	Appoint Statutory Auditor Iguchi, Hidefumi	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.3	Appoint Statutory Auditor Imazato, Eisaku	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.4	Appoint Statutory Auditor Higashi, Nobuyuki	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				

Harmonic Inc.

Meeting Date: 06/11/2024

Country: USA

Ticker: HLIT

Meeting Type: Annual

Primary ISIN: US4131601027

Primary SEDOL: 2510659

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Patrick Gallagher	Mgmt	For	For
1b	Elect Director Nimrod Ben-Natan	Mgmt	For	For
1c	Elect Director Deborah L. Clifford	Mgmt	For	For
1d	Elect Director Stephanie Copeland	Mgmt	For	For
1e	Elect Director Dana Crandall	Mgmt	For	For
1f	Elect Director David Krall	Mgmt	For	For
1g	Elect Director Mitzi Reaugh	Mgmt	For	For

Harmonic Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>				
3	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Harmony Biosciences Holdings, Inc.

Meeting Date: 05/29/2024

Country: USA

Ticker: HRMY

Meeting Type: Annual

Primary ISIN: US4131971040

Primary SEDOL: BKSGZN7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jeffrey S. Aronin	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.2	Elect Director R. Mark Graf	Mgmt	For	For
1.3	Elect Director Jeffrey M. Dayno	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Harrow, Inc.

Meeting Date: 06/14/2024

Country: USA

Ticker: HROW

Meeting Type: Annual

Primary ISIN: US4158581094

Primary SEDOL: BHNDW86

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mark L. Baum	Mgmt	For	For

Harrow, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Adrienne L. Graves	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.3	Elect Director Martin A. Makary	Mgmt	For	For
	<i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.4	Elect Director Lauren P. Silvernail	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.5	Elect Director Perry J. Sternberg	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
2	Ratify KMJ Corbin & Company LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>			

Hasbro, Inc.

Meeting Date: 05/16/2024

Country: USA

Ticker: HAS

Meeting Type: Annual

Primary ISIN: US4180561072

Primary SEDOL: 2414580

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Hope F. Cochran	Mgmt	For	For
1.2	Elect Director Christian P. Cocks	Mgmt	For	For
1.3	Elect Director Lisa Gersh	Mgmt	For	For
1.4	Elect Director Frank D. Gibeau	Mgmt	For	For
1.5	Elect Director Elizabeth Hamren	Mgmt	For	For
1.6	Elect Director Darin S. Harris	Mgmt	For	For
1.7	Elect Director Blake J. Jorgensen	Mgmt	For	For
1.8	Elect Director Owen Mahoney	Mgmt	For	For
1.9	Elect Director Laurel J. Richie	Mgmt	For	For

Hasbro, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.10	Elect Director Richard S. Stoddart	Mgmt	For	For
1.11	Elect Director Mary Beth West	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Hayward Holdings, Inc.

Meeting Date: 05/30/2024

Country: USA

Ticker: HAYW

Meeting Type: Annual

Primary ISIN: US4212981009

Primary SEDOL: BMFQC33

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Diane S. Dayhoff	Mgmt	For	For
1b	Elect Director Stephen J. Felice	Mgmt	For	For
1c	Elect Director Kevin P. Holleran	Mgmt	For	For
1d	Elect Director Lori A. Walker	Mgmt	For	For
1e	Elect Director Lawrence H. Silber	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

HBT Financial, Inc.

Meeting Date: 05/28/2024

Country: USA

Ticker: HBT

Meeting Type: Annual

Primary ISIN: US4041111067

Primary SEDOL: BJBZRJ4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Roger A. Baker	Mgmt	For	For
1.2	Elect Director C. Alvin Bowman	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.3	Elect Director Eric E. Burwell	Mgmt	For	For
1.4	Elect Director Patrick F. Busch	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.5	Elect Director J. Lance Carter	Mgmt	For	For
1.6	Elect Director Allen C. Drake	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.7	Elect Director Fred L. Drake	Mgmt	For	For
1.8	Elect Director Linda J. Koch	Mgmt	For	For
1.9	Elect Director Gerald E. Pfeiffer	Mgmt	For	For
2	Ratify RSM US LLP as Auditors	Mgmt	For	For

HCA Healthcare, Inc.

Meeting Date: 04/25/2024

Country: USA

Ticker: HCA

Meeting Type: Annual

Primary ISIN: US40412C1018

Primary SEDOL: B4MGBG6

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 Hugh F. Johnston	Mgmt	For	For
1h	Elect Director Michael W. Michelson	Mgmt	For	For

HCA Healthcare, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1i	Elect Director Wayne J. Riley	Mgmt	For	For
1j	Elect Director Andrea B. Smith	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
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
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
5	Report on Risks Regarding Patients' Right to Access Abortions in Emergencies	SH	Against	Against
6	Report on Patient Feedback Regarding Quality Care	SH	Against	For
<i>Voter Rationale: Client requested override</i>				
7	Report on Maternal Health Outcomes	SH	Against	Against

HCI Group, Inc.

Meeting Date: 06/11/2024

Country: USA

Ticker: HCI

Meeting Type: Annual

Primary ISIN: US40416E1038

Primary SEDOL: BBN23F5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Karin Coleman	Mgmt	For	For
1.2	Elect Director Eric Hoffman	Mgmt	For	For
1.3	Elect Director Sue Watts	Mgmt	For	For
2	Ratify FORVIS, LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				

HDFC Bank Ltd.

Meeting Date: 05/03/2024

Country: India

Ticker: 500180

Meeting Type: Special

Primary ISIN: INE040A01034

Primary SEDOL: BK1N461

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Postal Ballot Approve Reappointment and Remuneration of Atanu Chakraborty as Part-time Chairman and Independent Director	Mgmt	For	For

Health and Happiness (H&H) International Holdings Limited

Meeting Date: 05/10/2024

Country: Cayman Islands

Ticker: 1112

Meeting Type: Annual

Primary ISIN: KYG4387E1070

Primary SEDOL: BF5L8M0

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
3a1	Elect Luo Fei as Director	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>				
3a2	Elect Wang Yidong as Director	Mgmt	For	For
3a3	Elect Mingshu Zhao Wiggins as Director	Mgmt	For	Against
<i>Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.</i>				
3a4	Elect Lok Lau Yin Ching as Director	Mgmt	For	For
3b	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
4	Approve Ernst & Young as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For

Health and Happiness (H&H) International Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
8	Adopt 2024 Scheme	Mgmt	For	Against
<i>Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 2 years since the date of grant. Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. This plan could lead to excessive dilution.</i>				
9	Adopt Amended and Restated Articles of Association	Mgmt	For	For

Healthcare Realty Trust, Inc.

Meeting Date: 05/21/2024

Country: USA

Ticker: HR

Meeting Type: Annual

Primary ISIN: US42226K1051

Primary SEDOL: BPQWHP8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Todd J. Meredith	Mgmt	For	For
1.2	Elect Director John V. Abbott	Mgmt	For	For
1.3	Elect Director Nancy H. Agee	Mgmt	For	For
1.4	Elect Director Vicki U. Booth	Mgmt	For	For
1.5	Elect Director Ajay Gupta	Mgmt	For	For
1.6	Elect Director James J. Kilroy	Mgmt	For	For
1.7	Elect Director Jay P. Leupp	Mgmt	For	For
1.8	Elect Director Peter F. Lyle, Sr.	Mgmt	For	For
1.9	Elect Director Constance B. Moore	Mgmt	For	For
1.10	Elect Director John Knox Singleton	Mgmt	For	For
1.11	Elect Director Christann M. Vasquez	Mgmt	For	For
2	Ratify BDO USA, LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.

HealthEquity, Inc.

Meeting Date: 06/27/2024

Country: USA

Ticker: HQY

Meeting Type: Annual

Primary ISIN: US42226A1079

Primary SEDOL: BP8XZL1

HealthEquity, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Robert Selander	Mgmt	For	For
1b	Elect Director Jon Kessler	Mgmt	For	For
1c	Elect Director Stephen Neeleman	Mgmt	For	For
1d	Elect Director Paul Black	Mgmt	For	For
1e	Elect Director Adrian Dillon	Mgmt	For	For
1f	Elect Director Evelyn Dilsaver	Mgmt	For	For
1g	Elect Director Debra McCowan	Mgmt	For	For
1h	Elect Director Rajesh Natarajan	Mgmt	For	For
1i	Elect Director Stuart Parker	Mgmt	For	For
1j	Elect Director Gayle Wellborn	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
4	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

Healthpeak Properties, Inc.

Meeting Date: 04/25/2024

Country: USA

Ticker: DOC

Meeting Type: Annual

Primary ISIN: US42250P1030

Primary SEDOL: BJBLR3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Scott M. Brinker	Mgmt	For	For
1b	Elect Director Katherine M. Sandstrom	Mgmt	For	For
1c	Elect Director John T. Thomas	Mgmt	For	For
1d	Elect Director Brian G. Cartwright	Mgmt	For	For

Healthpeak Properties, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director James B. Connor	Mgmt	For	For
1f	Elect Director R. Kent Griffin, Jr.	Mgmt	For	For
1g	Elect Director Pamela J. Kessler	Mgmt	For	For
1h	Elect Director Sara G. Lewis	Mgmt	For	For
1i	Elect Director Ava E. Lias-Booker	Mgmt	For	For
1j	Elect Director Tommy G. Thompson	Mgmt	For	For
1k	Elect Director Richard A. Weiss	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

HealthStream, Inc.

Meeting Date: 05/30/2024

Country: USA

Ticker: HSTM

Meeting Type: Annual

Primary ISIN: US42222N1037

Primary SEDOL: 2577870

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Robert A. Frist, Jr.	Mgmt	For	For
1.2	Elect Director Terry Allison Rappuhn	Mgmt	For	For
1.3	Elect Director Frank E. Gordon	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Variable remuneration should not contain a significant overlap of metrics. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

Heartland Express, Inc.

Meeting Date: 05/09/2024

Country: USA

Ticker: HTLD

Meeting Type: Annual

Primary ISIN: US4223471040

Primary SEDOL: 2414018

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael J. Gerdin	Mgmt	For	For
1.2	Elect Director Brenda M. Lantz	Mgmt	For	For
1.3	Elect Director Benjamin J. Allen	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1.4	Elect Director Brenda S. Neville	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1.5	Elect Director James G. Pratt	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1.6	Elect Director Michael J. Sullivan	Mgmt	For	For
1.7	Elect Director David P. Millis	Mgmt	For	For
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Heartland Financial USA, Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: HTLF

Meeting Type: Annual

Primary ISIN: US42234Q1022

Primary SEDOL: 2828147

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Robert B. Engel	Mgmt	For	For
1b	Elect Director Brad J. Henderson	Mgmt	For	For
1c	Elect Director Jennifer K. Hopkins	Mgmt	For	For
1d	Elect Director Christopher S. Hylan	Mgmt	For	For
1e	Elect Director Margaret Lazo	Mgmt	For	For
1f	Elect Director Bruce K. Lee	Mgmt	For	For

Heartland Financial USA, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director Susan G. Murphy	Mgmt	For	For
1h	Elect Director Opal G. Perry	Mgmt	For	For
1i	Elect Director John K. Schmidt	Mgmt	For	For
1j	Elect Director Paul W. Taylor	Mgmt	For	For
1k	Elect Director Kathryn Graves Unger	Mgmt	For	For
1l	Elect Director Duane E. White	Mgmt	For	For
2	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Hecla Mining Company

Meeting Date: 05/17/2024

Country: USA

Ticker: HL

Meeting Type: Annual

Primary ISIN: US4227041062

Primary SEDOL: 2418601

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Stephen F. Ralbovsky	Mgmt	For	For
1b	Elect Director Catherine "Cassie" J. Boggs	Mgmt	For	For
1c	Elect Director Mark P. Board	Mgmt	For	For
2	Ratify BDO USA, P.C. as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Severance payments should not exceed 3 times pay. Larger severance packages should be subject to a separate shareholder approval.</i>				

Heiwa Real Estate Co., Ltd.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 8803

Meeting Type: Annual

Primary ISIN: JP3834800009

Primary SEDOL: 6419600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Tsuchimoto, Kiyoyuki	Mgmt	For	Abstain
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. The remuneration committee should be majority independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>			
1.2	Elect Director Yamada, Kazuo	Mgmt	For	Against
	<i>Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity.</i>			
1.3	Elect Director Aoyama, Takahisa	Mgmt	For	Against
	<i>Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity.</i>			
1.4	Elect Director Kobayashi, Daisuke	Mgmt	For	Against
	<i>Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>			
1.5	Elect Director Masui, Kiichiro	Mgmt	For	For
1.6	Elect Director Moriguchi, Takahiro	Mgmt	For	Against
	<i>Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity. The remuneration committee should be majority independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>			
1.7	Elect Director Utsunomiya, Junko	Mgmt	For	For
1.8	Elect Director Yamada, Eiji	Mgmt	For	For
1.9	Elect Director Yamaguchi, Mitsunobu	Mgmt	For	For

Helia Group Ltd.

Meeting Date: 05/09/2024

Country: Australia

Ticker: HLI

Meeting Type: Annual

Primary ISIN: AU0000251498

Primary SEDOL: BP5HL07

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	For
	<i>Voter Rationale: The remuneration report does not articulate how executives performed against historic performance targets. The board should articulate how bonus payments reflect prior year performance, as well as outlining forward-looking targets that underpin long-term incentive plans.</i>			

Helia Group Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Grant of Share Rights to Pauline Blight-Johnston	Mgmt	For	Against
<p><i>Voter Rationale: A vote AGAINST the grant of share rights to the CEO Pauline Blight-Johnston is warranted. This is a bundled proposal and despite the terms and conditions of the FY23 Deferred STI and FY24 LTI grants being sufficiently consistent with accepted market practice and shareholder expectations, the company is seeking advance approval to grant additional share rights representing notional dividend equivalents, known as "dividends on unvested shares" in respect of LTI rights that are still on-foot and have not vested. At no time during the performance period of the rights is there any ownership of, or present entitlement to, shares or dividends paid on the shares. Concern for the calculation of the "underlying" ROE may involve excessive judgement or discretion which may be misaligned with actual performance and shareholder outcomes.</i></p>				
3	Approve Further Possible On-Market Share Buy-Back	Mgmt	For	For
4	Elect Duncan West as Director	Mgmt	For	For

Helios Technologies, Inc.

Meeting Date: 06/06/2024 **Country:** USA **Ticker:** HLIO
Meeting Type: Annual
Primary ISIN: US42328H1095 **Primary SEDOL:** BK8MDM0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Josef Matosevic	Mgmt	For	For
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i></p>				

Helix Energy Solutions Group, Inc.

Meeting Date: 05/15/2024 **Country:** USA **Ticker:** HLX
Meeting Type: Annual
Primary ISIN: US42330P1075 **Primary SEDOL:** 2037062

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Amerino Gatti	Mgmt	For	For
1b	Elect Director Diana Glassman	Mgmt	For	For
1c	Elect Director Owen Kratz	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For

Helix Energy Solutions Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i></p>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i></p>				

Henderson Land Development Company Limited

Meeting Date: 06/03/2024	Country: Hong Kong	Ticker: 12
	Meeting Type: Annual	
	Primary ISIN: HK0012000102	Primary SEDOL: 6420538

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
3.1	Elect Lee Shau Kee as Director	Mgmt	For	For
<p><i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate. Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.</i></p>				
3.2	Elect Yip Ying Chee, John as Director	Mgmt	For	For
3.3	Elect Fung Hau Chung, Andrew as Director	Mgmt	For	For
3.4	Elect Ko Ping Keung as Director	Mgmt	For	Against
<p><i>Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 13.5 pct of the board. Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				
3.5	Elect Woo Ka Biu, Jackson as Director	Mgmt	For	Against
<p><i>Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.</i></p>				
3.6	Elect Poon Chung Kwong as Director	Mgmt	For	For
4	Approve KPMG as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Henderson Land Development Company Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
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
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
5C	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				

Henry Schein, Inc.

Meeting Date: 05/21/2024

Country: USA

Ticker: HSIC

Meeting Type: Annual

Primary ISIN: US8064071025

Primary SEDOL: 2416962

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mohamad Ali	Mgmt	For	For
1b	Elect Director Stanley M. Bergman	Mgmt	For	For
1c	Elect Director Deborah Derby	Mgmt	For	For
1d	Elect Director Carole T. Faig	Mgmt	For	For
1e	Elect Director Joseph L. Herring	Mgmt	For	For
1f	Elect Director Kurt P. Kuehn	Mgmt	For	For
1g	Elect Director Philip A. Laskawy	Mgmt	For	For
1h	Elect Director Anne H. Margulies	Mgmt	For	For
1i	Elect Director Mark E. Mlotek	Mgmt	For	For
1j	Elect Director Carol Raphael	Mgmt	For	For
1k	Elect Director Scott Serota	Mgmt	For	For
1l	Elect Director Bradley T. Sheares	Mgmt	For	For
1m	Elect Director Reed V. Tuckson	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	For

Voter Rationale: Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.

Henry Schein, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Ratify BDO USA, P.C. as Auditor	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

HENSOLDT AG

Meeting Date: 05/17/2024	Country: Germany	Ticker: HAG
	Meeting Type: Annual	
	Primary ISIN: DE000HAG0005	Primary SEDOL: BN0SDX8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 0.40 per Share	Mgmt	For	For
3	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For
5	Approve Remuneration Report	Mgmt	For	For
6	Ratify KPMG AG as Auditors and as Auditor for the Sustainability Reporting for Fiscal Year 2024	Mgmt	For	For
7	Elect Giuseppe Panizzardi to the Supervisory Board	Mgmt	For	Against
<i>Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity. This director is not an independent director, yet sits on an audit committee that is majority non-independent. The audit committee requires independence, and non-independent directors could be conflicted, thereby hampering the committee's impartiality and effectiveness. This director is not an independent director, yet sits on a remuneration committee that is majority non-independent. The remuneration committee requires independence, and non-independent directors could be conflicted, thereby hampering the committee's impartiality and effectiveness.</i>				
8	Approve Remuneration Policy for the Supervisory Board	Mgmt	For	For
9	Approve Affiliation Agreement with HENSOLDT Holding GmbH	Mgmt	For	For

Herc Holdings Inc.

Meeting Date: 05/16/2024

Country: USA

Ticker: HRI

Meeting Type: Annual

Primary ISIN: US42704L1044

Primary SEDOL: BZBZ020

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Patrick D. Campbell	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1b	Elect Director Lawrence H. Silber	Mgmt	For	For
1c	Elect Director James H. Browning	Mgmt	For	For
1d	Elect Director Shari L. Burgess	Mgmt	For	For
1e	Elect Director Lorin Crenshaw	Mgmt	For	For
1f	Elect Director Jean K. Holley	Mgmt	For	For
1g	Elect Director Michael A. Kelly	Mgmt	For	For
1h	Elect Director Rakesh Sachdev	Mgmt	For	Against
<i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Heritage Commerce Corp

Meeting Date: 05/23/2024

Country: USA

Ticker: HTBK

Meeting Type: Annual

Primary ISIN: US4269271098

Primary SEDOL: 2503916

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Julianne M. Biagini-Komas	Mgmt	For	For
1.2	Elect Director Bruce H. Cabral	Mgmt	For	For
1.3	Elect Director Jack W. Conner	Mgmt	For	For
1.4	Elect Director Jason DiNapoli	Mgmt	For	For
1.5	Elect Director Stephen G. Heitel	Mgmt	For	For
1.6	Elect Director Kamran F. Husain	Mgmt	For	For

Heritage Commerce Corp

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Robertson Clay Jones	Mgmt	For	For
1.8	Elect Director Laura Roden	Mgmt	For	For
1.9	Elect Director Marina H. Park Sutton	Mgmt	For	For
1.10	Elect Director Ranson W. Webster	Mgmt	For	For
2	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Ratify Crowe LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Heritage Financial Corporation

Meeting Date: 05/06/2024

Country: USA

Ticker: HFWA

Meeting Type: Annual

Primary ISIN: US42722X1063

Primary SEDOL: 2619880

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Brian S. Charneski	Mgmt	For	For
1.2	Elect Director Jeffrey J. Deuel	Mgmt	For	For
1.3	Elect Director Trevor D. Dryer	Mgmt	For	For
1.4	Elect Director Kimberly T. Ellwanger	Mgmt	For	For
1.5	Elect Director Deborah J. Gavin	Mgmt	For	For
1.6	Elect Director Gail B. Giacobbe	Mgmt	For	For
1.7	Elect Director Jeffrey S. Lyon	Mgmt	For	For
1.8	Elect Director Frederick (Fred) B. Rivera	Mgmt	For	For
1.9	Elect Director Brian L. Vance	Mgmt	For	For
1.10	Elect Director Ann Watson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify Crowe LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Hermes International SCA

Meeting Date: 04/30/2024

Country: France

Ticker: RMS

Meeting Type: Annual/Special

Primary ISIN: FR0000052292

Primary SEDOL: 5253973

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 Discharge of General Managers	Mgmt	For	For
4	Approve Allocation of Income and Dividends of EUR 25 per Share	Mgmt	For	For
5	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	For
6	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	<i>Voter Rationale: .</i>			
7	Approve Compensation Report of Corporate Officers	Mgmt	For	Abstain
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns.</i>			
8	Approve Compensation of Axel Dumas, General Manager	Mgmt	For	Abstain
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.</i>			
9	Approve Compensation of Emile Hermes SAS, General Manager	Mgmt	For	Abstain
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.</i>			
10	Approve Compensation of Eric de Seynes, Chairman of the Supervisory Board	Mgmt	For	For
11	Approve Remuneration Policy of General Managers	Mgmt	For	Abstain
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>			
12	Approve Remuneration Policy of Supervisory Board Members	Mgmt	For	For

Hermes International SCA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
13	Reelect Matthieu Dumas as Supervisory Board Member	Mgmt	For	For
<p><i>Voter Rationale: * Votes AGAINST the reelections of Matthieu Dumas, Blaise Guerrand and Olympia Guerrand as non-independent nominees are warranted given the lack of independence at board level (28.6 percent vs 33.3 percent recommended) (Items 13 to 15). * In addition, votes AGAINST the reelections of Matthieu Dumas, Blaise Guerrand and Olympia Guerrand are warranted since they are affiliated with the Hermes family, indirectly benefiting from the company's distortive voting structure (Items 13 to 15). * A vote FOR the reelection of Alexandre Viros as independent nominee is warranted in the absence of specific concerns (Item 16).</i></p>				
14	Reelect Blaise Guerrand as Supervisory Board Member	Mgmt	For	For
<p><i>Voter Rationale: * Votes AGAINST the reelections of Matthieu Dumas, Blaise Guerrand and Olympia Guerrand as non-independent nominees are warranted given the lack of independence at board level (28.6 percent vs 33.3 percent recommended) (Items 13 to 15). * In addition, votes AGAINST the reelections of Matthieu Dumas, Blaise Guerrand and Olympia Guerrand are warranted since they are affiliated with the Hermes family, indirectly benefiting from the company's distortive voting structure (Items 13 to 15). * A vote FOR the reelection of Alexandre Viros as independent nominee is warranted in the absence of specific concerns (Item 16).</i></p>				
15	Reelect Olympia Guerrand as Supervisory Board Member	Mgmt	For	For
<p><i>Voter Rationale: * Votes AGAINST the reelections of Matthieu Dumas, Blaise Guerrand and Olympia Guerrand as non-independent nominees are warranted given the lack of independence at board level (28.6 percent vs 33.3 percent recommended) (Items 13 to 15). * In addition, votes AGAINST the reelections of Matthieu Dumas, Blaise Guerrand and Olympia Guerrand are warranted since they are affiliated with the Hermes family, indirectly benefiting from the company's distortive voting structure (Items 13 to 15). * A vote FOR the reelection of Alexandre Viros as independent nominee is warranted in the absence of specific concerns (Item 16).</i></p>				
16	Reelect Alexandre Viros as Supervisory Board Member	Mgmt	For	For
17	Appoint PricewaterhouseCoopers Audit as Authorized Sustainability Auditors	Mgmt	For	For
	Extraordinary Business	Mgmt		
18	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
19	Authorize up to 2 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	Abstain
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
20	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Hess Corporation

Meeting Date: 05/15/2024

Country: USA

Ticker: HES

Meeting Type: Annual

Primary ISIN: US42809H1077

Primary SEDOL: 2023748

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Terrence J. Checki	Mgmt	For	For
1b	Elect Director Leonard S. Coleman, Jr.	Mgmt	For	For
1c	Elect Director Lisa Glatch	Mgmt	For	For
1d	Elect Director John B. Hess	Mgmt	For	For
1e	Elect Director Edith E. Holiday	Mgmt	For	Against
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i></p>				
1f	Elect Director Marc S. Lipschultz	Mgmt	For	For
1g	Elect Director Raymond J. McGuire	Mgmt	For	For
1h	Elect Director David McManus	Mgmt	For	Against
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i></p>				
1i	Elect Director Kevin O. Meyers	Mgmt	For	Against
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i></p>				
1j	Elect Director Karyn F. Ovelmen	Mgmt	For	For
1k	Elect Director James H. Quigley	Mgmt	For	For
1l	Elect Director William G. Schrader	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i></p>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				

Meeting Date: 05/28/2024

Country: USA

Ticker: HES

Meeting Type: Special

Primary ISIN: US42809H1077

Primary SEDOL: 2023748

Hess Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Merger Agreement	Mgmt	For	For
<p><i>Voter Rationale: Investors are presently unable to make an informed assessment of the likely timetable for the ROFR arbitration process. In addition, the current terms of the merger agreement and recent developments provide the buyer (CVX) and the potential interloper (XOM) with substantial optionality, while HES shareholders bear the risk of a potentially broken deal without any compensation. As such, shareholders are currently recommended to ABSTAIN on the merger agreement (Item 1), while continuing to support the adjournment proposal (Item 3), to allow more time for details on the arbitration process to emerge and for CVX to consider an incentive to compensate HES shareholders for a potential delay or deal break.</i></p>				
2	Advisory Vote on Golden Parachutes	Mgmt	For	Against
<p><i>Voter Rationale: Problematic structure.</i></p>				
3	Adjourn Meeting	Mgmt	For	For

Hewlett Packard Enterprise Company

Meeting Date: 04/10/2024

Country: USA

Ticker: HPE

Meeting Type: Annual

Primary ISIN: US42824C1099

Primary SEDOL: BYVYWS0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Pamela L. Carter	Mgmt	For	For
1b	Elect Director Frank A. D'Amelio	Mgmt	For	For
1c	Elect Director Regina E. Dugan	Mgmt	For	For
1d	Elect Director Jean M. Hobby	Mgmt	For	For
1e	Elect Director Raymond J. Lane	Mgmt	For	For
1f	Elect Director Ann M. Livermore	Mgmt	For	For
1g	Elect Director Bethany J. Mayer	Mgmt	For	For
1h	Elect Director Antonio F. Neri	Mgmt	For	For
1i	Elect Director Charles H. Noski	Mgmt	For	For
1j	Elect Director Raymond E. Ozzie	Mgmt	For	For
1k	Elect Director Gary M. Reiner	Mgmt	For	For
1l	Elect Director Patricia F. Russo	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i></p>				

Hewlett Packard Enterprise Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				
5	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For

Hexagon AB

Meeting Date: 04/29/2024

Country: Sweden

Ticker: HEXA.B

Meeting Type: Annual

Primary ISIN: SE0015961909

Primary SEDOL: BNZFHC1

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		
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 the Board's Dividend Proposal	Mgmt		
9.a	Accept Financial Statements and Statutory Reports	Mgmt	For	For
9.b	Approve Allocation of Income and Dividends of EUR 0.13 Per Share	Mgmt	For	For
9.c1	Approve Discharge of Ola Rollen	Mgmt	For	For
9.c2	Approve Discharge of Gun Nilsson	Mgmt	For	For
9.c3	Approve Discharge of Marta Schorling	Mgmt	For	For
9.c4	Approve Discharge of John Brandon	Mgmt	For	For
9.c5	Approve Discharge of Sofia Schorling Hogberg	Mgmt	For	For
9.c6	Approve Discharge of Brett Watson	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9.c7	Approve Discharge of Erik Huggers	Mgmt	For	For
9.c8	Approve Discharge of Ulrika Francke	Mgmt	For	For
9.c9	Approve Discharge of Henrik Henriksson	Mgmt	For	For
9c.10	Approve Discharge of Patrick Soderlund	Mgmt	For	For
9c.11	Approve Discharge of Paolo Guglielmini	Mgmt	For	For
9c.12	Approve Discharge of Ola Rollen	Mgmt	For	For
10	Determine Number of Members (9) and Deputy Members (0) of Board	Mgmt	For	For
11.1	Approve Remuneration of Directors in the Amount of SEK 2.4 Million for Chair and SEK 740,000 for Other Directors	Mgmt	For	For
11.2	Approve Remuneration of Auditors	Mgmt	For	For
12.1	Reelect Ola Rollen as Director	Mgmt	For	For
12.2	Reelect Marta Schorling Andreen as Director	Mgmt	For	Against
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders.</i>				
12.3	Reelect John Brandon as Director	Mgmt	For	For
12.4	Reelect Sofia Schorling Hogberg as Director	Mgmt	For	Against
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders.</i>				
12.5	Reelect Gun Nilsson as Director	Mgmt	For	For
12.6	Reelect Brett Watson as Director	Mgmt	For	For
12.7	Reelect Erik Huggers as Director	Mgmt	For	For
12.8	Elect Annika Falkengren as New Director	Mgmt	For	For
12.9	Elect Ralph Haupter as New Director	Mgmt	For	For
12.10	Reelect Ola Rollen as Board Chair	Mgmt	For	For
<i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>				
12.11	Ratify PricewaterhouseCoopers AB as Auditors	Mgmt	For	For
13	Reelect Mikael Ekdahl (Chair), Jan Dworsky, Brett Watson and Daniel Kristiansson as Members of Nominating Committee	Mgmt	For	For
14	Approve Remuneration Report	Mgmt	For	For
<i>Voter Rationale: Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>				

Hexagon AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
15	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	For
	<i>Voter Rationale: The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>			
16	Approve Performance Share Program 2024/2027 for Key Employees	Mgmt	For	For
	<i>Voter Rationale: Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>			
17	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For
18	Approve Issuance of up to 10 Percent of Issued Shares without Preemptive Rights	Mgmt	For	For
19	Close Meeting	Mgmt		

Hexcel Corporation

Meeting Date: 05/02/2024

Country: USA

Ticker: HXL

Meeting Type: Annual

Primary ISIN: US4282911084

Primary SEDOL: 2416779

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Nick L. Stanage	Mgmt	For	For
1b	Elect Director Jeffrey C. Campbell	Mgmt	For	For
1c	Elect Director James J. Cannon	Mgmt	For	For
1d	Elect Director Cynthia M. Egnotovitch	Mgmt	For	For
1e	Elect Director Thomas A. Gendron	Mgmt	For	For
1f	Elect Director Guy C. Hachey	Mgmt	For	For
1g	Elect Director Patricia A. Hubbard	Mgmt	For	For
1h	Elect Director Catherine A. Suever	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Hiday Hidaka Corp.

Meeting Date: 05/24/2024

Country: Japan

Ticker: 7611

Meeting Type: Annual

Primary ISIN: JP3765180009

Primary SEDOL: 6173854

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kanda, Tadashi	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
1.2	Elect Director Aono, Hiroshige	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
1.3	Elect Director Harada, Takayuki	Mgmt	For	For
1.4	Elect Director Akachi, Fumio	Mgmt	For	For
1.5	Elect Director Ishida, Toru	Mgmt	For	For

Highwoods Properties, Inc.

Meeting Date: 05/14/2024

Country: USA

Ticker: HIW

Meeting Type: Annual

Primary ISIN: US4312841087

Primary SEDOL: 2420640

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Charles A. Anderson	Mgmt	For	For
1.2	Elect Director Gene H. Anderson	Mgmt	For	For
1.3	Elect Director Thomas P. Anderson	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i>				
1.4	Elect Director Carlos E. Evans	Mgmt	For	For
1.5	Elect Director David L. Gadis	Mgmt	For	For
1.6	Elect Director David J. Hartzell	Mgmt	For	For
1.7	Elect Director Theodore J. Klinck	Mgmt	For	For
1.8	Elect Director Anne H. Lloyd	Mgmt	For	For
1.9	Elect Director Candice W. Todd	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.

Highwoods Properties, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Hikari Tsushin, Inc.

Meeting Date: 06/22/2024	Country: Japan	Ticker: 9435	
	Meeting Type: Annual		
		Primary ISIN: JP3783420007	Primary SEDOL: 6416322

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Shigeta, Yasumitsu	Mgmt	For	For
1.2	Elect Director Wada, Hideaki	Mgmt	For	For
1.3	Elect Director Takahashi, Masato	Mgmt	For	For
1.4	Elect Director Yada, Naoko	Mgmt	For	For
1.5	Elect Director Yagishita, Yuki	Mgmt	For	For

Hillman Solutions Corp.

Meeting Date: 06/07/2024	Country: USA	Ticker: HLMN	
	Meeting Type: Annual		
		Primary ISIN: US4316361090	Primary SEDOL: BNT8W21

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Diana Dowling	Mgmt	For	For
1b	Elect Director Teresa Gendron	Mgmt	For	For
1c	Elect Director Daniel O'Leary	Mgmt	For	For
1d	Elect Director John Swygert	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
3	Declassify the Board of Directors	Mgmt	For	For
<i>Voter Rationale: The annual election of directors provides greater accountability to shareholders and is a widely accepted best practice in corporate governance. Shareholders should have the opportunity to communicate with directors regarding their performance regularly.</i>				

Hillman Solutions Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Eliminate Supermajority Vote Requirements to Amend Charter	Mgmt	For	For
<i>Voter Rationale: Board efforts to reduce supermajority provisions are appreciated, as they create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				
5	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For
6	Amend Charter to Eliminate a Sponsor Corporate Opportunity Provision	Mgmt	For	For
7	Amend Charter to Eliminate a Sponsor Business Combination Provision	Mgmt	For	For
8	Eliminate Supermajority Vote Requirements to Amend Bylaws	Mgmt	For	For
<i>Voter Rationale: Board efforts to reduce supermajority provisions are appreciated, as they create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				
9	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
10	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Hilton Worldwide Holdings Inc.

Meeting Date: 05/15/2024

Country: USA

Ticker: HLT

Meeting Type: Annual

Primary ISIN: US43300A2033

Primary SEDOL: BYVMW06

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Christopher J. Nassetta	Mgmt	For	For
1b	Elect Director Jonathan D. Gray	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1c	Elect Director Charlene T. Begley	Mgmt	For	For
1d	Elect Director Chris Carr	Mgmt	For	For
1e	Elect Director Melanie L. Healey	Mgmt	For	For
1f	Elect Director Raymond E. Mabus, Jr.	Mgmt	For	For
1g	Elect Director Judith A. McHale	Mgmt	For	For
1h	Elect Director Elizabeth A. Smith	Mgmt	For	For
1i	Elect Director Douglas M. Steenland	Mgmt	For	For

Hilton Worldwide Holdings Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				

Hingham Institution for Savings

Meeting Date: 04/25/2024	Country: USA	Ticker: HIFS
	Meeting Type: Annual	
	Primary ISIN: US4333231029	Primary SEDOL: 2428439

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael J. Desmond	Mgmt	For	Withhold
<i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, the company's governing documents restrict shareholders' ability to amend the bylaws.</i>				
1.2	Elect Director Robert A. Lane	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, the company's governing documents restrict shareholders' ability to amend the bylaws.</i>				
1.3	Elect Director Scott L. Moser	Mgmt	For	Withhold
<i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, the company's governing documents restrict shareholders' ability to amend the bylaws.</i>				
1.4	Elect Director Kara Gaughen Smith	Mgmt	For	Withhold
<i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, the company's governing documents restrict shareholders' ability to amend the bylaws.</i>				
1.5	Elect Director Jacqueline M Youngworth	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, the company's governing documents restrict shareholders' ability to amend the bylaws.</i>				
2	Elect Company Clerk Jacqueline M. Youngworth	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: A vote AGAINST this proposal is warranted. There is a misalignment between pay and performance and sufficient mitigating factors could not be identified. The CEO and one NEO receive base salaries which are outsized, and executive compensation does not include any performance-based pay, resulting in pay packages which are entirely fixed, neither increasing or decreasing in line with company performance, and lacking in long-term focus.</i>				

Hingham Institution for Savings

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Ratify Wolf & Company, P.C. as Auditors	Mgmt	For	For

Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.

Hirogin Holdings, Inc.

Meeting Date: 06/25/2024	Country: Japan	Ticker: 7337	
	Meeting Type: Annual		
		Primary ISIN: JP3796150005	Primary SEDOL: BJK6DZ6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
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1.1	Elect Director Ikeda, Koji	Mgmt	For	Against
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Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.

1.2	Elect Director Heya, Toshio	Mgmt	For	Against
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Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.

1.3	Elect Director Kiyomune, Kazuo	Mgmt	For	For
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1.4	Elect Director Yokomi, Shinichi	Mgmt	For	For
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1.5	Elect Director Hiroe, Yuji	Mgmt	For	For
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1.6	Elect Director Shimmen, Yoshinori	Mgmt	For	For
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1.7	Elect Director Matsumura, Harumi	Mgmt	For	For
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2.1	Elect Director and Audit Committee Member Tani, Hiroko	Mgmt	For	Against
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Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.

2.2	Elect Director and Audit Committee Member Kitamura, Toshiaki	Mgmt	For	For
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2.3	Elect Director and Audit Committee Member Okuma, Yuji	Mgmt	For	For
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3	Approve Trust-Type Equity Compensation Plan	Mgmt	For	Against
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Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.

HIROSE ELECTRIC CO., LTD.

Meeting Date: 06/21/2024	Country: Japan	Ticker: 6806	
	Meeting Type: Annual		
		Primary ISIN: JP3799000009	Primary SEDOL: 6428725

HIROSE ELECTRIC CO., LTD.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 220	Mgmt	For	For
2.1	Elect Director Ishii, Kazunori	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Kamagata, Shin	Mgmt	For	For
2.3	Elect Director Sato, Hiroshi	Mgmt	For	For
2.4	Elect Director Obara, Shu	Mgmt	For	For
2.5	Elect Director Gunji, Yoshihiro	Mgmt	For	For
2.6	Elect Director Sang-Yeob Lee	Mgmt	For	For
2.7	Elect Director Hotta, Kensuke	Mgmt	For	For
2.8	Elect Director Motonaga, Tetsuji	Mgmt	For	For
2.9	Elect Director Nishimatsu, Masanori	Mgmt	For	For
2.10	Elect Director Sakata, Seiji	Mgmt	For	For

Hisamitsu Pharmaceutical Co., Inc.

Meeting Date: 05/23/2024

Country: Japan

Ticker: 4530

Meeting Type: Annual

Primary ISIN: JP3784600003

Primary SEDOL: 6428907

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 42.5	Mgmt	For	For
2.1	Elect Director Nakatomi, Kazuhide	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Top management is responsible for the company's unfavourable ROE performance.</i>				
2.2	Elect Director Sugiyama, Kosuke	Mgmt	For	For
2.3	Elect Director Saito, Kyu	Mgmt	For	For
2.4	Elect Director Tsutsumi, Nobuo	Mgmt	For	For
2.5	Elect Director Murayama, Shinichi	Mgmt	For	For
2.6	Elect Director Takiyama, Koji	Mgmt	For	For
2.7	Elect Director Anzai, Yuichiro	Mgmt	For	For
2.8	Elect Director Matsuo, Tetsugo	Mgmt	For	For
2.9	Elect Director Watanabe, Tamako	Mgmt	For	For

Hisamitsu Pharmaceutical Co., Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.1	Appoint Statutory Auditor Nakatomi, Nobuyuki	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.2	Appoint Statutory Auditor Hirano, Munehiko	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.3	Appoint Statutory Auditor Itakura, Ryusuke	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				

Hitachi Ltd.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 6501

Meeting Type: Annual

Primary ISIN: JP3788600009

Primary SEDOL: 6429104

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ihara, Katsumi	Mgmt	For	For
1.2	Elect Director Ravi Venkatesan	Mgmt	For	For
1.3	Elect Director Sugawara, Ikuro	Mgmt	For	For
1.4	Elect Director Isabelle Deschamps	Mgmt	For	For
1.5	Elect Director Joe Harlan	Mgmt	For	For
1.6	Elect Director Louise Pentland	Mgmt	For	For
1.7	Elect Director Yamamoto, Takatoshi	Mgmt	For	For
1.8	Elect Director Yoshihara, Hiroaki	Mgmt	For	For
1.9	Elect Director Helmuth Ludwig	Mgmt	For	For
1.10	Elect Director Kojima, Keiji	Mgmt	For	For
1.11	Elect Director Nishiyama, Mitsuaki	Mgmt	For	For
1.12	Elect Director Higashihara, Toshiaki	Mgmt	For	For

HKT Trust and HKT Limited

Meeting Date: 05/30/2024

Country: Cayman Islands

Ticker: 6823

Meeting Type: Annual

Primary ISIN: HK0000093390

Primary SEDOL: B4TXDZ3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Final Distribution by HKT Trust and Final Dividend by the Company	Mgmt	For	For
3a	Elect Tang Yongbo as Director	Mgmt	For	Against
<p><i>Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i></p>				
3b	Elect Chang Hsin Kang as Director	Mgmt	For	Against
<p><i>Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.</i></p>				
3c	Elect Sunil Varma as Director	Mgmt	For	Against
<p><i>Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.</i></p>				
3d	Elect Frances Waikwun Wong as Director	Mgmt	For	For
3e	Elect Charlene Dawes as Director	Mgmt	For	For
3f	Authorize Board and Trustee-Manager to Fix Remuneration of Directors	Mgmt	For	For
4	Approve PricewaterhouseCoopers as Auditor of the HKT Trust, the Company and the Trustee-Manager and Authorize Board and Trustee-Manager to Fix Their Remuneration	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
<p><i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i></p>				
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
7	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
<p><i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i></p>				

HKT Trust and HKT Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Approve Amendments to the Second Amended and Restated Memorandum and Articles of Association of the Company and the Trust Deed and Adopt the Third Amended and Restated Memorandum and Articles of Association of the Company	Mgmt	For	For
9	Adopt New Share Stapled Unit Award Scheme of HKT Trust and the Company	Mgmt	For	Against
<p><i>Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 2 years since the date of grant. Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i></p>				
10	Approve Termination of Existing Share Stapled Unit Option Scheme and Adopt New Share Stapled Unit Option Scheme of HKT Trust and the Company	Mgmt	For	Against
<p><i>Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 2 years since the date of grant. Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i></p>				

Hogy Medical Co., Ltd.

Meeting Date: 06/20/2024

Country: Japan

Ticker: 3593

Meeting Type: Annual

Primary ISIN: JP3840800001

Primary SEDOL: 6439040

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Adopt Board Structure with Audit Committee - Amend Provisions on Number of Directors - Authorize Directors to Execute Day to Day Operations without Full Board Approval - Indemnify Directors	Mgmt	For	For
2.1	Elect Director Kawakubo, Hideki	Mgmt	For	Against
<p><i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i></p>				
2.2	Elect Director Fujita, Taisuke	Mgmt	For	For
2.3	Elect Director Uesugi, Kiyoshi	Mgmt	For	For
2.4	Elect Director Kinose, Yuta	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Takada, Yuji	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Egami, Mime	Mgmt	For	For

Hogy Medical Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.3	Elect Director and Audit Committee Member Higuchi, Katsusuke	Mgmt	For	For
4	Approve Fixed Cash Compensation Ceiling and Annual Bonus Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For
5	Approve Compensation Ceiling for Directors Who Are Audit Committee Members	Mgmt	For	For
6	Approve Restricted Stock Plan	Mgmt	For	For

Hokkoku Financial Holdings, Inc.

Meeting Date: 06/14/2024

Country: Japan

Ticker: 7381

Meeting Type: Annual

Primary ISIN: JP3851600001

Primary SEDOL: BLGY239

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 Tsuemura, Shuji	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				
2.2	Elect Director Nakada, Koichi	Mgmt	For	For
2.3	Elect Director Kakuchi, Yuji	Mgmt	For	For

Hokuhoku Financial Group, Inc.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 8377

Meeting Type: Annual

Primary ISIN: JP3842400008

Primary SEDOL: 6683591

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 7.5 for Series 1 Class 5 Preferred Shares, and JPY 40 for Ordinary Shares	Mgmt	For	For
2.1	Elect Director Nakazawa, Hiroshi	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance. The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				

Hokuhoku Financial Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Elect Director Kanema, Yuji	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.3	Elect Director Kobayashi, Masahiko	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.4	Elect Director Takada, Yoshimasa	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.5	Elect Director Sakamoto, Yoshikazu	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.6	Elect Director Nishino, Taro	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.7	Elect Director Otsuka, Naohisa	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
3.1	Elect Director and Audit Committee Member Ogawa, Marie	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Yokoi, Yutaka	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Makino, Shinya	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>			

Holcim Ltd.

Meeting Date: 05/08/2024

Country: Switzerland

Ticker: HOLN

Meeting Type: Annual

Primary ISIN: CH0012214059

Primary SEDOL: 7110753

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
1.3	Approve Non-Financial Report	Mgmt	For	For
1.4	Approve Climate Report	Mgmt	For	For
2	Approve Discharge of Board and Senior Management	Mgmt	For	For
3.1	Approve Allocation of Income	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.2	Approve Dividends of CHF 2.80 per Share from Capital Contribution Reserves	Mgmt	For	For
4.1.1	Reelect Jan Jenisch as Director and Board Chair	Mgmt	For	For
<i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>				
4.1.2	Reelect Philippe Block as Director	Mgmt	For	For
4.1.3	Reelect Kim Fausing as Director	Mgmt	For	For
4.1.4	Reelect Leanne Geale as Director	Mgmt	For	For
4.1.5	Reelect Naina Kidwai as Director	Mgmt	For	For
4.1.6	Reelect Ilias Laeber as Director	Mgmt	For	For
4.1.7	Reelect Juerg Oleas as Director	Mgmt	For	For
4.1.8	Reelect Claudia Ramirez as Director	Mgmt	For	For
4.1.9	Reelect Hanne Sorensen as Director	Mgmt	For	For
4.2.1	Elect Catrin Hinkel as Director	Mgmt	For	For
4.2.2	Elect Michael McGarry as Director	Mgmt	For	For
4.3.1	Reappoint Ilias Laeber as Member of the Nomination, Compensation and Governance Committee	Mgmt	For	For
4.3.2	Reappoint Juerg Oleas as Member of the Nomination, Compensation and Governance Committee	Mgmt	For	For
4.3.3	Reappoint Claudia Ramirez as Member of the Nomination, Compensation and Governance Committee	Mgmt	For	For
4.3.4	Reappoint Hanne Sorensen as Member of the Nomination, Compensation and Governance Committee	Mgmt	For	For
4.4	Appoint Michael McGarry as Member of the Nomination, Compensation and Governance Committee	Mgmt	For	For
4.5.1	Ratify Ernst & Young AG as Auditors	Mgmt	For	For
4.5.2	Designate Sabine Burkhalter as Independent Proxy	Mgmt	For	For
5.1	Approve Remuneration of Directors in the Amount of CHF 6.5 Million	Mgmt	For	For
5.2	Approve Remuneration of Executive Committee in the Amount of CHF 36 Million	Mgmt	For	For
6	Transact Other Business (Voting)	Mgmt	For	Against
<i>Voter Rationale: Vote AGAINST as any Other Business' should not be a voting item as this could potentially allow formal agenda items being raised, without all shareholders being able to comment.</i>				

Home BancShares, Inc.

Meeting Date: 04/18/2024

Country: USA

Ticker: HOMB

Meeting Type: Annual

Primary ISIN: US4368932004

Primary SEDOL: B17MTL9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John W. Allison	Mgmt	For	For
1.2	Elect Director Brian S. Davis	Mgmt	For	For
1.3	Elect Director Milburn Adams	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.4	Elect Director Robert H. Adcock, Jr.	Mgmt	For	For
1.5	Elect Director Mike D. Beebe	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.6	Elect Director Jack E. Engelkes	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.7	Elect Director Tracy M. French	Mgmt	For	For
1.8	Elect Director Karen E. Garrett	Mgmt	For	For
1.9	Elect Director J. Pat Hickman	Mgmt	For	Withhold
<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
1.10	Elect Director James G. Hinkle	Mgmt	For	For
1.11	Elect Director Alex R. Lieblong	Mgmt	For	For
1.12	Elect Director Thomas J. Longe	Mgmt	For	For
1.13	Elect Director Jim Rankin, Jr.	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.14	Elect Director Larry W. Ross	Mgmt	For	For
1.15	Elect Director Donna J. Townsell	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Ratify FORVIS, LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Honda Motor Co., Ltd.

Meeting Date: 06/19/2024

Country: Japan

Ticker: 7267

Meeting Type: Annual

Primary ISIN: JP3854600008

Primary SEDOL: 6435145

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mibe, Toshihiro	Mgmt	For	For
1.2	Elect Director Aoyama, Shinji	Mgmt	For	For
1.3	Elect Director Kaihara, Noriya	Mgmt	For	For
1.4	Elect Director Fujimura, Eiji	Mgmt	For	For
1.5	Elect Director Suzuki, Asako	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
1.6	Elect Director Morisawa, Jiro	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
1.7	Elect Director Sakai, Kunihiko	Mgmt	For	For
1.8	Elect Director Kokubu, Fumiya	Mgmt	For	For
1.9	Elect Director Ogawa, Yoichiro	Mgmt	For	For
1.10	Elect Director Higashi, Kazuhiro	Mgmt	For	For
1.11	Elect Director Nagata, Ryoko	Mgmt	For	For
1.12	Elect Director Agatsuma, Mika	Mgmt	For	For

Honeywell International Inc.

Meeting Date: 05/14/2024

Country: USA

Ticker: HON

Meeting Type: Annual

Primary ISIN: US4385161066

Primary SEDOL: 2020459

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Darius Adamczyk	Mgmt	For	For
1b	Elect Director Duncan B. Angove	Mgmt	For	For
1c	Elect Director William S. Ayer	Mgmt	For	For
1d	Elect Director Kevin Burke	Mgmt	For	For
1e	Elect Director D. Scott Davis	Mgmt	For	For
1f	Elect Director Deborah Flint	Mgmt	For	For

Honeywell International Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director Vimal Kapur	Mgmt	For	For
1h	Elect Director Michael W. Lamach	Mgmt	For	For
1i	Elect Director Rose Lee	Mgmt	For	For
1j	Elect Director Grace Lieblein	Mgmt	For	For
1k	Elect Director Robin L. Washington	Mgmt	For	For
1l	Elect Director Robin Watson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
4	Require Independent Board Chair	SH	Against	For
<i>Voter Rationale: Appointing a fully independent chairman creates a balance of power that is more conducive to long-term performance. A board headed by management cannot reasonably provide the best oversight and evaluation of managements performance.</i>				

Hong Fok Corporation Limited

Meeting Date: 04/29/2024

Country: Singapore

Ticker: H30

Meeting Type: Annual

Primary ISIN: SG1J14885763

Primary SEDOL: 6287915

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Directors' Statement, Audited Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
2	Approve First and Final Dividend	Mgmt	For	For
3	Approve Directors' Fees	Mgmt	For	For
4	Elect Cheong Pin Chuan as Director	Mgmt	For	For
5	Elect Cheong Hooi Kheng as Director	Mgmt	For	For
6	Elect Kwik Sam Aik as Director	Mgmt	For	For
7	Elect Tan Kok Kwee as Director	Mgmt	For	For
8	Approve KPMG LLP, Public Accountants and Chartered Accountants, Singapore, as Auditors and Authorize Directors to Fix Their Remuneration	Mgmt	For	For

Hong Fok Corporation Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
10	Authorize Share Repurchase Program	Mgmt	For	Against
<i>Voter Rationale: Shares should not be repurchased at a premium/discount to the market price of more than 10%.</i>				

Hong Kong Exchanges and Clearing Limited

Meeting Date: 04/24/2024	Country: Hong Kong	Ticker: 388
	Meeting Type: Annual	
	Primary ISIN: HK0388045442	Primary SEDOL: 6267359

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2a	Elect Nicholas Charles Allen as Director	Mgmt	For	For
2b	Elect Cheung Ming Ming, Anna as Director	Mgmt	For	For
2c	Elect Zhang Yichen as Director	Mgmt	For	For
3	Approve PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	Against
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
4	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For

Horizon Bancorp, Inc.

Meeting Date: 05/02/2024	Country: USA	Ticker: HBNC
	Meeting Type: Annual	
	Primary ISIN: US4404071049	Primary SEDOL: 2949316

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Lawrence E. Burnell	Mgmt	For	For
1.2	Elect Director Julie S. Freigang	Mgmt	For	For

Horizon Bancorp, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Thomas M. Prame	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i></p>				
3	Ratify Forvis, LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<p><i>Voter Rationale: We support an annual say on pay frequency.</i></p>				

Host Hotels & Resorts, Inc.

Meeting Date: 05/15/2024

Country: USA

Ticker: HST

Meeting Type: Annual

Primary ISIN: US44107P1049

Primary SEDOL: 2567503

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mary L. Baglivo	Mgmt	For	For
1.2	Elect Director Herman E. Bulls	Mgmt	For	For
1.3	Elect Director Diana M. Laing	Mgmt	For	For
1.4	Elect Director Richard E. Marriott	Mgmt	For	For
1.5	Elect Director Mary Hogan Preusse	Mgmt	For	For
1.6	Elect Director Walter C. Rakowich	Mgmt	For	For
1.7	Elect Director James F. Risoleo	Mgmt	For	For
1.8	Elect Director Gordon H. Smith	Mgmt	For	For
1.9	Elect Director A. William Stein	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i></p>				

Host Hotels & Resorts, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Howard Hughes Holdings Inc.

Meeting Date: 05/23/2024	Country: USA	Ticker: HHH	
	Meeting Type: Annual		
		Primary ISIN: US44267T1025	Primary SEDOL: BR1W702

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director David Eun	Mgmt	For	For
1b	Elect Director Adam Flatto	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1c	Elect Director Ben Hakim	Mgmt	For	For
1d	Elect Director Beth Kaplan	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1e	Elect Director Allen Model	Mgmt	For	For
1f	Elect Director David O'Reilly	Mgmt	For	For
1g	Elect Director R. Scot Sellers	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1h	Elect Director Steven Shepsman	Mgmt	For	For
1i	Elect Director Mary Ann Tighe	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1j	Elect Director Anthony Williams	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For

HOYA Corp.

Meeting Date: 06/27/2024	Country: Japan	Ticker: 7741	
	Meeting Type: Annual		
		Primary ISIN: JP3837800006	Primary SEDOL: 6441506

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Yoshihara, Hiroaki	Mgmt	For	For
1.2	Elect Director Abe, Yasuyuki	Mgmt	For	For
1.3	Elect Director Hasegawa, Takayo	Mgmt	For	For
1.4	Elect Director Nishimura, Mika	Mgmt	For	For
1.5	Elect Director Sato, Mototsugu	Mgmt	For	For
1.6	Elect Director Ikeda, Eiichiro	Mgmt	For	For
1.7	Elect Director Hiroka, Ryo	Mgmt	For	For

HSBC Holdings Plc

Meeting Date: 05/03/2024

Country: United Kingdom

Ticker: HSBA

Meeting Type: Annual

Primary ISIN: GB0005405286

Primary SEDOL: 0540528

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 Variable Component of Remuneration for Material Risk Takers	Mgmt	For	For
4a	Elect Ann Godbehere as Director	Mgmt	For	For
4b	Elect Brendan Nelson as Director	Mgmt	For	For
4c	Elect Swee Lian Teo as Director	Mgmt	For	For
4d	Re-elect Geraldine Buckingham as Director	Mgmt	For	For
4e	Re-elect Rachel Duan as Director	Mgmt	For	For
4f	Re-elect Georges Elhedery as Director	Mgmt	For	For
4g	Re-elect Dame Carolyn Fairbairn as Director	Mgmt	For	For
4h	Re-elect James Forese as Director	Mgmt	For	For
4i	Re-elect Steven Guggenheimer as Director	Mgmt	For	For
4j	Re-elect Jose Antonio Meade Kuribrena as Director	Mgmt	For	For
4k	Re-elect Kalpana Morparia as Director	Mgmt	For	For
4l	Re-elect Eileen Murray as Director	Mgmt	For	For

HSBC Holdings Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4m	Re-elect Noel Quinn as Director	Mgmt	For	For
4n	Re-elect Mark Tucker as Director	Mgmt	For	For
<i>Voter Rationale: The board chairman serves as a member of the Nomination Committee.</i>				
5	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
6	Authorise the Group Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
7	Authorise UK Political Donations and Expenditure	Mgmt	For	For
8	Authorise Issue of Equity	Mgmt	For	For
9	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
10	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
11	Authorise Directors to Allot Any Repurchased Shares	Mgmt	For	For
12	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
13	Approve Share Repurchase Contract	Mgmt	For	For
14	Authorise Issue of Equity in Relation to Contingent Convertible Securities	Mgmt	For	For
15	Authorise Issue of Equity without Pre-emptive Rights in Relation to Contingent Convertible Securities	Mgmt	For	For
16	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For
	Shareholder Proposal	Mgmt		
17	Instruct the Board to Align Pension Inequality with their Commitment to Reduce the Gender Pay Gap, by Removing the Impact of State Deduction from the Members of the Post 1974 Midland Section of the HSBC Bank (UK) Pension Scheme	SH	Against	Against

Hubbell Incorporated

Meeting Date: 05/07/2024

Country: USA

Ticker: HUBB

Meeting Type: Annual

Primary ISIN: US4435106079

Primary SEDOL: BDFG6S3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Gerben W. Bakker	Mgmt	For	For

Hubbell Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Carlos M. Cardoso	Mgmt	For	For
1.3	Elect Director Debra L. Dial	Mgmt	For	For
1.4	Elect Director Anthony J. Guzzi	Mgmt	For	For
1.5	Elect Director Rhett A. Hernandez	Mgmt	For	For
1.6	Elect Director Neal J. Keating	Mgmt	For	For
1.7	Elect Director Bonnie C. Lind	Mgmt	For	For
1.8	Elect Director John F. Malloy	Mgmt	For	For
1.9	Elect Director Jennifer M. Pollino	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs.</i></p>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i></p>				

HubSpot, Inc.

Meeting Date: 06/11/2024

Country: USA

Ticker: HUBS

Meeting Type: Annual

Primary ISIN: US4435731009

Primary SEDOL: BR4T3B3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Brian Halligan	Mgmt	For	For
1b	Elect Director Ron Gill	Mgmt	For	For
1c	Elect Director Jill Ward	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

HubSpot, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
4	Approve Omnibus Stock Plan	Mgmt	For	For
5	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For

Hudbay Minerals Inc.

Meeting Date: 05/21/2024

Country: Canada

Ticker: HBM

Meeting Type: Annual/Special

Primary ISIN: CA4436281022

Primary SEDOL: B05BDX1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Carol T. Banducci	Mgmt	For	For
1B	Elect Director Igor A. Gonzales	Mgmt	For	For
1C	Elect Director Jeane L. Hull	Mgmt	For	For
1D	Elect Director Carin S. Knickel	Mgmt	For	For
1E	Elect Director Peter Kukielski	Mgmt	For	For
1F	Elect Director George E. Lafond	Mgmt	For	For
1G	Elect Director Stephen A. Lang	Mgmt	For	For
1H	Elect Director Colin Osborne	Mgmt	For	For
1I	Elect Director Paula C. Rogers	Mgmt	For	For
1J	Elect Director David S. Smith	Mgmt	For	For
2	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i></p>				

Meeting Date: 05/14/2024

Country: Germany

Ticker: BOSS

Meeting Type: Annual

Primary ISIN: DE000A1PHFF7

Primary SEDOL: B88MHC4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 1.35 per Share	Mgmt	For	For
3	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	Against
<i>Voter Rationale: The company should reduce director terms and, ideally, introduce annual re-elections, in order to facilitate a more dynamic board refreshment process.</i>				
5.1	Ratify Deloitte GmbH as Auditors for Fiscal Year 2024 and for the Review of Interim Financial Statements for the First Half of Fiscal Year 2024	Mgmt	For	For
5.2	Ratify Deloitte GmbH as Auditor for the Sustainability Reporting for Fiscal Year 2024	Mgmt	For	For
6	Approve Remuneration Report	Mgmt	For	Against
<i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.</i>				
7	Approve Remuneration Policy for the Supervisory Board	Mgmt	For	For

Huhtamaki Oyj

Meeting Date: 04/25/2024

Country: Finland

Ticker: HUH1V

Meeting Type: Annual

Primary ISIN: FI0009000459

Primary SEDOL: 4447476

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		

Huhtamaki Oyj

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
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	For
<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
8	Approve Allocation of Income and Dividends of EUR 1.05 Per Share	Mgmt	For	For
9	Approve Discharge of Board and President	Mgmt	For	For
10	Approve Remuneration Report (Advisory Vote)	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>				
11	Approve Remuneration of Directors in the Amount of EUR 175,000 for Chairman, EUR 82,000 for Vice Chairman and EUR 67,000 for Other Directors; Approve Remuneration for Committee Work; Approve Meeting Fees	Mgmt	For	For
12	Fix Number of Directors at Eight	Mgmt	For	For
13	Reelect Mercedes Alonso, Doug Baillie, Anja Korhonen, Pauline Lindwall, Kerttu Tuomas (Vice Chair), Pekka Vauramo (Chair) and Ralf K. Wunderlich as Directors; Elect Robert K. Beckler as New Director	Mgmt	For	Abstain
14	Approve Remuneration of Auditor	Mgmt	For	For
15	Ratify KPMG OY Ab as Auditor	Mgmt	For	For
16	Authorize Share Repurchase Program	Mgmt	For	For
17	Approve Issuance of up to 10 Million Shares without Preemptive Rights	Mgmt	For	For
18	Close Meeting	Mgmt		

Humana Inc.

Meeting Date: 04/18/2024

Country: USA

Ticker: HUM

Meeting Type: Annual

Primary ISIN: US4448591028

Primary SEDOL: 2445063

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Raquel C. Bono	Mgmt	For	For

Humana Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Bruce D. Broussard	Mgmt	For	For
1c	Elect Director Frank A. D'Amelio	Mgmt	For	For
1d	Elect Director David T. Feinberg	Mgmt	For	For
1e	Elect Director Wayne A. I. Frederick	Mgmt	For	For
1f	Elect Director John W. Garratt	Mgmt	For	For
1g	Elect Director Kurt J. Hilzinger	Mgmt	For	For
1h	Elect Director Karen W. Katz	Mgmt	For	For
1i	Elect Director Marcy S. Klevorn	Mgmt	For	For
1j	Elect Director Jorge S. Mesquita	Mgmt	For	For
1k	Elect Director Brad D. Smith	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For
5	Eliminate Supermajority Vote Requirement	Mgmt	For	For
<i>Voter Rationale: Board efforts to reduce supermajority provisions are appreciated, as they create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				
6	Adopt Simple Majority Vote	SH	Against	For
<i>Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				

Huntington Bancshares Incorporated

Meeting Date: 04/17/2024

Country: USA

Ticker: HBAN

Meeting Type: Annual

Primary ISIN: US4461501045

Primary SEDOL: 2445966

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Alanna Y. Cotton	Mgmt	For	For
1.2	Elect Director Ann B. (Tanny) Crane	Mgmt	For	For
1.3	Elect Director Rafael Andres Diaz-Granados	Mgmt	For	For

Huntington Bancshares Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Gina D. France	Mgmt	For	For
1.5	Elect Director J. Michael Hochschwender	Mgmt	For	For
1.6	Elect Director John C. (Chris) Inglis	Mgmt	For	For
1.7	Elect Director Richard H. King	Mgmt	For	For
1.8	Elect Director Katherine M. A. (Allie) Kline	Mgmt	For	For
1.9	Elect Director Richard W. Neu	Mgmt	For	For
1.10	Elect Director Kenneth J. Phelan	Mgmt	For	For
1.11	Elect Director David L. Porteous	Mgmt	For	For
1.12	Elect Director Teresa H. Shea	Mgmt	For	For
1.13	Elect Director Roger J. Sit	Mgmt	For	For
1.14	Elect Director Stephen D. Steinour	Mgmt	For	For
1.15	Elect Director Jeffrey L. Tate	Mgmt	For	For
1.16	Elect Director Gary Torgow	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.

3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For

Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.

Huron Consulting Group Inc.

Meeting Date: 05/03/2024

Country: USA

Ticker: HURN

Meeting Type: Annual

Primary ISIN: US4474621020

Primary SEDOL: B018V76

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director C. Mark Hussey	Mgmt	For	For
1.2	Elect Director Hugh E. Sawyer	Mgmt	For	For
1.3	Elect Director Debra Zumwalt	Mgmt	For	For
2	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For

Huron Consulting Group Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Amend Nonqualified Employee Stock Purchase Plan	Mgmt	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
5	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Hutchison Port Holdings Trust

Meeting Date: 04/23/2024 **Country:** Singapore **Ticker:** NS8U
Meeting Type: Annual **Primary ISIN:** SG2D00968206 **Primary SEDOL:** B56ZM74

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Trustee's Report, Statement by the Manager, Audited Financial Statements and Auditors' Report	Mgmt	For	For
<i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account. Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Directors of Trustee Manager to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For

Hydro One Limited

Meeting Date: 06/05/2024 **Country:** Canada **Ticker:** H
Meeting Type: Annual **Primary ISIN:** CA4488112083 **Primary SEDOL:** BYYXJY9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Cherie Brant	Mgmt	For	For
1B	Elect Director David Hay	Mgmt	For	For
1C	Elect Director Timothy Hodgson	Mgmt	For	For

Hydro One Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1D	Elect Director David Lebeter	Mgmt	For	For
1E	Elect Director Stacey Mowbray	Mgmt	For	For
1F	Elect Director Mitch Panciuk	Mgmt	For	For
1G	Elect Director Mark Podlasly	Mgmt	For	For
1H	Elect Director Helga Reidel	Mgmt	For	For
1I	Elect Director Melissa Sonberg	Mgmt	For	For
1J	Elect Director Brian Vaasjo	Mgmt	For	For
1K	Elect Director Susan Wolburgh Jenah	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.

Hysan Development Company Limited

Meeting Date: 06/05/2024

Country: Hong Kong

Ticker: 14

Meeting Type: Annual

Primary ISIN: HK0014000126

Primary SEDOL: 6449629

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2.1	Elect Lui Kon Wai as Director	Mgmt	For	For
<i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>				
2.2	Elect Chung Cordelia as Director	Mgmt	For	For
2.3	Elect Poon Chung Yin Joseph as Director	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
2.4	Elect Wong Ching Ying Belinda as Director	Mgmt	For	Against

Voter Rationale: 'Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.

Hysan Development Company Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve Deloitte Touche Tohmatsu as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	Against
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
4	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For
5	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
6	Amend Articles of Association	Mgmt	For	For

IAC Inc.

Meeting Date: 06/11/2024

Country: USA

Ticker: IAC

Meeting Type: Annual

Primary ISIN: US44891N2080

Primary SEDOL: BNDYF48

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Chelsea Clinton	Mgmt	For	For
1b	Elect Director Barry Diller	Mgmt	For	Withhold
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1c	Elect Director Michael D. Eisner	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i>				
1d	Elect Director Bonnie S. Hammer	Mgmt	For	For
1e	Elect Director Victor A. Kaufman	Mgmt	For	For
1f	Elect Director Joseph Levin	Mgmt	For	Withhold
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1g	Elect Director Bryan Lourd	Mgmt	For	For
1h	Elect Director David Rosenblatt	Mgmt	For	For
1i	Elect Director Maria Seferian	Mgmt	For	For
1j	Elect Director Alan G. Spoon	Mgmt	For	For
1k	Elect Director Alexander von Furstenberg	Mgmt	For	For
1l	Elect Director Richard F. Zannino	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	Against
<i>Voter Rationale: A vote AGAINST this proposal is warranted, as the company is de facto controlled and decisions regarding the company's response to shareholder litigation would be made by a board with limited accountability to public shareholders.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Iberdrola SA

Meeting Date: 05/17/2024	Country: Spain	Ticker: IBE
	Meeting Type: Annual	
	Primary ISIN: ES0144580Y14	Primary SEDOL: B288C92

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Consolidated and Standalone Financial Statements	Mgmt	For	For
2	Approve Consolidated and Standalone Management Reports	Mgmt	For	For
3	Approve Non-Financial Information Statement	Mgmt	For	For
4	Approve Discharge of Board	Mgmt	For	For
5	Renew Appointment of KPMG Auditores as Auditor	Mgmt	For	For
6	Amend Preamble and Articles	Mgmt	For	For
7	Amend Articles	Mgmt	For	For
8	Amend Articles of General Meeting Regulations	Mgmt	For	For
9	Approve Remuneration Policy	Mgmt	For	For
10	Approve Engagement Dividend	Mgmt	For	For
11	Approve Allocation of Income and Dividends	Mgmt	For	For
12	Approve Scrip Dividends	Mgmt	For	For
13	Approve Scrip Dividends	Mgmt	For	For
14	Approve Reduction in Share Capital via Cancellation of Treasury Shares	Mgmt	For	For
15	Advisory Vote on Remuneration Report	Mgmt	For	For
16	Reelect Nicola Mary Brewer as Director	Mgmt	For	For

Iberdrola SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
17	Reelect Regina Helena Jorge Nunes as Director	Mgmt	For	For
18	Reelect Inigo Victor de Oriol Ibarra as Director	Mgmt	For	For
19	Fix Number of Directors at 14	Mgmt	For	For
20	Authorize Increase in Capital up to 50 Percent via Issuance of Equity or Equity-Linked Securities, Excluding Preemptive Rights of up to 10 Percent	Mgmt	For	For
21	Authorize Issuance of Convertible Bonds, Debentures, Warrants, and Other Debt Securities up to EUR 5 Billion with Exclusion of Preemptive Rights up to 10 Percent of Capital	Mgmt	For	For
22	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For

IBIDEN Co., Ltd.

Meeting Date: 06/13/2024

Country: Japan

Ticker: 4062

Meeting Type: Annual

Primary ISIN: JP3148800000

Primary SEDOL: 6456102

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Aoki, Takeshi	Mgmt	For	For
1.2	Elect Director Kawashima, Koji	Mgmt	For	For
1.3	Elect Director Suzuki, Ayumi	Mgmt	For	For
1.4	Elect Director Kato, Hisashi	Mgmt	For	For
1.5	Elect Director Yamaguchi, Chiaki	Mgmt	For	For
1.6	Elect Director Asai, Noriko	Mgmt	For	For
1.7	Elect Director Koike, Toshikazu	Mgmt	For	For

Ichigo, Inc.

Meeting Date: 05/26/2024

Country: Japan

Ticker: 2337

Meeting Type: Annual

Primary ISIN: JP3120010008

Primary SEDOL: 6549767

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 9	Mgmt	For	For

Ichigo, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.1	Elect Director Scott Callon	Mgmt	For	For
2.2	Elect Director Hasegawa, Takuma	Mgmt	For	For
2.3	Elect Director Ishihara, Minoru	Mgmt	For	For
2.4	Elect Director Murai, Eri	Mgmt	For	For
2.5	Elect Director Fujita, Tetsuya	Mgmt	For	For
2.6	Elect Director Kawate, Noriko	Mgmt	For	For
2.7	Elect Director Nakaido, Nobuhide	Mgmt	For	For
2.8	Elect Director Uda, Sakon	Mgmt	For	For
2.9	Elect Director Tanaka, Seiichi	Mgmt	For	For

ICICI Bank Limited

Meeting Date: 05/14/2024

Country: India

Ticker: 532174

Meeting Type: Special

Primary ISIN: INE090A01021

Primary SEDOL: BSZ2BY7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Postal Ballot	Mgmt		
1	Elect Pradeep Kumar Sinha as Director	Mgmt	For	For
2	Approve Compensation Payable to Pradeep Kumar Sinha as Non-Executive Part-time Chairman	Mgmt	For	For
3	Approve Revision in Compensation in the Form of Fixed Remuneration Payable to the Non-Executive Directors (other than Part-Time Chairman and the Director Nominated by the Government of India)	Mgmt	For	For
4	Approve Revision in Fixed Remuneration of Girish Chandra Chaturvedi as Non-Executive (Part-Time) Chairman	Mgmt	For	For
5	Approve Appointment and Remuneration of Ajay Kumar Gupta as Director and Whole-Time Director (designated as Executive Director)	Mgmt	For	For

ICU Medical, Inc.

Meeting Date: 05/15/2024

Country: USA

Ticker: ICUI

Meeting Type: Annual

Primary ISIN: US44930G1076

Primary SEDOL: 2451918

ICU Medical, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Vivek Jain	Mgmt	For	For
1.2	Elect Director David C. Greenberg	Mgmt	For	For
1.3	Elect Director Elisha W. Finney	Mgmt	For	For
1.4	Elect Director David F. Hoffmeister	Mgmt	For	For
1.5	Elect Director Donald M. Abbey	Mgmt	For	For
1.6	Elect Director Laurie Hernandez	Mgmt	For	For
1.7	Elect Director Kolleen T. Kennedy	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

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

IDEC Corp.

Meeting Date: 06/14/2024

Country: Japan

Ticker: 6652

Meeting Type: Annual

Primary ISIN: JP3138800002

Primary SEDOL: 6456737

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Funaki, Toshiyuki	Mgmt	For	For
1.2	Elect Director Funaki, Mikio	Mgmt	For	For
1.3	Elect Director Yamamoto, Takuji	Mgmt	For	For
1.4	Elect Director Funaki, Takao	Mgmt	For	For
1.5	Elect Director Kobayashi, Hiroshi	Mgmt	For	For
1.6	Elect Director Okubo, Hideyuki	Mgmt	For	For
1.7	Elect Director Sugiyama, Mariko	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Himeiwa, Yasuo	Mgmt	For	For
2.2	Elect Director and Audit Committee Member Kanai, Michiko	Mgmt	For	For
2.3	Elect Director and Audit Committee Member Nakajima, Eri	Mgmt	For	For
3	Elect Alternate Director and Audit Committee Member Iyomasa, Motoharu	Mgmt	For	For

IDEC Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Stock Option Plan	Mgmt	For	Against
<i>Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time. Long-term incentive awards should be used to incentivize long-term performance and should not be allowed to vest within 3 years since the date of grant.</i>				

IDEX Corporation

Meeting Date: 05/07/2024	Country: USA	Ticker: IEX
	Meeting Type: Annual	
	Primary ISIN: US45167R1041	Primary SEDOL: 2456612

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mark A. Buthman	Mgmt	For	For
1b	Elect Director Lakecia N. Gunter	Mgmt	For	For
1c	Elect Director L. Paris Watts-Stanfield	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs.</i>				
3	Approve Omnibus Stock Plan	Mgmt	For	Against
<i>Voter Rationale: This plan could lead to excessive dilution. Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
5	Report on Company's Hiring Practices with Respect to Formerly Incarcerated People	SH	Against	Against
<i>Voter Rationale: At this time, we believe that the company's current strategy and disclosures on DEI are sufficient.</i>				

IDEXX Laboratories, Inc.

Meeting Date: 05/06/2024	Country: USA	Ticker: IDXX
	Meeting Type: Annual	
	Primary ISIN: US45168D1046	Primary SEDOL: 2459202

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Irene Chang Britt	Mgmt	For	For
1b	Elect Director Bruce L. Clafin	Mgmt	For	For

IDEXX Laboratories, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1c	Elect Director Asha S. Collins	Mgmt	For	For
1d	Elect Director Sam Samad	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs.</i>				
4	Adopt Simple Majority Vote	SH	None	For
<i>Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				

iFAST Corporation Ltd.

Meeting Date: 04/26/2024

Country: Singapore

Ticker: AIY

Meeting Type: Annual

Primary ISIN: SG1AF5000000

Primary SEDOL: BTDY3B3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
2	Elect Lim Wee Kian as Director	Mgmt	For	For
3	Elect Mark Rudolph Duncan as Director	Mgmt	For	For
4	Elect Wong Tin Niam Jean Paul as Director	Mgmt	For	For
5	Approve Final Dividend	Mgmt	For	For
6	Approve Directors' Fees	Mgmt	For	For
7	Approve KPMG LLP as Auditors and Authorize Directors to Fix Their Remuneration	Mgmt	For	For
8	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
9	Authorize Share Repurchase Program	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Approve 2024 iFAST Performance Share Plan	Mgmt	For	Against
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. This plan could lead to excessive dilution. Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.</i>			
11	Approve 2024 iFAST Employee Share Option Scheme	Mgmt	For	Against
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. This plan could lead to excessive dilution. Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date</i>			
12	Approve Grant of Options Under the 2024 iFAST Employee Share Option Scheme at a Discount	Mgmt	For	Against
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. This plan could lead to excessive dilution. Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date</i>			
13	Approve Participation of Lim Chung Chun in the 2024 iFAST Performance Share Plan	Mgmt	For	Against
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. This plan could lead to excessive dilution. Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date</i>			
14	Approve Participation of Lim Chung Chun in the 2024 iFAST Employee Share Option Scheme	Mgmt	For	Against
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. This plan could lead to excessive dilution. Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date</i>			
15	Approve Grant of Options to Lim Chung Chun Under the 2024 iFAST Employee Share Option Scheme	Mgmt	For	Against
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. This plan could lead to excessive dilution. Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date</i>			

Iida Group Holdings Co., Ltd.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 3291

Meeting Type: Annual

Primary ISIN: JP3131090007

Primary SEDOL: BFDTB3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 45	Mgmt	For	For
2	Appoint Alternate Statutory Auditor Matsumoto, Hajime	Mgmt	For	For

Illinois Tool Works Inc.

Meeting Date: 05/03/2024

Country: USA

Ticker: ITW

Meeting Type: Annual

Primary ISIN: US4523081093

Primary SEDOL: 2457552

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Daniel J. Brutto	Mgmt	For	For
1b	Elect Director Susan Crown	Mgmt	For	For
1c	Elect Director Darrell L. Ford	Mgmt	For	For
1d	Elect Director Kelly J. Grier	Mgmt	For	For
1e	Elect Director James W. Griffith	Mgmt	For	For
1f	Elect Director Jay L. Henderson	Mgmt	For	For
1g	Elect Director Jaime Irick	Mgmt	For	For
1h	Elect Director Richard H. Lenny	Mgmt	For	For
1i	Elect Director Christopher A. O'Herlihy	Mgmt	For	For
1j	Elect Director E. Scott Santi	Mgmt	For	For
1k	Elect Director David B. Smith, Jr.	Mgmt	For	For
1l	Elect Director Pamela B. Strobel	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.

Illinois Tool Works Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Submit Severance Agreement to Shareholder Vote	SH	Against	For

Voter Rationale: Companies should request approval of compensation policies covering severance packages and signing bonuses from shareholders. The prospect of separating the voting rights of a merger or acquisition from the compensation packages associate with it is welcome.

Illumina, Inc.

Meeting Date: 05/16/2024	Country: USA	Ticker: ILMN
	Meeting Type: Annual	
	Primary ISIN: US4523271090	Primary SEDOL: 2613990

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Frances Arnold	Mgmt	For	For
1B	Elect Director Caroline D. Dorsa	Mgmt	For	For
1C	Elect Director Robert S. Epstein	Mgmt	For	For
1D	Elect Director Scott Gottlieb	Mgmt	For	For
1E	Elect Director Gary S. Guthart	Mgmt	For	For
1F	Elect Director Stephen P. MacMillan	Mgmt	For	For
1G	Elect Director Anna Richo	Mgmt	For	For
1H	Elect Director Philip W. Schiller	Mgmt	For	For
1I	Elect Director Susan E. Siegel	Mgmt	For	For
1J	Elect Director Jacob Thaysen	Mgmt	For	For
1K	Elect Director Scott B. Ullem	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.

3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
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Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

Iluka Resources Limited

Meeting Date: 05/07/2024	Country: Australia	Ticker: ILU
	Meeting Type: Annual	
	Primary ISIN: AU000000ILU1	Primary SEDOL: 6957575

Iluka Resources Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Rob Cole as Director	Mgmt	For	For
2	Elect Andrea Sutton as Director	Mgmt	For	For
3	Approve Remuneration Report	Mgmt	For	For
<p><i>Voter Rationale: The remuneration report does not articulate how executives performed against historic performance targets. The board should articulate how bonus payments reflect prior year performance, as well as outlining forward-looking targets that underpin long-term incentive plans. The long-term incentive plan is linked to a single performance target. Companies should base vesting levels on multiple performance criteria that reflect both absolute and relative financial metrics rather than a single performance criterion, and should stagger vesting to reward progressively better performance.</i></p>				
4	Approve Grant of Restricted Shares to Tom O'Leary	Mgmt	For	For
5	Approve Grant of Performance Rights to Tom O'Leary	Mgmt	For	For
6	Appoint KPMG as Auditor of the Company	Mgmt	For	For

IMAX Corporation

Meeting Date: 06/06/2024

Country: Canada

Ticker: IMAX

Meeting Type: Annual

Primary ISIN: CA45245E1097

Primary SEDOL: 2473859

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Gail Berman	Mgmt	For	For
1.2	Elect Director Eric A. Demirian	Mgmt	For	For
1.3	Elect Director Kevin Douglas	Mgmt	For	For
<p><i>Voter Rationale: -</i></p>				
1.4	Elect Director Richard L. Gelfond	Mgmt	For	For
1.5	Elect Director David W. Leebron	Mgmt	For	For
1.6	Elect Director Michael MacMillan	Mgmt	For	For
1.7	Elect Director Steve R. Pamon	Mgmt	For	For
1.8	Elect Director Dana Settle	Mgmt	For	For
1.9	Elect Director Darren Throop	Mgmt	For	For
1.10	Elect Director Jennifer Wong	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

IMAX Corporation

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

Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.

IMI Plc

Meeting Date: 05/09/2024 **Country:** United Kingdom **Ticker:** IMI
Meeting Type: Annual **Primary ISIN:** GB00BGLP8L22 **Primary SEDOL:** BGLP8L2

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
4	Approve Remuneration Policy	Mgmt	For	For
5	Elect Jackie Callaway as Director	Mgmt	For	For
6	Re-elect Lord Smith of Kelvin as Director	Mgmt	For	For
<i>Voter Rationale: .</i>				
7	Re-elect Thomas Thune Andersen as Director	Mgmt	For	For
8	Re-elect Caroline Dowling as Director	Mgmt	For	For
9	Re-elect Katie Jackson as Director	Mgmt	For	For
10	Re-elect Ajai Puri as Director	Mgmt	For	For
11	Re-elect Isobel Sharp as Director	Mgmt	For	For
12	Re-elect Daniel Shook as Director	Mgmt	For	For
13	Re-elect Roy Twite as Director	Mgmt	For	For
14	Reappoint Deloitte LLP as Auditors	Mgmt	For	For
15	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
16	Authorise Issue of Equity	Mgmt	For	For
17	Authorise UK Political Donations and Expenditure	Mgmt	For	For
18	Approve IMI Incentive Plan	Mgmt	For	For
19	Approve IMI Sharesave Plan	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
A	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
B	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
C	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
D	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For
E	Adopt New Articles of Association	Mgmt	For	For

Impinj, Inc.
Meeting Date: 06/06/2024

Country: USA

Ticker: PI

Meeting Type: Annual

Primary ISIN: US4532041096

Primary SEDOL: BYYGJZ9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Daniel Gibson	Mgmt	For	For
1.2	Elect Director Umesh Padval	Mgmt	For	For
1.3	Elect Director Steve Sanghi	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.4	Elect Director Cathal Phelan	Mgmt	For	For
1.5	Elect Director Meera Rao	Mgmt	For	For
1.6	Elect Director Chris Diorio	Mgmt	For	For
1.7	Elect Director Miron Washington	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
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
4	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For

Inari Medical, Inc.

Meeting Date: 04/24/2024

Country: USA

Ticker: NARI

Meeting Type: Annual

Primary ISIN: US45332Y1091

Primary SEDOL: BLDRF10

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Rebecca Chambers	Mgmt	For	For
1.2	Elect Director William Hoffman	Mgmt	For	For
1.3	Elect Director Andrew Hykes	Mgmt	For	For
1.4	Elect Director Donald Milder	Mgmt	For	For
2	Ratify BDO USA, P.C. as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

Inchcape Plc

Meeting Date: 05/09/2024

Country: United Kingdom

Ticker: INCH

Meeting Type: Annual

Primary ISIN: GB00B61TVQ02

Primary SEDOL: B61TVQ0

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 Nayantara Bali as Director	Mgmt	For	For
5	Re-elect Jerry Buhlmann as Director	Mgmt	For	For
6	Re-elect Juan Pablo Del Rio Goudie as Director	Mgmt	For	For
7	Re-elect Byron Grote as Director	Mgmt	For	For
8	Re-elect Alex Jensen as Director	Mgmt	For	For
9	Re-elect Sarah Kuijlaars as Director	Mgmt	For	For
10	Elect Adrian Lewis as Director	Mgmt	For	For
11	Elect Alison Platt as Director	Mgmt	For	For
12	Elect Stuart Rowley as Director	Mgmt	For	For
13	Re-elect Duncan Tait as Director	Mgmt	For	For

Voter Rationale: The board chairman serves as a member of the Remuneration Committee. The board chairman serves as a member of the Nomination Committee.

Inchcape Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
14	Reappoint Deloitte LLP as Auditors	Mgmt	For	For
15	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
16	Approve SAYE Share Option Plan	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

Incyte Corporation

Meeting Date: 06/12/2024

Country: USA

Ticker: INCY

Meeting Type: Annual

Primary ISIN: US45337C1027

Primary SEDOL: 2471950

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Julian C. Baker	Mgmt	For	For
1.2	Elect Director Jean-Jacques Bienaime	Mgmt	For	For
1.3	Elect Director Otis W. Brawley	Mgmt	For	For
1.4	Elect Director Paul J. Clancy	Mgmt	For	For
1.5	Elect Director Jacquelyn A. Fouse	Mgmt	For	For
1.6	Elect Director Edmund P. Harrigan	Mgmt	For	For
1.7	Elect Director Katherine A. High	Mgmt	For	For
1.8	Elect Director Herve Hoppenot	Mgmt	For	For
1.9	Elect Director Susanne Schaffert	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i></p>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				

Independent Bank Corporation

Meeting Date: 04/23/2024

Country: USA

Ticker: IBCP

Meeting Type: Annual

Primary ISIN: US4538386099

Primary SEDOL: 2492133

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Christina L. Keller	Mgmt	For	For
1b	Elect Director Ronia F. Kruse	Mgmt	For	For
1c	Elect Director Michael M. Magee, Jr.	Mgmt	For	For
2	Ratify Crowe LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				

Independent Bank Group, Inc.

Meeting Date: 06/11/2024

Country: USA

Ticker: IBTX

Meeting Type: Annual

Primary ISIN: US45384B1061

Primary SEDOL: B9M9ZZ7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Daniel W. Brooks	Mgmt	For	For
1b	Elect Director Janet P. Froetscher	Mgmt	For	For
1c	Elect Director Craig E. Holmes	Mgmt	For	For
1d	Elect Director G. Stacy Smith	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1e	Elect Director William E. Fair	Mgmt	For	For
1f	Elect Director Donald L. Poarch	Mgmt	For	For
1g	Elect Director Michael T. Viola	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

Independent Bank Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Ratify RSM US LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				

indie Semiconductor, Inc.

Meeting Date: 06/13/2024	Country: USA	Ticker: INDI
	Meeting Type: Annual	
	Primary ISIN: US45569U1016	Primary SEDOL: BP4W0C8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David Aldrich	Mgmt	For	Withhold
<p><i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time. The audit committee is responsible for the integrity of the annual report and accounts. Substantial restatements of earnings are indicative of the inadequate oversight and controls by the audit committee.</i></p>				
1.2	Elect Director Donald McClymont	Mgmt	For	For
2	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<p><i>Voter Rationale: We support an annual say on pay frequency.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Variable remuneration should not contain a significant overlap of metrics. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
5	Ratify KPMG LLP as Auditors	Mgmt	For	For

Meeting Date: 04/09/2024

Country: Sweden

Ticker: INDT

Meeting Type: Annual

Primary ISIN: SE0001515552

Primary SEDOL: B0LDBX7

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		
6	Acknowledge Proper Convening of Meeting	Mgmt	For	For
7	Receive Board's and Board Committee's Reports	Mgmt		
8	Receive Financial Statements and Statutory Reports	Mgmt		
9	Receive Auditor's Report on Application of Guidelines for Remuneration for Executive Management	Mgmt		
10a	Accept Financial Statements and Statutory Reports	Mgmt	For	For
10b	Approve Allocation of Income and Dividends of SEK 2.85 Per Share	Mgmt	For	For
10c	Approve Record Date for Dividend Payment	Mgmt	For	For
10d.1	Approve Discharge of Bo Annvik	Mgmt	For	For
10d.2	Approve Discharge of Susanna Campbell	Mgmt	For	For
10d.3	Approve Discharge of Anders Jernhall	Mgmt	For	For
10d.4	Approve Discharge of Bengt Kjell	Mgmt	For	For
10d.5	Approve Discharge of Kerstin Lindell	Mgmt	For	For
10d.6	Approve Discharge of Ulf Lundahl	Mgmt	For	For
10d.7	Approve Discharge of Katarina Martinson	Mgmt	For	For
10d.8	Approve Discharge of Krister Mellve	Mgmt	For	For
10d.9	Approve Discharge of Lars Pettersson	Mgmt	For	For
11	Receive Nominating Committee's Report	Mgmt		
12.1	Determine Number of Members (8) and Deputy Members (0) of Board	Mgmt	For	For
12.2	Determine Number of Auditors (1) and Deputy Auditors (0)	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
13.1	Approve Remuneration of Directors in the Amount of SEK 920,000 for Chairman and SEK 460,000 for Other Directors; Approve Remuneration for Committee Work	Mgmt	For	For
13.2	Approve Remuneration of Auditors	Mgmt	For	For
14.1a	Reelect Bo Annvik as Director	Mgmt	For	For
14.1b	Reelect Susanna Campbell as Director	Mgmt	For	For
14.1c	Reelect Anders Jernhall as Director	Mgmt	For	Against
<p><i>Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity. We voted against because we do not consider this director independent and yet sits on the audit committee. The audit committee should be fully independent from the company and majority independent from its major shareholder(s) and this directors membership could hamper the committees impartiality and effectiveness.</i></p>				
14.1d	Reelect Kerstin Lindell as Director	Mgmt	For	For
14.1e	Reelect Ulf Lundahl as Director	Mgmt	For	Against
<p><i>Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity. We voted against because we do not consider this director independent and yet sits on the audit committee. The audit committee should be fully independent from the company and majority independent from its major shareholder(s) and this directors membership could hamper the committees impartiality and effectiveness. The remuneration committee should be fully independent from the company and majority independent from its major shareholder(s) and this directors membership could hamper the committees impartiality and effectiveness.</i></p>				
14.1f	Reelect Katarina Martinson as Director	Mgmt	For	Against
<p><i>Voter Rationale: We voted against because we do not consider this director independent and yet sits on the audit committee. The audit committee should be fully independent from the company and majority independent from its major shareholder(s) and this directors membership could hamper the committees impartiality and effectiveness. The remuneration committee should be fully independent from the company and majority independent from its major shareholder(s) and this directors membership could hamper the committees impartiality and effectiveness. In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.</i></p>				
14.1g	Reelect Lars Pettersson as Director	Mgmt	For	Against
<p><i>Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity. The remuneration committee should be fully independent from the company and majority independent from its major shareholder(s) and this directors membership could hamper the committees impartiality and effectiveness.</i></p>				
14.1h	Elect Pia Brantgarde Linder as New Director	Mgmt	For	For
14.2	Reelect Katarina Martinson as Board Chairman	Mgmt	For	Against
<p><i>Voter Rationale: We voted against because we do not consider this director independent and yet sits on the audit committee. The audit committee should be fully independent from the company and majority independent from its major shareholder(s) and this directors membership could hamper the committees impartiality and effectiveness. The remuneration committee should be fully independent from the company and majority independent from its major shareholder(s) and this directors membership could hamper the committees impartiality and effectiveness. In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board. The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i></p>				
15	Ratify PricewaterhouseCoopers as Auditors	Mgmt	For	Against
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				

Indutrade AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
16	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	For
<i>Voter Rationale: Discretionary remuneration is capped at 10%</i>				
17	Approve Remuneration Report	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>				
18.a	Approve Performance Share Incentive Plan LTIP 2024 for Key Employees	Mgmt	For	For
<i>Voter Rationale: .</i>				
18.b	Approve Equity Plan Financing	Mgmt	For	For
<i>Voter Rationale: .</i>				
19	Close Meeting	Mgmt		

Informa Plc

Meeting Date: 06/21/2024

Country: United Kingdom

Ticker: INF

Meeting Type: Annual

Primary ISIN: GB00BMJ6DW54

Primary SEDOL: BMJ6DW5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Re-elect John Rishton as Director	Mgmt	For	For
<i>Voter Rationale: The board chairman serves as a member of the Nomination Committee.</i>				
2	Re-elect Stephen Carter as Director	Mgmt	For	For
3	Re-elect Mary McDowell as Director	Mgmt	For	For
4	Re-elect Gareth Wright as Director	Mgmt	For	For
5	Re-elect Gill Whitehead as Director	Mgmt	For	For
6	Re-elect Louise Smalley as Director	Mgmt	For	For
<i>Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.</i>				
7	Re-elect Patrick Martell as Director	Mgmt	For	For
8	Re-elect Joanne Wilson as Director	Mgmt	For	For
9	Re-elect Zheng Yin as Director	Mgmt	For	For
10	Re-elect Andrew Ransom as Director	Mgmt	For	For
11	Accept Financial Statements and Statutory Reports	Mgmt	For	For

Informa Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12	Approve Remuneration Report	Mgmt	For	For
<i>Voter Rationale: Equity awards to executives should be linked to stretching performance targets rather than time-based vesting requirements.</i>				
13	Approve Remuneration Policy	Mgmt	For	For
14	Approve Final Dividend	Mgmt	For	For
15	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
16	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
17	Authorise UK 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

Ingersoll Rand Inc.

Meeting Date: 06/13/2024

Country: USA

Ticker: IR

Meeting Type: Annual

Primary ISIN: US45687V1061

Primary SEDOL: BL5GZ82

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Vicente Reynal	Mgmt	For	For
1b	Elect Director William P. Donnelly	Mgmt	For	For
1c	Elect Director Kirk E. Arnold	Mgmt	For	For
1d	Elect Director Gary D. Forsee	Mgmt	For	For
1e	Elect Director Jennifer Hartsock	Mgmt	For	For
1f	Elect Director John Humphrey	Mgmt	For	For
1g	Elect Director Marc E. Jones	Mgmt	For	For
1h	Elect Director Julie A. Schertell	Mgmt	For	For
1i	Elect Director JoAnna A. Sohovich	Mgmt	For	For
1j	Elect Director Mark P. Stevenson	Mgmt	For	For

Ingersoll Rand Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.

3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
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Innergex Renewable Energy Inc.

Meeting Date: 05/08/2024

Country: Canada

Ticker: INE

Meeting Type: Annual

Primary ISIN: CA45790B1040

Primary SEDOL: B29TNV3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
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1.1	Elect Director Daniel Lafrance	Mgmt	For	For
1.2	Elect Director Marc-Andre Aube	Mgmt	For	For
1.3	Elect Director Pierre G. Brodeur	Mgmt	For	For
1.4	Elect Director Radha D. Curpen	Mgmt	For	For
1.5	Elect Director Nathalie Francisci	Mgmt	For	For
1.6	Elect Director Richard Gagnon	Mgmt	For	For
1.7	Elect Director Jean-Hugues Lafleur	Mgmt	For	For
1.8	Elect Director Michel Letellier	Mgmt	For	For
1.9	Elect Director Patrick Loulou	Mgmt	For	For
1.10	Elect Director Monique Mercier	Mgmt	For	For
1.11	Elect Director Ouma Sananikone	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For

Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.

Innospec Inc.

Meeting Date: 05/10/2024

Country: USA

Ticker: IOSP

Meeting Type: Annual

Primary ISIN: US45768S1050

Primary SEDOL: 2245597

Innospec Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Milton C. Blackmore	Mgmt	For	For
1.2	Elect Director Leslie J. Parrette	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Innovative Industrial Properties, Inc.

Meeting Date: 05/15/2024

Country: USA

Ticker: IIPR

Meeting Type: Annual

Primary ISIN: US45781V1017

Primary SEDOL: BD0NN55

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Alan Gold	Mgmt	For	For
1.2	Elect Director Gary Kreitzer	Mgmt	For	For
1.3	Elect Director Mary Curran	Mgmt	For	For
1.4	Elect Director Scott Shoemaker	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.5	Elect Director Paul Smithers	Mgmt	For	For
1.6	Elect Director David Stecher	Mgmt	For	For
2	Ratify BDO USA, P.C. as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				

Innovent Biologics, Inc.

Meeting Date: 06/21/2024

Country: Cayman Islands

Ticker: 1801

Meeting Type: Annual

Primary ISIN: KYG4818G1010

Primary SEDOL: BGR6KX5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2.1	Elect Qian Zhang as Director	Mgmt	For	For
<i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>				
2.2	Elect Shun Lu as Director	Mgmt	For	For
2.3	Elect Kaixian Chen as Director	Mgmt	For	For
2.4	Elect Joyce I-Yin Hsu as Director	Mgmt	For	For
2.5	Elect Shuyun Chen as Director	Mgmt	For	For
3	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
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
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
7	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
8	Adopt Fifteenth Amended and Restated Memorandum and Articles of Association	Mgmt	For	For

Innovent Biologics, Inc.

Meeting Date: 06/21/2024

Country: Cayman Islands

Ticker: 1801

Meeting Type: Extraordinary Shareholders

Primary ISIN: KYG4818G1010

Primary SEDOL: BGR6KX5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Approve Grant of Restricted Shares to De-Chao Michael Yu Under the 2020 RS Plan	Mgmt	For	Against

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Long-term incentive awards should be used to incentivize long-term performance and should not be allowed to vest within 2 years since the date of grant.</i></p>			
1.2	Authorize Board to Deal with All Matters in Relation to the Grant of Restricted Shares to De-Chao Michael Yu Under the 2020 RS Plan	Mgmt	For	Against
	<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Long-term incentive awards should be used to incentivize long-term performance and should not be allowed to vest within 2 years since the date of grant.</i></p>			
2.1	Approve Grant of Restricted Shares to Ronald Hao Xi Ede Under the 2020 RS Plan	Mgmt	For	Against
	<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Long-term incentive awards should be used to incentivize long-term performance and should not be allowed to vest within 2 years since the date of grant.</i></p>			
2.2	Authorize Board to Deal with All Matters in Relation to the Grant of Restricted Shares to Ronald Hao Xi Ede Under the 2020 RS Plan	Mgmt	For	Against
	<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Long-term incentive awards should be used to incentivize long-term performance and should not be allowed to vest within 2 years since the date of grant.</i></p>			
3.1	Approve Grant of Restricted Shares to Joyce I-Yin Hsu Under the 2020 RS Plan	Mgmt	For	Against
	<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Long-term incentive awards should be used to incentivize long-term performance and should not be allowed to vest within 2 years since the date of grant.</i></p>			
3.2	Authorize Board to Deal with All Matters in Relation to the Grant of Restricted Shares to Joyce I-Yin Hsu Under the 2020 RS Plan	Mgmt	For	Against
	<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Long-term incentive awards should be used to incentivize long-term performance and should not be allowed to vest within 2 years since the date of grant.</i></p>			

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.1	Approve Grant of Restricted Shares to Charles Leland Cooney Under the 2020 RS Plan	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Long-term incentive awards should be used to incentivize long-term performance and should not be allowed to vest within 2 years since the date of grant.</i></p>				
4.2	Authorize Board to Deal with All Matters in Relation to the Grant of Restricted Shares to Charles Leland Cooney Under the 2020 RS Plan	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Long-term incentive awards should be used to incentivize long-term performance and should not be allowed to vest within 2 years since the date of grant.</i></p>				
5.1	Approve Grant of Restricted Shares to Kaixian Chen Under the 2020 RS Plan	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Long-term incentive awards should be used to incentivize long-term performance and should not be allowed to vest within 2 years since the date of grant.</i></p>				
5.2	Authorize Board to Deal with All Matters in Relation to the Grant of Restricted Shares to Kaixian Chen Under the 2020 RS Plan	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Long-term incentive awards should be used to incentivize long-term performance and should not be allowed to vest within 2 years since the date of grant.</i></p>				
6.1	Approve Grant of Restricted Shares to Gary Zieziula Under the 2020 RS Plan	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Long-term incentive awards should be used to incentivize long-term performance and should not be allowed to vest within 2 years since the date of grant.</i></p>				
6.2	Authorize Board to Deal with All Matters in Relation to the Grant of Restricted Shares to Gary Zieziula Under the 2020 RS Plan	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Long-term incentive awards should be used to incentivize long-term performance and should not be allowed to vest within 2 years since the date of grant.</i></p>				

Innovent Biologics, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7.1	Approve Grant of Restricted Shares to Shuyun Chen Under the 2020 RS Plan	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Long-term incentive awards should be used to incentivize long-term performance and should not be allowed to vest within 2 years since the date of grant.</i></p>				
7.2	Authorize Board to Deal with All Matters in Relation to the Grant of Restricted Shares to Shuyun Chen Under the 2020 RS Plan	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Long-term incentive awards should be used to incentivize long-term performance and should not be allowed to vest within 2 years since the date of grant.</i></p>				
8.1	Adopt 2024 Share Scheme, Scheme Mandate Limit and Related Transactions	Mgmt	For	Against
<p><i>Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 2 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i></p>				
8.2	Adopt Service Provider Sublimit	Mgmt	For	Against
<p><i>Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 2 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i></p>				

Innoviva, Inc.

Meeting Date: 06/17/2024

Country: USA

Ticker: INVA

Meeting Type: Annual

Primary ISIN: US45781M1018

Primary SEDOL: BDDXF67

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mark A. DiPaolo	Mgmt	For	Abstain
<p><i>Voter Rationale: The company should establish formal board-level oversight of environmental and social issues. We are holding this director accountable.</i></p>				
1.2	Elect Director Jules Haimovitz	Mgmt	For	For
<p><i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
1.3	Elect Director Odysseas D. Kostas	Mgmt	For	For
1.4	Elect Director Sarah J. Schlesinger	Mgmt	For	For
<p><i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				

Innoviva, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director Sapna Srivastava	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.6	Elect Director Derek Small	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Insmid Incorporated

Meeting Date: 05/13/2024 **Country:** USA **Ticker:** INSM
Meeting Type: Annual **Primary ISIN:** US4576693075 **Primary SEDOL:** 2614487

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David R. Brennan	Mgmt	For	For
1.2	Elect Director Leo Lee	Mgmt	For	For
1.3	Elect Director Carol A. Schafer	Mgmt	For	For
1.4	Elect Director Melvin Sharoky	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Inspire Medical Systems, Inc.

Meeting Date: 05/02/2024 **Country:** USA **Ticker:** INSP
Meeting Type: Annual **Primary ISIN:** US4577301090 **Primary SEDOL:** BDT5KT5

Inspire Medical Systems, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Shelley G. Broader	Mgmt	For	For
1.2	Elect Director Myriam J. Curet	Mgmt	For	Withhold
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1.3	Elect Director Casey M. Tansey	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
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				

Installed Building Products, Inc.

Meeting Date: 05/23/2024	Country: USA	Ticker: IBP
	Meeting Type: Annual	
	Primary ISIN: US45780R1014	Primary SEDOL: BJSP4C9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Margot L. Carter	Mgmt	For	For
1.2	Elect Director David R. Meuse	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.3	Elect Director Michael H. Thomas	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				

Insulet Corporation

Meeting Date: 05/22/2024	Country: USA	Ticker: PODD
	Meeting Type: Annual	
	Primary ISIN: US45784P1012	Primary SEDOL: B1XGNW4

Insulet Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Wayne A.I. Frederick	Mgmt	For	For
1.2	Elect Director Flavia H. Pease	Mgmt	For	For
1.3	Elect Director Timothy J. Scannell	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Variable remuneration should not contain a significant overlap of metrics.</i>				
3	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For

Intact Financial Corporation

Meeting Date: 05/08/2024

Country: Canada

Ticker: IFC

Meeting Type: Annual

Primary ISIN: CA45823T1066

Primary SEDOL: B04YJV1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Charles Brindamour	Mgmt	For	For
1.2	Elect Director Emmanuel Clarke	Mgmt	For	For
1.3	Elect Director Janet De Silva	Mgmt	For	For
1.4	Elect Director Michael Katchen	Mgmt	For	For
1.5	Elect Director Stephani Kingsmill	Mgmt	For	For
1.6	Elect Director Jane E. Kinney	Mgmt	For	For
1.7	Elect Director Robert G. Leary	Mgmt	For	For
1.8	Elect Director Sylvie Paquette	Mgmt	For	For
1.9	Elect Director Stuart J. Russell	Mgmt	For	For
1.10	Elect Director Indira V. Samarasekera	Mgmt	For	For
1.11	Elect Director Frederick Singer	Mgmt	For	For
1.12	Elect Director Carolyn A. Wilkins	Mgmt	For	For
1.13	Elect Director William L. Young	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Re-approve Stock Option Plan	Mgmt	For	For

Intact Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	For

Integer Holdings Corporation

Meeting Date: 05/22/2024

Country: USA

Ticker: ITGR

Meeting Type: Annual

Primary ISIN: US45826H1095

Primary SEDOL: BD06LM7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sheila Antrum	Mgmt	For	For
1.2	Elect Director Pamela G. Bailey	Mgmt	For	For
1.3	Elect Director Cheryl C. Capps	Mgmt	For	For
1.4	Elect Director Joseph W. Dziedzic	Mgmt	For	For
1.5	Elect Director James F. Hinrichs	Mgmt	For	For
1.6	Elect Director Jean Hobby	Mgmt	For	For
1.7	Elect Director Alvin (Tyrone) Jeffers	Mgmt	For	For
1.8	Elect Director M. Craig Maxwell	Mgmt	For	For
1.9	Elect Director Filippo Passerini	Mgmt	For	For
1.10	Elect Director Donald J. Spence	Mgmt	For	For
1.11	Elect Director William B. Summers, Jr.	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
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Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.

Integra LifeSciences Holdings Corporation

Meeting Date: 05/09/2024

Country: USA

Ticker: IART

Meeting Type: Annual

Primary ISIN: US4579852082

Primary SEDOL: 2248693

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Keith Bradley	Mgmt	For	For

Integra LifeSciences Holdings Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Shaundra D. Clay	Mgmt	For	For
1c	Elect Director Jan De Witte	Mgmt	For	For
1d	Elect Director Stuart M. Essig	Mgmt	For	For
1e	Elect Director Jeffrey A. Graves	Mgmt	For	For
1f	Elect Director Barbara B. Hill	Mgmt	For	For
1g	Elect Director Renee W. Lo	Mgmt	For	For
1h	Elect Director Raymond G. Murphy	Mgmt	For	For
1i	Elect Director Christian S. Schade	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For
5	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Intel Corporation

Meeting Date: 05/07/2024

Country: USA

Ticker: INTC

Meeting Type: Annual

Primary ISIN: US4581401001

Primary SEDOL: 2463247

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Patrick P. Gelsinger	Mgmt	For	For
1b	Elect Director James J. Goetz	Mgmt	For	For
1c	Elect Director Andrea J. Goldsmith	Mgmt	For	For
1d	Elect Director Alyssa H. Henry	Mgmt	For	For
1e	Elect Director Omar Ishrak	Mgmt	For	For
1f	Elect Director Risa Lavizzo-Mourey	Mgmt	For	For
1g	Elect Director Tsu-Jae King Liu	Mgmt	For	For
1h	Elect Director Barbara G. Novick	Mgmt	For	For
1i	Elect Director Gregory D. Smith	Mgmt	For	For
1j	Elect Director Stacy J. Smith	Mgmt	For	For
1k	Elect Director Lip-Bu Tan	Mgmt	For	For

Intel Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1l	Elect Director Dion J. Weisler	Mgmt	For	For
1m	Elect Director Frank D. Yeary	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Establish Board Committee on Corporate Financial Sustainability	SH	Against	Against
5	Report on Opposing State Abortion Regulation	SH	Against	Against
6	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	Against
<i>Voter Rationale: It appears the company's current policies and procedures already address the proponent's request.</i>				

Interactive Brokers Group, Inc.

Meeting Date: 04/18/2024	Country: USA	Ticker: IBKR
	Meeting Type: Annual	
	Primary ISIN: US45841N1072	Primary SEDOL: B1WT4X2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Thomas Peterffy	Mgmt	For	Against
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>				
1b	Elect Director Earl H. Nemser	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. An executive sits on the Remuneration Committee, which we expect to be independent, as non-independent directors could hamper the committees impartiality and effectiveness. We are holding this director accountable.</i>				
1c	Elect Director Milan Galik	Mgmt	For	For
1d	Elect Director Paul J. Brody	Mgmt	For	For
1e	Elect Director Lawrence E. Harris	Mgmt	For	For
1f	Elect Director William Peterffy	Mgmt	For	Against
<i>Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.</i>				
1g	Elect Director Nicole Yuen	Mgmt	For	For
1h	Elect Director Jill Bright	Mgmt	For	For
1i	Elect Director Richard Repetto	Mgmt	For	For

Interactive Brokers Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

Intercontinental Exchange, Inc.

Meeting Date: 05/17/2024	Country: USA	Ticker: ICE
	Meeting Type: Annual	
	Primary ISIN: US45866F1049	Primary SEDOL: BFSSDS9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Sharon Y. Bowen	Mgmt	For	For
1b	Elect Director Shantella E. Cooper	Mgmt	For	For
1c	Elect Director Duriya M. Farooqui	Mgmt	For	For
1d	Elect Director The Right Hon. the Lord Hague of Richmond	Mgmt	For	For
1e	Elect Director Mark F. Mulhern	Mgmt	For	For
1f	Elect Director Thomas E. Noonan	Mgmt	For	For
1g	Elect Director Caroline L. Silver	Mgmt	For	For
<i>Voter Rationale: -</i>				
1h	Elect Director Jeffrey C. Sprecher	Mgmt	For	For
1i	Elect Director Judith A. Sprieser	Mgmt	For	For
1j	Elect Director Martha A. Tirinnanzi	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Intercontinental Exchange, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Require Independent Board Chair	SH	Against	For
<i>Voter Rationale: Appointing a fully independent chairman creates a balance of power that is more conducive to long-term performance. A board headed by management cannot reasonably provide the best oversight and evaluation of management's performance.</i>				

InterDigital, Inc.

Meeting Date: 06/05/2024	Country: USA	Ticker: IDCC
	Meeting Type: Annual	
	Primary ISIN: US45867G1013	Primary SEDOL: 2465737

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Derek K. Aberle	Mgmt	For	For
1b	Elect Director Samir Armaly	Mgmt	For	For
1c	Elect Director Lawrence (Liren) Chen	Mgmt	For	For
1d	Elect Director Joan H. Gillman	Mgmt	For	For
1e	Elect Director S. Douglas Hutcheson	Mgmt	For	For
1f	Elect Director John A. Kritzmacher	Mgmt	For	For
1g	Elect Director Pierre-Yves Lesaicherre	Mgmt	For	For
1h	Elect Director John D. Markley, Jr.	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1i	Elect Director Jean F. Rankin	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

International Bancshares Corporation

Meeting Date: 05/20/2024	Country: USA	Ticker: IBOC
	Meeting Type: Annual	
	Primary ISIN: US4590441030	Primary SEDOL: 2243911

International Bancshares Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Javier de Anda	Mgmt	For	For
1.2	Elect Director Douglas B. Howland	Mgmt	For	Against
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i></p>				
1.3	Elect Director Rudolph M. Miles	Mgmt	For	For
1.4	Elect Director Dennis E. Nixon	Mgmt	For	For
1.5	Elect Director Larry A. Norton	Mgmt	For	For
1.6	Elect Director Roberto R. Resendez	Mgmt	For	For
1.7	Elect Director Antonio R. Sanchez, Jr.	Mgmt	For	Against
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i></p>				
1.8	Elect Director Diana G. Zuniga	Mgmt	For	For
2	Ratify RSM US LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				

International Business Machines Corporation

Meeting Date: 04/30/2024

Country: USA

Ticker: IBM

Meeting Type: Annual

Primary ISIN: US4592001014

Primary SEDOL: 2005973

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Marianne C. Brown	Mgmt	For	For
1b	Elect Director Thomas Buberl	Mgmt	For	For
1c	Elect Director David N. Farr	Mgmt	For	For
1d	Elect Director Alex Gorsky	Mgmt	For	For
1e	Elect Director Michelle J. Howard	Mgmt	For	For
1f	Elect Director Arvind Krishna	Mgmt	For	For

International Business Machines Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director Andrew N. Liveris	Mgmt	For	For
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i>			
1h	Elect Director Frederick William McNabb, III	Mgmt	For	For
1i	Elect Director Michael Miebach	Mgmt	For	For
1j	Elect Director Martha E. Pollack	Mgmt	For	For
1k	Elect Director Peter R. Voser	Mgmt	For	For
1l	Elect Director Frederick H. Waddell	Mgmt	For	For
1m	Elect Director Alfred W. Zollar	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>			
4	Report on Lobbying Payments and Policy	SH	Against	For
	<i>Voter Rationale: Enhanced controls over and disclosure of company and trade association lobbying is a growing good practice. Transparency around the company's primary lobbying issues and positions, as well as its key relationships with trade associations that engage on lobbying on its behalf, is advisable.</i>			
5	Report on Risks Related to Operations in China	SH	Against	Against
	<i>Voter Rationale: It appears the company has already addressed attendant risks.</i>			
6	Provide Right to Act by Written Consent	SH	Against	For
	<i>Voter Rationale: Investors should have the opportunity to put resolutions to all shareholders, either in a company meeting or by expressing their intentions through the mail.</i>			
7	Report on Climate Lobbying	SH	Against	For
	<i>Voter Rationale: Additional disclosure would help shareholders better evaluate how the company is addressing any misalignments between its direct and indirect lobbying activities and its public commitment to achieve net zero emissions by 2050.</i>			
8	Adopt Science-Based GHG Emissions Targets Including for Value Chain Emissions	SH	Against	For
	<i>Voter Rationale: We are supportive of requests to enhance disclosure and transparency concerning climate risk so long as the resolution does not directly circumvent management discretion or seek to entirely redefine the company's existing business strategy. To meet the ambition of the Paris Agreement and avoid massive risk to shareholder value, corporations should demonstrate the nexus between their climate aspirations and business strategy via disclosure of credible Paris- or 1.5 degree-aligned emissions reduction targets. Current disclosure does not sufficiently provide investors such information.</i>			

International Flavors & Fragrances Inc.

Meeting Date: 05/01/2024

Country: USA

Ticker: IFF

Meeting Type: Annual

Primary ISIN: US4595061015

Primary SEDOL: 2464165

International Flavors & Fragrances Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kathryn J. Boor	Mgmt	For	For
1b	Elect Director Mark J. Costa	Mgmt	For	For
1c	Elect Director Carol Anthony (John) Davidson	Mgmt	For	For
1d	Elect Director Roger W. Ferguson, Jr.	Mgmt	For	For
1e	Elect Director John F. Ferraro	Mgmt	For	For
1f	Elect Director J. Erik Fyrwald	Mgmt	For	For
1g	Elect Director Christina Gold	Mgmt	For	For
1h	Elect Director Gary Hu	Mgmt	For	For
1i	Elect Director Kevin O'Byrne	Mgmt	For	For
1j	Elect Director Dawn C. Willoughby	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
5	Commission Third Party Assessment on Company's Commitment to Freedom of Association and Collective Bargaining Rights	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				

International Seaways, Inc.

Meeting Date: 06/12/2024

Country: Marshall Isl

Ticker: INSW

Meeting Type: Annual

Primary ISIN: MHY410531021

Primary SEDOL: BYX60M4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Douglas D. Wheat	Mgmt	For	Withhold
<i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				

International Seaways, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Darron M. Anderson	Mgmt	For	For
1.3	Elect Director Timothy J. Bernlohr	Mgmt	For	For
1.4	Elect Director Ian T. Blackley	Mgmt	For	For
1.5	Elect Director A. Kate Blankenship	Mgmt	For	For
1.6	Elect Director Randee E. Day	Mgmt	For	For
1.7	Elect Director David I. Greenberg	Mgmt	For	For
1.8	Elect Director Kristian K. Johansen	Mgmt	For	For
1.9	Elect Director Craig H. Stevenson, Jr.	Mgmt	For	For
1.10	Elect Director Lois K. Zabrocky	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

Voter Rationale: Severance payments should not exceed 3 times pay. Larger severance packages should be subject to a separate shareholder approval. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.

Internet Initiative Japan, Inc.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 3774

Meeting Type: Annual

Primary ISIN: JP3152820001

Primary SEDOL: B05H328

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 17.18	Mgmt	For	For
2.1	Elect Director Suzuki, Koichi	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Katsu, Eijiro	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.3	Elect Director Murabayashi, Satoshi	Mgmt	For	For
2.4	Elect Director Taniwaki, Yasuhiko	Mgmt	For	For
2.5	Elect Director Kitamura, Koichi	Mgmt	For	For
2.6	Elect Director Watai, Akihisa	Mgmt	For	For
2.7	Elect Director Shimagami, Junichi	Mgmt	For	For
2.8	Elect Director Tsukamoto, Takashi	Mgmt	For	For
2.9	Elect Director Tsukuda, Kazuo	Mgmt	For	For

Internet Initiative Japan, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.10	Elect Director Iwama, Yoichiro	Mgmt	For	For
2.11	Elect Director Okamoto, Atsushi	Mgmt	For	For
2.12	Elect Director Tonosu, Kaori	Mgmt	For	For
3.1	Appoint Statutory Auditor Tobita, Masayoshi	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.2	Appoint Statutory Auditor Michishita, Takashi	Mgmt	For	For
3.3	Appoint Statutory Auditor Aso, Kumiko	Mgmt	For	For
4	Approve Compensation Ceiling for Directors	Mgmt	For	For
5	Approve Restricted Stock Plan	Mgmt	For	For

InterRent Real Estate Investment Trust

Meeting Date: 04/24/2024	Country: Canada	Ticker: IIP.UN
	Meeting Type: Annual	
	Primary ISIN: CA46071W2058	Primary SEDOL: B1L9R12

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Election of Trustees of InterRent REIT	Mgmt		
1a	Elect Trustee Paul Amirault	Mgmt	For	For
1b	Elect Trustee Jean-Louis Bellemare	Mgmt	For	For
1c	Elect Trustee Brad Cutsey	Mgmt	For	For
1d	Elect Trustee Judy Hendriks	Mgmt	For	For
1e	Elect Trustee John Jussup	Mgmt	For	Withhold
<i>Voter Rationale: While directors are charged with making decisions regarding executive compensation, an advisory say on pay vote is the best method for all shareholders to provide their views on those decisions. The governance committee should put a say on pay on the AGM agenda as is now common practice in Canada. In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
1f	Elect Trustee Ronald Leslie	Mgmt	For	For
1g	Elect Trustee Michael (Mike) McGahan	Mgmt	For	For
1h	Elect Trustee Meghann O'Hara-Fraser	Mgmt	For	For
1i	Elect Trustee Cheryl Pangborn	Mgmt	For	For
	Election of Trustees of InterRent Trust	Mgmt		
2a	Elect Trustee Paul Amirault	Mgmt	For	For
2b	Elect Trustee Jean-Louis Bellemare	Mgmt	For	For
2c	Elect Trustee Brad Cutsey	Mgmt	For	For

InterRent Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2d	Elect Trustee Judy Hendriks	Mgmt	For	For
2e	Elect Trustee John Jussup	Mgmt	For	Withhold
<p><i>Voter Rationale: While directors are charged with making decisions regarding executive compensation, an advisory say on pay vote is the best method for all shareholders to provide their views on those decisions. The governance committee should put a say on pay on the AGM agenda as is now common practice in Canada. In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i></p>				
2f	Elect Trustee Ronald Leslie	Mgmt	For	For
2g	Elect Trustee Michael (Mike) McGahan	Mgmt	For	For
2h	Elect Trustee Meghann O'Hara-Fraser	Mgmt	For	For
2i	Elect Trustee Cheryl Pangborn	Mgmt	For	For
	Election of Directors of InterRent Holdings General Partner Limited	Mgmt		
3a	Elect Director Brad Cutsey	Mgmt	For	For
3b	Elect Director Michael (Mike) McGahan	Mgmt	For	For
3c	Elect Director Curt Millar	Mgmt	For	For
4	Approve RSM Canada LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

Intertek Group Plc

Meeting Date: 05/24/2024

Country: United Kingdom

Ticker: ITRK

Meeting Type: Annual

Primary ISIN: GB0031638363

Primary SEDOL: 3163836

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	Elect Apurvi Sheth as Director	Mgmt	For	For
6	Re-elect Andrew Martin as Director	Mgmt	For	Abstain
<p><i>Voter Rationale: The Company should appoint a woman to at least one senior board position (Chair, CEO, CFO, SID), in line with the FCA diversity guidelines for listed companies.</i></p>				
7	Re-elect Andre Lacroix as Director	Mgmt	For	For
8	Re-elect Colm Deasy as Director	Mgmt	For	For
9	Re-elect Graham Allan as Director	Mgmt	For	For

Intertek Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Re-elect Gurnek Bains as Director	Mgmt	For	For
11	Re-elect Lynda Clarizio as Director	Mgmt	For	For
12	Re-elect Tamara Ingram as Director	Mgmt	For	For
13	Re-elect Jez Maiden as Director	Mgmt	For	For
14	Re-elect Kawal Preet as Director	Mgmt	For	For
15	Re-elect Jean-Michel Valette as Director	Mgmt	For	For
16	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
17	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
18	Authorise Issue of Equity	Mgmt	For	For
19	Authorise UK Political Donations and Expenditure	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

Intesa Sanpaolo SpA

Meeting Date: 04/24/2024

Country: Italy

Ticker: ISP

Meeting Type: Annual/Special

Primary ISIN: IT0000072618

Primary SEDOL: 4076836

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
2a	Approve Remuneration Policy	Mgmt	For	For
<p><i>Voter Rationale: A vote FOR these items is warranted because the proposed remuneration policy is overall in line with good market practices. This is not without highlighting that: * Termination payments might theoretically exceed 24 months' pay. * The CEO/GM pay package continues to deserve attention due to the risk of excessive compensation payouts in the future.</i></p>				
2b	Approve Second Section of the Remuneration Report	Mgmt	For	For
2c	Approve Annual Incentive Plan	Mgmt	For	For

Intesa Sanpaolo SpA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3a	Authorize Share Repurchase Program	Mgmt	For	For
3b	Authorize Share Repurchase Program and Reissuance of Repurchased Shares to Service Incentive Plans	Mgmt	For	For
3c	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For
	Extraordinary Business	Mgmt		
1	Authorize Cancellation of Shares without Reduction of Share Capital; Amend Article 5	Mgmt	For	For

Intra-Cellular Therapies, Inc.

Meeting Date: 06/14/2024

Country: USA

Ticker: ITCI

Meeting Type: Annual

Primary ISIN: US46116X1019

Primary SEDOL: BHCB0P4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Director Joel S. Marcus	Mgmt	For	Withhold
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>			
2	Amend Omnibus Stock Plan	Mgmt	For	For
	<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>			

Intuitive Surgical, Inc.

Meeting Date: 04/25/2024

Country: USA

Ticker: ISRG

Meeting Type: Annual

Primary ISIN: US46120E6023

Primary SEDOL: 2871301

Intuitive Surgical, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Craig H. Barratt	Mgmt	For	For
1b	Elect Director Joseph C. Beery	Mgmt	For	For
1c	Elect Director Lewis Chew	Mgmt	For	For
1d	Elect Director Gary S. Guthart	Mgmt	For	For
1e	Elect Director Amal M. Johnson	Mgmt	For	For
1f	Elect Director Sreelakshmi Kolli	Mgmt	For	For
1g	Elect Director Amy L. Ladd	Mgmt	For	For
1h	Elect Director Keith R. Leonard, Jr.	Mgmt	For	For
1i	Elect Director Jami Dover Nachtsheim	Mgmt	For	For
1j	Elect Director Monica P. Reed	Mgmt	For	For
1k	Elect Director Mark J. Rubash	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. A larger percentage of the equity awards should be tied to performance conditions.</i></p>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i></p>				
5	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
6	Report on Gender/Racial Pay Gap	SH	Against	For
<p><i>Voter Rationale: Shareholders could benefit from the median pay gap statistics that would allow them to compare and measure the progress of the company's diversity and inclusion initiatives.</i></p>				

InvenTrust Properties Corp.

Meeting Date: 05/07/2024

Country: USA

Ticker: IVT

Meeting Type: Annual

Primary ISIN: US46124J2015

Primary SEDOL: BKP4ZK1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Stuart W. Aitken	Mgmt	For	For
1b	Elect Director Amanda E. Black	Mgmt	For	For
1c	Elect Director Daniel J. Busch	Mgmt	For	For

InvenTrust Properties Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Director Thomas F. Glavin	Mgmt	For	For
1e	Elect Director Scott A. Nelson	Mgmt	For	For
1f	Elect Director Paula J. Saban	Mgmt	For	For
1g	Elect Director Smita N. Shah	Mgmt	For	For
1h	Elect Director Michael A. Stein	Mgmt	For	For
1i	Elect Director Julian E. Whitehurst	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Invesco Ltd.

Meeting Date: 05/23/2024

Country: Bermuda

Ticker: IVZ

Meeting Type: Annual

Primary ISIN: BMG491BT1088

Primary SEDOL: B28XP76

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sarah E. Beshar	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.2	Elect Director Thomas M. Finke	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.3	Elect Director Thomas ("Todd") P. Gibbons	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.4	Elect Director William ("Bill") F. Glavin, Jr.	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.5	Elect Director Elizabeth S. Johnson	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.6	Elect Director Andrew R. Schlossberg	Mgmt	For	For

Invesco Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Nigel Sheinwald	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.8	Elect Director Paula C. Tolliver	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.9	Elect Director G. Richard ("Rick") Wagoner, Jr.	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.10	Elect Director Christopher C. Womack	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.11	Elect Director Phoebe A. Wood	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs.</i>			
3	Amend Omnibus Stock Plan	Mgmt	For	For
	<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>			
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>			
5	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	For
	<i>Voter Rationale: Companies should request approval of compensation policies covering severance packages and signing bonuses from shareholders. The prospect of separating the voting rights of a merger or acquisition from the compensation packages associate with it is welcome.</i>			

Invesco Mortgage Capital Inc.

Meeting Date: 05/07/2024

Country: USA

Ticker: IVR

Meeting Type: Annual

Primary ISIN: US46131B7047

Primary SEDOL: BNBV530

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John S. Day	Mgmt	For	For
1.2	Elect Director Carolyn L. Gibbs	Mgmt	For	For

Invesco Mortgage Capital Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Carolyn B. Handlon	Mgmt	For	For
1.4	Elect Director Katharine W. Kelley	Mgmt	For	For
1.5	Elect Director Don H. Liu	Mgmt	For	For
1.6	Elect Director Dennis P. Lockhart	Mgmt	For	For
1.7	Elect Director Beth A. Zayicek	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Invitation Homes, Inc.

Meeting Date: 05/15/2024

Country: USA

Ticker: INVH

Meeting Type: Annual

Primary ISIN: US46187W1071

Primary SEDOL: BD81GW9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael D. Fascitelli	Mgmt	For	For
1.2	Elect Director Dallas B. Tanner	Mgmt	For	For
1.3	Elect Director Jana Cohen Barbe	Mgmt	For	For
1.4	Elect Director Richard D. Bronson	Mgmt	For	For
1.5	Elect Director Jeffrey E. Kelter	Mgmt	For	For
1.6	Elect Director Joseph D. Margolis	Mgmt	For	For
1.7	Elect Director John B. Rhea	Mgmt	For	For
1.8	Elect Director Janice L. Sears	Mgmt	For	For
1.9	Elect Director Frances Aldrich Sevilla-Sacasa	Mgmt	For	For
1.10	Elect Director Keith D. Taylor	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
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>				

Ionis Pharmaceuticals, Inc.

Meeting Date: 06/06/2024

Country: USA

Ticker: IONS

Meeting Type: Annual

Primary ISIN: US4622221004

Primary SEDOL: BDJ0LS6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Brett P. Monia	Mgmt	For	For
1b	Elect Director Michael Yang	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The majority of annual bonus incentives should be quantitative. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

IONOS Group SE

Meeting Date: 05/15/2024

Country: Germany

Ticker: IOS

Meeting Type: Annual

Primary ISIN: DE000A3E00M1

Primary SEDOL: BPRD664

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt		
2	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For
3.1	Approve Discharge of Supervisory Board Member Ralph Dommermuth for Fiscal Year 2023	Mgmt	For	Against
<i>Voter Rationale: The company should reduce director terms and, ideally, introduce annual re-elections, in order to facilitate a more dynamic board refreshment process.</i>				
3.2	Approve Discharge of Supervisory Board Member Rene Obermann for Fiscal Year 2023	Mgmt	For	For
3.3	Approve Discharge of Supervisory Board Member Claudia Borgas-Herold for Fiscal Year 2023	Mgmt	For	For
3.4	Approve Discharge of Supervisory Board Member Kurt Dobitsch for Fiscal Year 2023	Mgmt	For	For

IONOS Group SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.5	Approve Discharge of Supervisory Board Member Martin Mildner for Fiscal Year 2023	Mgmt	For	For
3.6	Approve Discharge of Supervisory Board Member Vanessa Stuetzle for Fiscal Year 2023	Mgmt	For	For
4	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2024 and for the Review of Interim Financial Statements for Fiscal Year 2024 and the First Quarter of Fiscal Year 2025	Mgmt	For	For
5	Approve Remuneration Report	Mgmt	For	For

IonQ, Inc.

Meeting Date: 06/05/2024

Country: USA

Ticker: IONQ

Meeting Type: Annual

Primary ISIN: US46222L1089

Primary SEDOL: BP484B3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Peter Chapman	Mgmt	For	Withhold
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i></p>				
1.2	Elect Director William Scannell	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. The majority of annual bonus incentives should be quantitative. The majority of long-term incentives should be quantitative. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<p><i>Voter Rationale: We support an annual say on pay frequency.</i></p>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

IPG Photonics Corporation

Meeting Date: 06/18/2024

Country: USA

Ticker: IPGP

Meeting Type: Annual

Primary ISIN: US44980X1090

Primary SEDOL: 2698782

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Gregory Beecher	Mgmt	For	For
1.2	Elect Director Michael Child	Mgmt	For	For
1.3	Elect Director Jeanmarie Desmond	Mgmt	For	For
1.4	Elect Director Gregory Dougherty	Mgmt	For	For
1.5	Elect Director Mark Gitin	Mgmt	For	For
1.6	Elect Director Kolleen Kennedy	Mgmt	For	For
1.7	Elect Director Eric Meurice	Mgmt	For	For
1.8	Elect Director Natalia Pavlova	Mgmt	For	For
1.9	Elect Director John Peeler	Mgmt	For	For
1.10	Elect Director Eugene Scherbakov	Mgmt	For	For
1.11	Elect Director Agnes Tang	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.

3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
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Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

IQVIA Holdings Inc.

Meeting Date: 04/16/2024

Country: USA

Ticker: IQV

Meeting Type: Annual

Primary ISIN: US46266C1053

Primary SEDOL: BDR73G1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ari Bousbib	Mgmt	For	For
1b	Elect Director Carol J. Burt	Mgmt	For	For
1c	Elect Director Colleen A. Goggins	Mgmt	For	For

IQVIA Holdings Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Director John M. Leonard	Mgmt	For	For
1e	Elect Director Todd B. Sisitsky	Mgmt	For	For
1f	Elect Director Sheila A. Stamps	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Report on Political Contributions and Expenditures	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

IRADIMED CORPORATION

Meeting Date: 06/20/2024

Country: USA

Ticker: IRMD

Meeting Type: Annual

Primary ISIN: US46266A1097

Primary SEDOL: BP4GNJ8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Roger Susi	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s).</i>				
1.2	Elect Director Monty Allen	Mgmt	For	For
1.3	Elect Director Anthony Vuoto	Mgmt	For	For
1.4	Elect Director Hilda Scharen-Guivel	Mgmt	For	For
1.5	Elect Director James Hawkins	Mgmt	For	For
2	Ratify RSM US LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

iRhythm Technologies, Inc.

Meeting Date: 05/29/2024

Country: USA

Ticker: IRTC

Meeting Type: Annual

Primary ISIN: US4500561067

Primary SEDOL: BYT4ST5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director C. Noel Bairey Merz	Mgmt	For	For
1.2	Elect Director Quentin S. Blackford	Mgmt	For	For
1.3	Elect Director Bruce G. Bodaken	Mgmt	For	For
1.4	Elect Director Karen Ling	Mgmt	For	For
1.5	Elect Director Mojdeh Poul	Mgmt	For	For
1.6	Elect Director Mark J. Rubash	Mgmt	For	For
1.7	Elect Director Ralph Snyderman	Mgmt	For	For
1.8	Elect Director Abhijit Y. Talwalkar	Mgmt	For	Withhold

Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.

1.9	Elect Director Brian Yoor	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.

3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
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Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

4	Amend Certificate of Incorporation to Limit the Liability of Officers	Mgmt	For	For
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year

Voter Rationale: We support an annual say on pay frequency.

Iridium Communications Inc.

Meeting Date: 05/21/2024

Country: USA

Ticker: IRDM

Meeting Type: Annual

Primary ISIN: US46269C1027

Primary SEDOL: B2QH310

Iridium Communications Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Robert H. Niehaus	Mgmt	For	For
1.2	Elect Director Thomas C. Canfield	Mgmt	For	For
1.3	Elect Director Matthew J. Desch	Mgmt	For	For
1.4	Elect Director Thomas J. Fitzpatrick	Mgmt	For	For
1.5	Elect Director L. Anthony Frazier	Mgmt	For	For
1.6	Elect Director Alvin B. Krongard	Mgmt	For	For
1.7	Elect Director Suzanne E. McBride	Mgmt	For	For
1.8	Elect Director Eric T. Olson	Mgmt	For	For
1.9	Elect Director Kay N. Sears	Mgmt	For	For
1.10	Elect Director Jacqueline E. Yeane	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i></p>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For

IRISO Electronics Co., Ltd.

Meeting Date: 06/25/2024	Country: Japan	Ticker: 6908
	Meeting Type: Annual	
	Primary ISIN: JP3149800009	Primary SEDOL: 6461128

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 90	Mgmt	For	For
2.1	Elect Director Sato, Sadao	Mgmt	For	For
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Given the recent changes to the board, we will keep this matter under review.</i></p>				
2.2	Elect Director Suzuki, Hitoshi	Mgmt	For	For
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Given the recent changes to the board, we will keep this matter under review.</i></p>				
2.3	Elect Director Toyoshima, Mitsuyoshi	Mgmt	For	For
2.4	Elect Director Takeda, Keiji	Mgmt	For	For
2.5	Elect Director Ohira, Akihiko	Mgmt	For	For

IRISO Electronics Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.1	Elect Director and Audit Committee Member Miyauchi, Toshihiko	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Fujita, Koji	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Sato, Noboru	Mgmt	For	For
3.4	Elect Director and Audit Committee Member Shibata, Masahisa	Mgmt	For	For
3.5	Elect Director and Audit Committee Member Uchida, Akemi	Mgmt	For	For

Iron Mountain Incorporated

Meeting Date: 05/30/2024

Country: USA

Ticker: IRM

Meeting Type: Annual

Primary ISIN: US46284V1017

Primary SEDOL: BVFTF03

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jennifer Allerton	Mgmt	For	For
1b	Elect Director Pamela M. Arway	Mgmt	For	For
1c	Elect Director Clarke H. Bailey	Mgmt	For	For
1d	Elect Director Kent P. Dauten	Mgmt	For	For
1e	Elect Director Monte Ford	Mgmt	For	For
1f	Elect Director Robin L. Matlock	Mgmt	For	For
1g	Elect Director William L. Meaney	Mgmt	For	For
1h	Elect Director Wendy J. Murdock	Mgmt	For	For
1i	Elect Director Walter C. Rakowich	Mgmt	For	For
1j	Elect Director Theodore R. Samuels	Mgmt	For	For
1k	Elect Director Doyle R. Simons	Mgmt	For	For
2	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.

4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
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Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

Isetan Mitsukoshi Holdings Ltd.

Meeting Date: 06/24/2024

Country: Japan

Ticker: 3099

Meeting Type: Annual

Primary ISIN: JP3894900004

Primary SEDOL: B2Q4CL4

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 Hosoya, Toshiyuki	Mgmt	For	For
2.2	Elect Director Ishizuka, Yuki	Mgmt	For	For
2.3	Elect Director Makino, Yoshinori	Mgmt	For	For
2.4	Elect Director Hashimoto, Fukutaka	Mgmt	For	For
2.5	Elect Director Ando, Tomoko	Mgmt	For	For
2.6	Elect Director Ochi, Hitoshi	Mgmt	For	For
2.7	Elect Director Iwamoto, Toshio	Mgmt	For	For
2.8	Elect Director Sukeno, Kenji	Mgmt	For	For
2.9	Elect Director Matsuda, Chieko	Mgmt	For	For

Italgas SpA

Meeting Date: 05/06/2024

Country: Italy

Ticker: IG

Meeting Type: Annual/Special

Primary ISIN: IT0005211237

Primary SEDOL: BD2Z8S7

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
3.1	Approve Remuneration Policy	Mgmt	For	For
3.2	Approve Second Section of the Remuneration Report	Mgmt	For	Against
<i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>				
4	Approve Co-Investment 2024-2025 Plan	Mgmt	For	For
	Extraordinary Business	Mgmt		
1	Authorize Board to Increase Capital to Service Co-Investment 2024-2025 Plan	Mgmt	For	For

ITOCHU Corp.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 8001

Meeting Type: Annual

Primary ISIN: JP3143600009

Primary SEDOL: 6467803

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 Okafuji, Masahiro	Mgmt	For	For
2.2	Elect Director Ishii, Keita	Mgmt	For	For
2.3	Elect Director Kobayashi, Fumihiko	Mgmt	For	For
2.4	Elect Director Hachimura, Tsuyoshi	Mgmt	For	For
2.5	Elect Director Tsubai, Hiroyuki	Mgmt	For	For
2.6	Elect Director Seto, Kenji	Mgmt	For	For
2.7	Elect Director Naka, Hiroyuki	Mgmt	For	For
2.8	Elect Director Kawana, Masatoshi	Mgmt	For	For
2.9	Elect Director Nakamori, Makiko	Mgmt	For	For
2.10	Elect Director Ishizuka, Kunio	Mgmt	For	For
2.11	Elect Director Ito, Akiko	Mgmt	For	For
3	Appoint Statutory Auditor Kyoda, Makoto	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
4	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

Itron, Inc.

Meeting Date: 05/09/2024

Country: USA

Ticker: ITRI

Meeting Type: Annual

Primary ISIN: US4657411066

Primary SEDOL: 2471949

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Sanjay Mirchandani	Mgmt	For	For
1b	Elect Director Thomas L. Deitrich	Mgmt	For	For
1c	Elect Director Timothy M. Leyden	Mgmt	For	For
1d	Elect Director Santiago Perez	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Itron, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Ivanhoe Electric Inc.

Meeting Date: 06/06/2024

Country: USA

Ticker: IE

Meeting Type: Annual

Primary ISIN: US46578C1080

Primary SEDOL: BPF0KH6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Robert Friedland	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1b	Elect Director Taylor Melvin	Mgmt	For	For
1c	Elect Director Russell Ball	Mgmt	For	For
1d	Elect Director Sofia Bianchi	Mgmt	For	Against
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1e	Elect Director Hirofumi Katase	Mgmt	For	For
1f	Elect Director Patrick Loftus-Hills	Mgmt	For	For
1g	Elect Director Victoire de Margerie	Mgmt	For	For
1h	Elect Director Priya Patil	Mgmt	For	For
1i	Elect Director Ronald Vance	Mgmt	For	For
2	Ratify Deloitte LLP as Auditors	Mgmt	For	For
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

Ivanhoe Mines Ltd.

Meeting Date: 06/20/2024

Country: Canada

Ticker: IVN

Meeting Type: Annual

Primary ISIN: CA46579R1047

Primary SEDOL: BD73C40

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Fix Number of Directors at Eleven	Mgmt	For	For
2A	Elect Director Robert M. Friedland	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
2B	Elect Director Weibao (Webber) Hao	Mgmt	For	For
2C	Elect Director Tadeu Carneiro	Mgmt	For	For
2D	Elect Director Jinghe Chen	Mgmt	For	For
2E	Elect Director William Hayden	Mgmt	For	For
2F	Elect Director Martie Janse van Rensburg	Mgmt	For	For
2G	Elect Director Manfu Ma	Mgmt	For	For
2H	Elect Director Peter G. Meredith	Mgmt	For	For
2I	Elect Director Phumzile Mlambo-Ngcuka	Mgmt	For	For
2J	Elect Director Kgalema P. Motlanthe	Mgmt	For	For
2K	Elect Director Delphine Traore	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 30% of the board. While directors are charged with making decisions regarding executive compensation, an advisory say on pay vote is the best method for all shareholders to provide their views on those decisions. The governance committee should put a say on pay on the AGM agenda as is now common practice in Canada.</i>				
3	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Iyogin Holdings, Inc.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 5830

Meeting Type: Annual

Primary ISIN: JP3149700001

Primary SEDOL: BP38QH4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Otsuka, Iwao	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance. The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
1.2	Elect Director Miyoshi, Kenji	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance. The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				

Iyogin Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Nagata, Hiroshi	Mgmt	For	For
1.4	Elect Director Semba, Hirohisa	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Ito, Masamichi	Mgmt	For	For
2.2	Elect Director and Audit Committee Member Joko, Keiji	Mgmt	For	For
2.3	Elect Director and Audit Committee Member Noma, Yoriko	Mgmt	For	For
2.4	Elect Director and Audit Committee Member Tanaka, Takuji	Mgmt	For	For
3	Amend Articles to Mandate Shareholder Approval for Income Allocation and Share Buybacks	SH	Against	Against
4	Amend Articles to Prohibit Representative Directors and Chairman of the Company from Concurrently Serving on the Board of Other Companies	SH	Against	Against
5	Amend Articles to Mandate Competitive Bidding for Construction of Buildings Ordered by Iyogin Holdings	SH	Against	Against
6	Amend Articles to Aim for Reduction of Shares Held as Cross-Shareholdings	SH	Against	Against
7	Amend Articles to Introduce Provision concerning Dividend Payout Policy	SH	Against	Against
8	Remove Incumbent Director Nagata, Hiroshi	SH	Against	Against

Izumi Co., Ltd.

Meeting Date: 05/29/2024

Country: Japan

Ticker: 8273

Meeting Type: Annual

Primary ISIN: JP3138400001

Primary SEDOL: 6468152

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 45	Mgmt	For	Against
<i>Voter Rationale: A vote AGAINST this resolution is warranted because: * It will be inappropriate to make final dividend payments before audited financial statements are available.</i>				
2	Elect Director Yano, Izumi	Mgmt	For	For
3.1	Appoint Statutory Auditor Horikawa, Tomoko	Mgmt	For	Against
<i>Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.</i>				

Izumi Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.2	Appoint Statutory Auditor Okada, Hirota	Mgmt	For	Against

Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.

J. FRONT RETAILING Co., Ltd.

Meeting Date: 05/23/2024	Country: Japan	Ticker: 3086	
	Meeting Type: Annual		
		Primary ISIN: JP3386380004	Primary SEDOL: B23TC12

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Koide, Hiroko	Mgmt	For	For
1.2	Elect Director Yago, Natsunosuke	Mgmt	For	For
1.3	Elect Director Hakoda, Junya	Mgmt	For	For
1.4	Elect Director Uchida, Akira	Mgmt	For	For
1.5	Elect Director Seki, Tadayuki	Mgmt	For	For
1.6	Elect Director Omura, Emi	Mgmt	For	For
1.7	Elect Director Yoshimoto, Tatsuya	Mgmt	For	For
1.8	Elect Director Hamada, Kazuko	Mgmt	For	For
1.9	Elect Director Ono, Keiichi	Mgmt	For	For
1.10	Elect Director Wakabayashi, Hayato	Mgmt	For	For

J.B. Hunt Transport Services, Inc.

Meeting Date: 04/25/2024	Country: USA	Ticker: JBHT	
	Meeting Type: Annual		
		Primary ISIN: US4456581077	Primary SEDOL: 2445416

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Francesca M. Edwardson	Mgmt	For	For
1.2	Elect Director Sharilyn S. Gasaway	Mgmt	For	For
1.3	Elect Director Thad (John B., III) Hill	Mgmt	For	For
1.4	Elect Director Bryan Hunt	Mgmt	For	For
1.5	Elect Director Persio Lisboa	Mgmt	For	For
1.6	Elect Director Patrick Ottensmeyer	Mgmt	For	For

J.B. Hunt Transport Services, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director John N. Roberts, III	Mgmt	For	For
1.8	Elect Director James L. Robo	Mgmt	For	For
1.9	Elect Director Shelley Simpson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

JACCS Co., Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 8584

Meeting Type: Annual

Primary ISIN: JP3388600003

Primary SEDOL: 6468624

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 120	Mgmt	For	For
2.1	Elect Director Yamazaki, Toru	Mgmt	For	For
2.2	Elect Director Murakami, Ryo	Mgmt	For	For
2.3	Elect Director Saito, Takashi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.4	Elect Director Oshima, Kenichi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.5	Elect Director Kobayashi, Ichiro	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.6	Elect Director Suehiro, Akihito	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.7	Elect Director Segawa, Kazuhiko	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.8	Elect Director Suzuki, Masahito	Mgmt	For	For
2.9	Elect Director Okada, Kyoko	Mgmt	For	For
2.10	Elect Director Sampei, Hiroji	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.11	Elect Director Shitamori, Yuko	Mgmt	For	For

JACCS Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.1	Appoint Statutory Auditor Abo, Keigo	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.2	Appoint Statutory Auditor Ono, Hideki	Mgmt	For	For

JAFCO Group Co., Ltd.

Meeting Date: 06/18/2024	Country: Japan	Ticker: 8595
	Meeting Type: Annual	
	Primary ISIN: JP3389900006	Primary SEDOL: 6471439

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Fuki, Shinichi	Mgmt	For	For
1.2	Elect Director Miyoshi, Keisuke	Mgmt	For	For
2	Elect Director and Audit Committee Member Muraoka, Kanako	Mgmt	For	For

Jamieson Wellness Inc.

Meeting Date: 05/23/2024	Country: Canada	Ticker: JWEL
	Meeting Type: Annual	
	Primary ISIN: CA4707481046	Primary SEDOL: BF5GNG4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Heather Allen	Mgmt	For	For
<i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
1.2	Elect Director Louis Aronne	Mgmt	For	For
1.3	Elect Director Michael Pilato	Mgmt	For	For
1.4	Elect Director Timothy Penner	Mgmt	For	For
1.5	Elect Director Catherine Potechin	Mgmt	For	For
1.6	Elect Director Mei Ye	Mgmt	For	For
1.7	Elect Director Tania M. Clarke	Mgmt	For	For
1.8	Elect Director Francois Vimard	Mgmt	For	For
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Jamieson Wellness Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Janus International Group, Inc.

Meeting Date: 06/24/2024	Country: USA	Ticker: JBI
	Meeting Type: Annual	
	Primary ISIN: US47103N1063	Primary SEDOL: BKPG0T1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Tony Byerly	Mgmt	For	For
1b	Elect Director Roger Fradin	Mgmt	For	For
<i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i>				
1c	Elect Director Joseph F. Hanna	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Variable remuneration should not contain a significant overlap of metrics. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
5	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For

Japan Airlines Co., Ltd.

Meeting Date: 06/18/2024	Country: Japan	Ticker: 9201
	Meeting Type: Annual	
	Primary ISIN: JP3705200008	Primary SEDOL: B8BRV46

Japan Airlines Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 45	Mgmt	For	For
2.1	Elect Director Akasaka, Yuji	Mgmt	For	For
2.2	Elect Director Tottori, Mitsuko	Mgmt	For	For
2.3	Elect Director Saito, Yuji	Mgmt	For	For
2.4	Elect Director Aoki, Noriyuki	Mgmt	For	For
2.5	Elect Director Kashiwagi, Yoriyuki	Mgmt	For	For
2.6	Elect Director Tamura, Ryo	Mgmt	For	For
2.7	Elect Director Kobayashi, Eizo	Mgmt	For	For
2.8	Elect Director Yanagi, Hiroyuki	Mgmt	For	For
2.9	Elect Director Mitsuya, Yuko	Mgmt	For	For
3.1	Appoint Statutory Auditor Okada, Joji	Mgmt	For	For
3.2	Appoint Statutory Auditor Matsumura, Mariko	Mgmt	For	For

Japan Airport Terminal Co., Ltd.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 9706

Meeting Type: Annual

Primary ISIN: JP3699400002

Primary SEDOL: 6472175

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 42	Mgmt	For	For
2.1	Elect Director Takashiro, Isao	Mgmt	For	For
2.2	Elect Director Yokota, Nobuaki	Mgmt	For	For
2.3	Elect Director Suzuki, Hisayasu	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.4	Elect Director Onishi, Hiroshi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.5	Elect Director Tanaka, Kazuhito	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.6	Elect Director Koyama, Yoko	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				

Japan Airport Terminal Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.7	Elect Director Fujino, Takeshi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.8	Elect Director Matsuda, Keishi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.9	Elect Director Kimura, Keiji	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.10	Elect Director Fukuzawa, Ichiro	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.11	Elect Director Kawamata, Yukihiro	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.12	Elect Director Saito, Yuji	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
3.1	Elect Director and Audit Committee Member Kakizaki, Tamaki	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Takeda, Ryoko	Mgmt	For	For
4	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

Japan Aviation Electronics Industry Ltd.

Meeting Date: 06/19/2024

Country: Japan

Ticker: 6807

Meeting Type: Annual

Primary ISIN: JP3705600009

Primary SEDOL: 6470351

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Onohara, Tsutomu	Mgmt	For	For
1.2	Elect Director Muraki, Masayuki	Mgmt	For	For
1.3	Elect Director Urano, Minoru	Mgmt	For	For
1.4	Elect Director Nakamura, Tetsuya	Mgmt	For	For
1.5	Elect Director Matsuo, Masahiro	Mgmt	For	For
1.6	Elect Director Takahashi, Reiichiro	Mgmt	For	For
1.7	Elect Director Goto, Kazuhiro	Mgmt	For	For
1.8	Elect Director Kawaguchi, Hiroshi	Mgmt	For	For
1.9	Elect Director Numata, Yuko	Mgmt	For	For

Japan Aviation Electronics Industry Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.10	Elect Director Nagasaki, Mami	Mgmt	For	For
2	Approve Restricted Stock Plan	Mgmt	For	Against
<i>Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.</i>				
3	Approve Annual Bonus	Mgmt	For	For

Japan Elevator Service Holdings Co., Ltd.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 6544

Meeting Type: Annual

Primary ISIN: JP3389510003

Primary SEDOL: BF0QWT5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 25	Mgmt	For	For
2.1	Elect Director Ishida, Katsushi	Mgmt	For	For
2.2	Elect Director Imamura, Kimihiko	Mgmt	For	For
2.3	Elect Director Watanabe, Hitoshi	Mgmt	For	For
2.4	Elect Director Endo, Noriko	Mgmt	For	For
2.5	Elect Director Yano, Mika	Mgmt	For	For
3.1	Appoint Statutory Auditor Tachibana, Kei	Mgmt	For	For
3.2	Appoint Statutory Auditor Ogata, Nobuyasu	Mgmt	For	For
3.3	Appoint Statutory Auditor Mizutani, Midori	Mgmt	For	For

Japan Exchange Group, Inc.

Meeting Date: 06/19/2024

Country: Japan

Ticker: 8697

Meeting Type: Annual

Primary ISIN: JP3183200009

Primary SEDOL: 6743882

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Clarify Director Authority on Shareholder Meetings - Allow Virtual Only Shareholder Meetings	Mgmt	For	For
2.1	Elect Director Kinoshita, Yasushi	Mgmt	For	For
2.2	Elect Director Yamaji, Hiromi	Mgmt	For	For

Japan Exchange Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.3	Elect Director Iwanaga, Moriyuki	Mgmt	For	For
2.4	Elect Director Yokoyama, Ryusuke	Mgmt	For	For
2.5	Elect Director Miyahara, Koichiro	Mgmt	For	For
2.6	Elect Director Konuma, Yasuyuki	Mgmt	For	For
2.7	Elect Director Philippe Avril	Mgmt	For	For
2.8	Elect Director Endo, Nobuhiro	Mgmt	For	For
2.9	Elect Director Ota, Hiroko	Mgmt	For	For
2.10	Elect Director Kama, Kazuaki	Mgmt	For	For
2.11	Elect Director Sumida, Sayaka	Mgmt	For	For
2.12	Elect Director Takeno, Yasuzo	Mgmt	For	For
2.13	Elect Director Teshirogi, Isao	Mgmt	For	For
2.14	Elect Director Matsumoto, Mitsuhiko	Mgmt	For	For
2.15	Elect Director Lin Kay	Mgmt	For	For

Japan Material Co., Ltd.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 6055

Meeting Type: Annual

Primary ISIN: JP3389680004

Primary SEDOL: B4KGDQ2

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	Elect Director Tanaka, Hisao	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Given the recent updates to the board, we will keep this matter under review.</i>				
2.2	Elect Director Kai, Tetsuo	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.3	Elect Director Tanaka, Kosuke	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.4	Elect Director Hase, Keisuke	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.5	Elect Director Sakaguchi, Yoshinori	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				

Japan Material Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.6	Elect Director Yanai, Nobuharu	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.7	Elect Director Tanaka, Tomokazu	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.8	Elect Director Tamura, Yasushi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.9	Elect Director Oshima, Jiro	Mgmt	For	For
2.10	Elect Director Sugiyama, Kenichi	Mgmt	For	For
2.11	Elect Director Numazawa, Sadahiro	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
3.1	Elect Director and Audit Committee Member Kita, Teruyuki	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>			
3.2	Elect Director and Audit Committee Member Imaeda, Tsuyoshi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>			
3.3	Elect Director and Audit Committee Member Takahashi, Hiroko	Mgmt	For	For
4	Elect Alternate Director and Audit Committee Member Hayashi, Mikio	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>			
5	Approve Restricted Stock Plan	Mgmt	For	Against
	<i>Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.</i>			

Japan Post Bank Co., Ltd.

Meeting Date: 06/18/2024

Country: Japan

Ticker: 7182

Meeting Type: Annual

Primary ISIN: JP3946750001

Primary SEDOL: BYT8165

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kasama, Takayuki	Mgmt	For	Against
	<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>			

Japan Post Bank Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Tanaka, Susumu	Mgmt	For	For
1.3	Elect Director Yano, Harumi	Mgmt	For	For
1.4	Elect Director Masuda, Hiroya	Mgmt	For	For
1.5	Elect Director Yamazaki, Katsuyo	Mgmt	For	For
1.6	Elect Director Takeuchi, Keisuke	Mgmt	For	For
1.7	Elect Director Kaiwa, Makoto	Mgmt	For	For
1.8	Elect Director Aihara, Risa	Mgmt	For	For
1.9	Elect Director Kawamura, Hiroshi	Mgmt	For	For
1.10	Elect Director Yamamoto, Kenzo	Mgmt	For	For
1.11	Elect Director Nakazawa, Keiji	Mgmt	For	For
1.12	Elect Director Sato, Atsuko	Mgmt	For	For
1.13	Elect Director Amano, Reiko	Mgmt	For	For
1.14	Elect Director Kato, Akane	Mgmt	For	For

Japan Post Holdings Co., Ltd.

Meeting Date: 06/19/2024

Country: Japan

Ticker: 6178

Meeting Type: Annual

Primary ISIN: JP3752900005

Primary SEDOL: BYT8143

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Masuda, Hiroya	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				
1.2	Elect Director Iizuka, Atsushi	Mgmt	For	For
1.3	Elect Director Senda, Tetsuya	Mgmt	For	For
1.4	Elect Director Tanigaki, Kunio	Mgmt	For	For
1.5	Elect Director Kasama, Takayuki	Mgmt	For	For
1.6	Elect Director Okamoto, Tsuyoshi	Mgmt	For	For
1.7	Elect Director Koezuka, Miharuru	Mgmt	For	For
1.8	Elect Director Kaiami, Makoto	Mgmt	For	For
1.9	Elect Director Satake, Akira	Mgmt	For	For
1.10	Elect Director Suwa, Takako	Mgmt	For	For
1.11	Elect Director Ito, Yayoi	Mgmt	For	For
1.12	Elect Director Oeda, Hiroshi	Mgmt	For	For
1.13	Elect Director Kimura, Miyoko	Mgmt	For	For

Japan Post Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.14	Elect Director Shindo, Kosei	Mgmt	For	For
1.15	Elect Director Shiono, Noriko	Mgmt	For	For

JAPAN POST INSURANCE Co., Ltd.

Meeting Date: 06/17/2024

Country: Japan

Ticker: 7181

Meeting Type: Annual

Primary ISIN: JP3233250004

Primary SEDOL: BYT8154

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Tanigaki, Kunio	Mgmt	For	For
1.2	Elect Director Onishi, Toru	Mgmt	For	For
1.3	Elect Director Nara, Tomoaki	Mgmt	For	For
1.4	Elect Director Masuda, Hiroya	Mgmt	For	For
1.5	Elect Director Suzuki, Masako	Mgmt	For	For
1.6	Elect Director Harada, Kazuyuki	Mgmt	For	For
1.7	Elect Director Tonosu, Kaori	Mgmt	For	For
1.8	Elect Director Tomii, Satoshi	Mgmt	For	For
1.9	Elect Director Shingu, Yuki	Mgmt	For	For
1.10	Elect Director Omachi, Reiko	Mgmt	For	For
1.11	Elect Director Yamana, Shohei	Mgmt	For	For

Japan Pulp & Paper Co., Ltd.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 8032

Meeting Type: Annual

Primary ISIN: JP3694000005

Primary SEDOL: 6470306

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Watanabe, Akihiko	Mgmt	For	For
1.2	Elect Director Katsuta, Chihiro	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
1.3	Elect Director Sakurai, Kazuhiko	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				

Japan Pulp & Paper Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Izawa, Tetsuo	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
1.5	Elect Director Takeuchi, Sumiko	Mgmt	For	For
1.6	Elect Director Suzuki, Yoko	Mgmt	For	For
1.7	Elect Director Takahashi, Hiroshi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.1	Appoint Statutory Auditor Uesaka, Rie	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
2.2	Appoint Statutory Auditor Higuchi, Naofumi	Mgmt	For	For

Japan Securities Finance Co., Ltd.

Meeting Date: 06/25/2024	Country: Japan	Ticker: 8511
	Meeting Type: Annual	
	Primary ISIN: JP3714400003	Primary SEDOL: 6470760

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Obata, Naotaka	Mgmt	For	For
1.2	Elect Director Sugino, Shoko	Mgmt	For	For
1.3	Elect Director Futagoishi, Kensuke	Mgmt	For	For
1.4	Elect Director Yamakawa, Takayoshi	Mgmt	For	For
1.5	Elect Director Egami, Setsuko	Mgmt	For	For
1.6	Elect Director Kushida, Shigeki	Mgmt	For	For
1.7	Elect Director Fukushima, Kenji	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				

JBG SMITH Properties

Meeting Date: 04/25/2024	Country: USA	Ticker: JBGS
	Meeting Type: Annual	
	Primary ISIN: US46590V1008	Primary SEDOL: BD3BX01

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Phyllis R. Caldwell	Mgmt	For	For
1b	Elect Director Scott A. Estes	Mgmt	For	For
1c	Elect Director Alan S. Forman	Mgmt	For	For
1d	Elect Director Michael J. Glosserman	Mgmt	For	For
1e	Elect Director W. Matthew Kelly	Mgmt	For	For
1f	Elect Director Alisa M. Mall	Mgmt	For	For
1g	Elect Director Carol A. Melton	Mgmt	For	For
1h	Elect Director William J. Mulrow	Mgmt	For	For
1i	Elect Director D. Ellen Shuman	Mgmt	For	For
1j	Elect Director Robert A. Stewart	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against

Voter Rationale: A vote AGAINST this proposal is warranted. Annual incentives are predominantly based on quantified pre-set goals, and half of LTI awards are performance conditioned. However, there are significant concerns regarding STI goal rigor. The maximum goal for the most heavily weighted individual metric was set below the prior year's results without a corresponding pay reduction or compelling rationale disclosed in the proxy and this metric was achieved at maximum (and contributed to a third consecutive maximum payout for the CEO). The rigor of the performance-conditioned equity also raises some level of concern, when analyzed over the 10-year term of the award.

3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
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Voter Rationale: We support an annual say on pay frequency.

4	Amend Omnibus Stock Plan	Mgmt	For	Against
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Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.

5	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
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JCR Pharmaceuticals Co., Ltd.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 4552

Meeting Type: Annual

Primary ISIN: JP3701000006

Primary SEDOL: 6467591

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ashida, Shin	Mgmt	For	For
1.2	Elect Director Ashida, Toru	Mgmt	For	For
1.3	Elect Director Sonoda, Hiroyuki	Mgmt	For	For

JCR Pharmaceuticals Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Hiyama, Yoshio	Mgmt	For	For
1.5	Elect Director Andrea Spezzi	Mgmt	For	For
1.6	Elect Director Suetsuna, Takashi	Mgmt	For	For
1.7	Elect Director Yoda, Toshihide	Mgmt	For	For
1.8	Elect Director Hayashi, Yuko	Mgmt	For	For
1.9	Elect Director Atomi, Yutaka	Mgmt	For	For
1.10	Elect Director Philippe Fauchet	Mgmt	For	For
1.11	Elect Director Marc Dunoyer	Mgmt	For	For
2	Approve Restricted Stock Plan	Mgmt	For	Against

Voter Rationale: Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.

JCU Corp.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 4975

Meeting Type: Annual

Primary ISIN: JP3166200000

Primary SEDOL: B0QH446

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kimura, Masashi	Mgmt	For	Abstain
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>			
1.2	Elect Director Omori, Akihisa	Mgmt	For	Abstain
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>			
1.3	Elect Director Arata, Takanori	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
1.4	Elect Director Ikegawa, Hirofumi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
1.5	Elect Director Inoue, Yoji	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
1.6	Elect Director Araake, Fumihiko	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
1.7	Elect Director Yamamoto, Mayumi	Mgmt	For	For
1.8	Elect Director Itagaki, Masayuki	Mgmt	For	For

JCU Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.9	Elect Director Nihei, Harusato	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2	Appoint Statutory Auditor Matsura, Mitsuyoshi	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3	Appoint Alternate Statutory Auditor Kihara, Daisuke	Mgmt	For	For

JEOL Ltd.

Meeting Date: 06/26/2024 **Country:** Japan **Ticker:** 6951
Meeting Type: Annual **Primary ISIN:** JP3735000006 **Primary SEDOL:** 6470544

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 69	Mgmt	For	For
2.1	Elect Director Oi, Izumi	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Tazawa, Toyohiko	Mgmt	For	For
2.3	Elect Director Yaguchi, Katsumoto	Mgmt	For	For
2.4	Elect Director Seki, Atsushi	Mgmt	For	For
2.5	Elect Director Kobayashi, Akihiro	Mgmt	For	For
2.6	Elect Director Kanno, Ryuji	Mgmt	For	For
2.7	Elect Director Terashima, Kaoru	Mgmt	For	For
2.8	Elect Director Yomo, Yukari	Mgmt	For	For
2.9	Elect Director Kanayama, Toshihiko	Mgmt	For	For
3	Appoint Alternate Statutory Auditor Nakanishi, Kazuyuki	Mgmt	For	For

Jerónimo Martins SGPS SA

Meeting Date: 04/18/2024 **Country:** Portugal **Ticker:** JMT
Meeting Type: Annual **Primary ISIN:** PTJMT0AE0001 **Primary SEDOL:** B1Y1SQ7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Individual and Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
<i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.</i>				
2	Approve Allocation of Income	Mgmt	For	For
3	Appraise Management and Supervision of Company and Approve Vote of Confidence to Corporate Bodies	Mgmt	For	For
4	Amend Articles 14, 23, and 31	Mgmt	For	For

JGC Holdings Corp.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 1963

Meeting Type: Annual

Primary ISIN: JP3667600005

Primary SEDOL: 6473468

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 Sato, Masayuki	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				
2.2	Elect Director Ishizuka, Tadashi	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				
2.3	Elect Director Terajima, Kiyotaka	Mgmt	For	For
2.4	Elect Director Ishikawa, Masaki	Mgmt	For	For
2.5	Elect Director Yamada, Shoji	Mgmt	For	For
2.6	Elect Director Endo, Shigeru	Mgmt	For	For
2.7	Elect Director Matsushima, Masayuki	Mgmt	For	For
2.8	Elect Director Yao, Noriko	Mgmt	For	For
2.9	Elect Director Mishima, Shinjiro	Mgmt	For	For
2.10	Elect Director Hirano, Miku	Mgmt	For	For
3.1	Appoint Statutory Auditor Muto, Kazuyoshi	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.2	Appoint Statutory Auditor Ninomiya, Akira	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				

JGC Holdings Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.3	Appoint Statutory Auditor Takamatsu, Norio	Mgmt	For	For
3.4	Appoint Statutory Auditor Oki, Kazuya	Mgmt	For	For
3.5	Appoint Statutory Auditor Funayama, Norio	Mgmt	For	Against

Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.

JMDC, Inc.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 4483

Meeting Type: Annual

Primary ISIN: JP3386690006

Primary SEDOL: BK7C5Q9

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 Matsushima, Yosuke	Mgmt	For	For
2.2	Elect Director Noguchi, Ryo	Mgmt	For	For
2.3	Elect Director Yamamoto, Yuta	Mgmt	For	For
2.4	Elect Director Takeda, Seiji	Mgmt	For	For
2.5	Elect Director Jihyun Lee	Mgmt	For	For
3	Elect Director and Audit Committee Member Watanabe, Taeko	Mgmt	For	For

Johnson & Johnson

Meeting Date: 04/25/2024

Country: USA

Ticker: JNJ

Meeting Type: Annual

Primary ISIN: US4781601046

Primary SEDOL: 2475833

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Darius Adamczyk	Mgmt	For	For
1b	Elect Director Mary C. Beckerle	Mgmt	For	For
1c	Elect Director D. Scott Davis	Mgmt	For	For
1d	Elect Director Jennifer A. Doudna	Mgmt	For	For
1e	Elect Director Joaquin Duato	Mgmt	For	For
1f	Elect Director Marillyn A. Hewson	Mgmt	For	For

Johnson & Johnson

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director Paula A. Johnson	Mgmt	For	For
1h	Elect Director Hubert Joly	Mgmt	For	For
1i	Elect Director Mark B. McClellan	Mgmt	For	For
1j	Elect Director Anne M. Mulcahy	Mgmt	For	For
1k	Elect Director Mark A. Weinberger	Mgmt	For	For
1l	Elect Director Nadja Y. West	Mgmt	For	For
1m	Elect Director Eugene A. Woods	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
4	Report on Gender-Based Compensation and Benefits Inequities	SH	Against	Against
<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>				
5	Report on Impact of Extended Patent Exclusivities on Product Access	SH		

JPMorgan Chase & Co.

Meeting Date: 05/21/2024

Country: USA

Ticker: JPM

Meeting Type: Annual

Primary ISIN: US46625H1005

Primary SEDOL: 2190385

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Linda B. Bammann	Mgmt	For	For
1b	Elect Director Stephen B. Burke	Mgmt	For	Against
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1c	Elect Director Todd A. Combs	Mgmt	For	For
1d	Elect Director Alicia Boler Davis	Mgmt	For	For
1e	Elect Director James Dimon	Mgmt	For	For
1f	Elect Director Alex Gorsky	Mgmt	For	For
1g	Elect Director Mellody Hobson	Mgmt	For	For
1h	Elect Director Phebe N. Novakovic	Mgmt	For	For

JPMorgan Chase & Co.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1i	Elect Director Virginia M. Rometty	Mgmt	For	For
1j	Elect Director Mark A. Weinberger	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	For
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
5	Require Independent Board Chair	SH	Against	For
<i>Voter Rationale: Appointing a fully independent chairman creates a balance of power that is more conducive to long-term performance. A board headed by management cannot reasonably provide the best oversight and evaluation of managements performance.</i>				
6	Report on Impacts of JPMC's Climate Transition Policies	SH	Against	Against
7	Report on Respecting Indigenous Peoples' Rights	SH	Against	For
<i>Voter Rationale: A vote FOR this proposal is warranted. The bank and its shareholders are likely to benefit from increased transparency regarding due diligence around Indigenous Peoples' rights in project-related financing and clients' activities, for existing and future business.</i>				
8	Review Proxy Voting Record and Policies Related to Climate Change and Diversity	SH	Against	Against
9	Commission Third Party Report on Due Diligence Process of Doing Business in Conflict Affected Areas	SH	Against	Against
10	Submit Severance Agreement to Shareholder Vote	SH	Against	For
<i>Voter Rationale: Companies should request approval of compensation policies covering severance packages and signing bonuses from shareholders. The prospect of separating the voting rights of a merger or acquisition from the compensation packages associate with it is welcome.</i>				
11	Report on Civil Rights and Non-Discrimination Audit	SH	Against	Against

JS Global Lifestyle Company Limited

Meeting Date: 05/22/2024

Country: Cayman Islands

Ticker: 1691

Meeting Type: Annual

Primary ISIN: KYG2S85A1045

Primary SEDOL: BKL9QV8

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

JS Global Lifestyle Company Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2a	Elect Han Run as Director	Mgmt	For	For
<p><i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i></p>				
2b	Elect Huang Shuling as Director	Mgmt	For	For
2c	Elect Sun Zhe as Director	Mgmt	For	For
3	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
4	Approve Ernst & Young as Auditors 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
<p><i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i></p>				
7	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
<p><i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i></p>				

JS Global Lifestyle Company Limited

Meeting Date: 05/22/2024

Country: Cayman Islands

Ticker: 1691

Meeting Type: Extraordinary Shareholders

Primary ISIN: KYG2S85A1045

Primary SEDOL: BKL9QV8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Approve Proposed Annual Cap in Respect of the Transactions under the Sourcing Services Agreement - Joyoung	Mgmt	For	For
1b	Authorize Board to Deal with All Matters in Relation to the Proposed Annual Cap	Mgmt	For	For
2	Elect Maximilian Walter Conze as Director	Mgmt	For	For
<p><i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i></p>				

JTOWER, Inc.

Meeting Date: 06/28/2024

Country: Japan

Ticker: 4485

Meeting Type: Annual

Primary ISIN: JP3386700003

Primary SEDOL: BK7C5R0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Reduce Directors' Term	Mgmt	For	For
2.1	Elect Director Tanaka, Atsushi	Mgmt	For	For
2.2	Elect Director Kiriya, Yusuke	Mgmt	For	For
2.3	Elect Director Nakamura, Ryosuke	Mgmt	For	For
2.4	Elect Director Ota, Naoki	Mgmt	For	For
2.5	Elect Director Uchida, Yoshiaki	Mgmt	For	For
2.6	Elect Director Oba, Mutsuko	Mgmt	For	For
2.7	Elect Director Nikkuni, Takahiro	Mgmt	For	For
2.8	Elect Director Matthias Vukovich	Mgmt	For	For
2.9	Elect Director Sato, Asuka	Mgmt	For	For

Juniper Networks, Inc.

Meeting Date: 04/02/2024

Country: USA

Ticker: JNPR

Meeting Type: Special

Primary ISIN: US48203R1041

Primary SEDOL: 2431846

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Merger Agreement	Mgmt	For	For
2	Advisory Vote on Golden Parachutes	Mgmt	For	For
3	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For
4	Adjourn Meeting	Mgmt	For	For

Juniper Networks, Inc.

Meeting Date: 06/04/2024

Country: USA

Ticker: JNPR

Meeting Type: Annual

Primary ISIN: US48203R1041

Primary SEDOL: 2431846

Juniper Networks, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Anne DelSanto	Mgmt	For	For
1b	Elect Director Kevin DeNuccio	Mgmt	For	For
1c	Elect Director James Dolce	Mgmt	For	For
1d	Elect Director Steven Fernandez	Mgmt	For	For
1e	Elect Director Christine Gorjanc	Mgmt	For	For
1f	Elect Director Janet Haugen	Mgmt	For	For
1g	Elect Director Scott Kriens	Mgmt	For	For
1h	Elect Director Rahul Merchant	Mgmt	For	For
1i	Elect Director Rami Rahim	Mgmt	For	For
1j	Elect Director William Stensrud	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
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Voter Rationale: While there are potential area for improvement within the executive compensation plan, such as better disclosure of qualitative metrics under the annual bonus plan and more stretching targets under the relative metric of the long-term incentive plan, overall pay is aligned with performance.

4	Amend Omnibus Stock Plan	Mgmt	For	For
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Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.

5	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
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Juroku Financial Group, Inc.

Meeting Date: 06/20/2024

Country: Japan

Ticker: 7380

Meeting Type: Annual

Primary ISIN: JP3392650002

Primary SEDOL: BLGYF07

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Murase, Yukio	Mgmt	For	Against

Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.

Juroku Financial Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Ikeda, Naoki	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				
1.3	Elect Director Ishiguro, Akihide	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
1.4	Elect Director Shiraki, Yukiyasu	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
1.5	Elect Director Bito, Yoshiaki	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
1.6	Elect Director Shiozaki, Tomoko	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
1.7	Elect Director Ito, Satoko	Mgmt	For	For
1.8	Elect Director Ueda, Yasushi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2	Elect Director and Audit Committee Member Yamashita, Akito	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				

JustSystems Corp.

Meeting Date: 06/25/2024	Country: Japan	Ticker: 4686
	Meeting Type: Annual	
	Primary ISIN: JP3388450003	Primary SEDOL: 6079792

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 Sekinada, Kyotaro	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Tajiki, Masayuki	Mgmt	For	For
2.3	Elect Director Miki, Masayuki	Mgmt	For	For
2.4	Elect Director Kurihara, Manabu	Mgmt	For	For
2.5	Elect Director Midorikawa, Yoshie	Mgmt	For	For
3	Elect Alternate Director and Audit Committee Member Kurihara, Manabu	Mgmt	For	For

Jyske Bank A/S

Meeting Date: 04/18/2024

Country: Denmark

Ticker: JYSK

Meeting Type: Extraordinary Shareholders

Primary ISIN: DK0010307958

Primary SEDOL: B0386J1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
a.1	Amend Articles Re: Art.(8), Item 1 g	Mgmt	For	For
a.2	Amend Articles Re: Art. 15(6) to be Discontinued	Mgmt	For	For
a.3	Amend Articles Re: Art. 16(1)	Mgmt	For	For
a.4	Amend Articles Re: Art. 17(1)	Mgmt	For	For
b	Authorize Editorial Changes to Adopted Resolutions in Connection with Registration with Danish Authorities	Mgmt	For	For
c	Other Business	Mgmt		

K92 Mining Inc.

Meeting Date: 06/27/2024

Country: Canada

Ticker: KNT

Meeting Type: Annual/Special

Primary ISIN: CA4991131083

Primary SEDOL: BYZ2CB3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Fix Number of Directors at Seven	Mgmt	For	For
2A	Elect Director Mark Eaton	Mgmt	For	For
2B	Elect Director Anne E. Giardini	Mgmt	For	For
2C	Elect Director Saurabh Handa	Mgmt	For	For
2D	Elect Director Cyndi Laval	Mgmt	For	For
2E	Elect Director Nan Lee	Mgmt	For	For
2F	Elect Director John D. Lewins	Mgmt	For	For
2G	Elect Director Graham Wheelock	Mgmt	For	For
3	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
4	Amend Share Compensation Plan	Mgmt	For	For
	<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>			
5	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>			

Kadokawa Corp.

Meeting Date: 06/18/2024

Country: Japan

Ticker: 9468

Meeting Type: Annual

Primary ISIN: JP3214350005

Primary SEDOL: BQQ1JP6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Accounting Transfers	Mgmt	For	For
2.1	Elect Director Natsuno, Takeshi	Mgmt	For	For
2.2	Elect Director Yamashita, Naohisa	Mgmt	For	For
2.3	Elect Director Murakawa, Shinobu	Mgmt	For	For
2.4	Elect Director Kase, Noriko	Mgmt	For	For
2.5	Elect Director Kawakami, Nobuo	Mgmt	For	For
2.6	Elect Director Cindy Chou	Mgmt	For	For
2.7	Elect Director Unora, Hiro	Mgmt	For	For
2.8	Elect Director Ruth Marie Jarman	Mgmt	For	For
2.9	Elect Director Sugiyama, Tadaaki	Mgmt	For	For
2.10	Elect Director Sasamoto, Yu	Mgmt	For	For
2.11	Elect Director Shiba, Akihiko	Mgmt	For	For
2.12	Elect Director Uzawa, Ayumi	Mgmt	For	For
2.13	Elect Director David Macdonald	Mgmt	For	For
2.14	Elect Director Okajima, Etsuko	Mgmt	For	For

Kajima Corp.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 1812

Meeting Type: Annual

Primary ISIN: JP3210200006

Primary SEDOL: 6481320

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 55	Mgmt	For	For
2.1	Elect Director Oshimi, Yoshikazu	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Top management is responsible for the company's unfavourable ROE performance.</i>				
2.2	Elect Director Amano, Hiromasa	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Top management is responsible for the company's unfavourable ROE performance.</i>				

Kajima Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.3	Elect Director Koshijima, Keisuke	Mgmt	For	For
2.4	Elect Director Kazama, Masaru	Mgmt	For	For
2.5	Elect Director Ishikawa, Hiroshi	Mgmt	For	For
2.6	Elect Director Katsumi, Takeshi	Mgmt	For	For
2.7	Elect Director Kumano, Takashi	Mgmt	For	For
2.8	Elect Director Saito, Kiyomi	Mgmt	For	For
2.9	Elect Director Suzuki, Yoichi	Mgmt	For	For
2.10	Elect Director Saito, Tamotsu	Mgmt	For	For
2.11	Elect Director Iijima, Masami	Mgmt	For	For
2.12	Elect Director Terawaki, Kazumine	Mgmt	For	For
3.1	Appoint Statutory Auditor Kobayashi, Toshiaki	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.2	Appoint Statutory Auditor Nakamori, Makiko	Mgmt	For	For

Kakaku.com, Inc.

Meeting Date: 06/19/2024

Country: Japan

Ticker: 2371

Meeting Type: Annual

Primary ISIN: JP3206000006

Primary SEDOL: 6689533

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 23	Mgmt	For	For
2.1	Elect Director Hayashi, Kaoru	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Murakami, Atsuhiko	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.3	Elect Director Miyazaki, Kanako	Mgmt	For	For
2.4	Elect Director Kasuya, Shinichi	Mgmt	For	For
2.5	Elect Director Okuma, Masahito	Mgmt	For	For
2.6	Elect Director Kato, Tomoharu	Mgmt	For	For
2.7	Elect Director Kinoshita, Masayuki	Mgmt	For	For
2.8	Elect Director Kadowaki, Makoto	Mgmt	For	For
2.9	Elect Director Iwase, Daisuke	Mgmt	For	For

Kakaku.com, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Appoint Ernst & Young ShinNihon LLC as New External Audit Firm	Mgmt	For	For
4	Approve Restricted Stock Plan	Mgmt	For	Against

Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.

Kaken Pharmaceutical Co., Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 4521

Meeting Type: Annual

Primary ISIN: JP3207000005

Primary SEDOL: 6481643

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 Horiuchi, Hiroyuki	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Given the recent changes to the board, we will keep this matter under review.</i>				
2.2	Elect Director Suzudo, Masashi	Mgmt	For	For
2.3	Elect Director Matsura, Masahiro	Mgmt	For	For
2.4	Elect Director Watanuki, Mitsuru	Mgmt	For	For
2.5	Elect Director Umeda, Yasuhiro	Mgmt	For	For
2.6	Elect Director Takagi, Shoichiro	Mgmt	For	For
2.7	Elect Director Inoue, Yasutomo	Mgmt	For	For
2.8	Elect Director Ishikawa, Satoko	Mgmt	For	For
3	Approve Annual Bonus	Mgmt	For	For

Kamigumi Co., Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 9364

Meeting Type: Annual

Primary ISIN: JP3219000001

Primary SEDOL: 6482668

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 55	Mgmt	For	For
2.1	Elect Director Fukai, Yoshihiro	Mgmt	For	For
2.2	Elect Director Tahara, Norihito	Mgmt	For	For

Kamigumi Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.3	Elect Director Hiramatsu, Koichi	Mgmt	For	For
2.4	Elect Director Nagata, Yukihiro	Mgmt	For	For
2.5	Elect Director Shiino, Kazuhisa	Mgmt	For	For
2.6	Elect Director Ishibashi, Nobuko	Mgmt	For	For
2.7	Elect Director Hosaka, Osamu	Mgmt	For	For
2.8	Elect Director Matsumura, Harumi	Mgmt	For	For
3.1	Appoint Statutory Auditor Horiuchi, Toshihiro	Mgmt	For	For
3.2	Appoint Statutory Auditor Sasaki, Shoko	Mgmt	For	For
4	Appoint Alternate Statutory Auditor Murakami, Katsumi	Mgmt	For	For
5	Appoint Nexus Audit Co. as New External Audit Firm	Mgmt	For	For

Kansai Paint Co., Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 4613

Meeting Type: Annual

Primary ISIN: JP3229400001

Primary SEDOL: 6483746

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 Mori, Kunishi	Mgmt	For	For
3.2	Elect Director Takahara, Shigeki	Mgmt	For	For
3.3	Elect Director Nishibayashi, Hitoshi	Mgmt	For	For
3.4	Elect Director Kajima, Junichi	Mgmt	For	For
3.5	Elect Director Tomioka, Takashi	Mgmt	For	For
3.6	Elect Director Omori, Shinichiro	Mgmt	For	For
3.7	Elect Director Yomo, Yukari	Mgmt	For	For
3.8	Elect Director Asli Meziyet Colpan	Mgmt	For	For

Kansai Paint Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.1	Elect Director and Audit Committee Member Hasebe, Hideshi	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
4.2	Elect Director and Audit Committee Member Yamamoto, Tokuo	Mgmt	For	For
4.3	Elect Director and Audit Committee Member Nakai, Hiroe	Mgmt	For	For
5	Elect Alternate Director and Audit Committee Member Kuroda, Ai	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

Kanzhun Limited

Meeting Date: 06/28/2024

Country: Cayman Islands

Ticker: 2076

Meeting Type: Annual

Primary ISIN: KYG5224V1032

Primary SEDOL: BP8ZH44

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for ADR Holders	Mgmt		
1	Accept Financial Statements and Statutory Reports (Voting)	Mgmt	For	For
2	Elect Director Peng Zhao	Mgmt	For	Against
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>				
3	Elect Director Tao Zhang	Mgmt	For	For
4	Elect Director Xiehua Wang	Mgmt	For	For
5	Elect Director Yan Li	Mgmt	For	For
<i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
6	Elect Director Mengyuan Dong	Mgmt	For	For
7	Approve Remuneration of Directors	Mgmt	For	For
8	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
9	Authorize Share Repurchase Program	Mgmt	For	For

Kanzhun Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
11	Approve PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

KATITAS Co., Ltd.

Meeting Date: 06/25/2024 **Country:** Japan **Ticker:** 8919
Meeting Type: Annual

Primary ISIN: JP3932950003 **Primary SEDOL:** BF0QD69

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Arai, Katsutoshi	Mgmt	For	For
1.2	Elect Director Yokota, Kazuhito	Mgmt	For	For
1.3	Elect Director Ushijima, Takayuki	Mgmt	For	For
1.4	Elect Director Shirai, Toshiyuki	Mgmt	For	For
1.5	Elect Director Kumagai, Seiichi	Mgmt	For	For
1.6	Elect Director Tsukuda, Hideaki	Mgmt	For	For
1.7	Elect Director Suto, Miwa	Mgmt	For	For
2.1	Appoint Alternate Statutory Auditor Nakanishi, Noriyuki	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
2.2	Appoint Alternate Statutory Auditor Fukushima, Kanae	Mgmt	For	For

Kawasaki Kisen Kaisha, Ltd.

Meeting Date: 06/21/2024 **Country:** Japan **Ticker:** 9107
Meeting Type: Annual

Primary ISIN: JP3223800008 **Primary SEDOL:** 6484686

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 150	Mgmt	For	For

Kawasaki Kisen Kaisha, Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.1	Elect Director Myochin, Yukikazu	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Given the recent updates to the board, we will keep this matter under review.</i>				
2.2	Elect Director Harigai, Kazuhiko	Mgmt	For	For
2.3	Elect Director Yamaga, Noriaki	Mgmt	For	For
2.4	Elect Director Yamada, Keiji	Mgmt	For	For
2.5	Elect Director Uchida, Ryuhei	Mgmt	For	For
2.6	Elect Director Kotaka, Koji	Mgmt	For	For
2.7	Elect Director Maki, Hiroyuki	Mgmt	For	For
2.8	Elect Director Masai, Takako	Mgmt	For	For
3	Appoint Statutory Auditor Kubo, Shinsuke	Mgmt	For	For
4	Appoint Alternate Statutory Auditor Kumakura, Akiko	Mgmt	For	For

KBR, Inc.

Meeting Date: 05/15/2024

Country: USA

Ticker: KBR

Meeting Type: Annual

Primary ISIN: US48242W1062

Primary SEDOL: B1HHB18

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mark E. Baldwin	Mgmt	For	For
1b	Elect Director Stuart J. B. Bradie	Mgmt	For	For
1c	Elect Director Joseph Dominguez	Mgmt	For	For
1d	Elect Director Lynn A. Dugle	Mgmt	For	For
1e	Elect Director Lester L. Lyles	Mgmt	For	For
1f	Elect Director John A. Manzoni	Mgmt	For	For
1g	Elect Director Wendy M. Masiello	Mgmt	For	For
1h	Elect Director Jack B. Moore	Mgmt	For	For
1i	Elect Director Ann D. Pickard	Mgmt	For	For
1j	Elect Director Carlos A. Sabater	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For

KDDI Corp.

Meeting Date: 06/19/2024

Country: Japan

Ticker: 9433

Meeting Type: Annual

Primary ISIN: JP3496400007

Primary SEDOL: 6248990

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 70	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 Kuwahara, Yasuaki	Mgmt	For	For
2.4	Elect Director Matsuda, Hiromichi	Mgmt	For	For
2.5	Elect Director Saishoji, Nanae	Mgmt	For	For
2.6	Elect Director Takezawa, Hiroshi	Mgmt	For	For
2.7	Elect Director Yamaguchi, Goro	Mgmt	For	For
2.8	Elect Director Yamamoto, Keiji	Mgmt	For	For
2.9	Elect Director Tannowa, Tsutomu	Mgmt	For	For
2.10	Elect Director Okawa, Junko	Mgmt	For	For
2.11	Elect Director Okumiya, Kyoko	Mgmt	For	For
2.12	Elect Director Ando, Makoto	Mgmt	For	For
3.1	Appoint Statutory Auditor Yamashita, Kazuyasu	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.2	Appoint Statutory Auditor Fukushima, Naoki	Mgmt	For	For
3.3	Appoint Statutory Auditor Kogure, Kazutoshi	Mgmt	For	For
3.4	Appoint Statutory Auditor Arima, Koji	Mgmt	For	For

Keihan Holdings Co., Ltd.

Meeting Date: 06/19/2024

Country: Japan

Ticker: 9045

Meeting Type: Annual

Primary ISIN: JP3279400000

Primary SEDOL: 6487232

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 35	Mgmt	For	For

Keihan Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.1	Elect Director Kato, Yoshifumi	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Ishimaru, Masahiro	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.3	Elect Director Ueno, Masaya	Mgmt	For	For
2.4	Elect Director Hirakawa, Yoshihiro	Mgmt	For	For
2.5	Elect Director Domoto, Yoshihisa	Mgmt	For	For
2.6	Elect Director Matsushita, Yasushi	Mgmt	For	For
2.7	Elect Director Hashizume, Shinya	Mgmt	For	For
2.8	Elect Director Ken Chan Chien-Wei	Mgmt	For	For
2.9	Elect Director Yamamoto, Takehiko	Mgmt	For	For

Keihanshin Building Co., Ltd.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 8818

Meeting Type: Annual

Primary ISIN: JP3279000008

Primary SEDOL: 6487209

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, Koichi	Mgmt	For	For
2.2	Elect Director Wakabayashi, Tsuneo	Mgmt	For	For
2.3	Elect Director Asakusa, Yoshikazu	Mgmt	For	For
2.4	Elect Director Yoshida, Takashi	Mgmt	For	For
2.5	Elect Director Nomura, Masao	Mgmt	For	For
2.6	Elect Director Takeda, Chiho	Mgmt	For	For
2.7	Elect Director Miyanoya, Atsushi	Mgmt	For	For
3	Amend Articles to Add Provision on Management Plan to Improve Adjusted Price to Book Value Ratio	SH	Against	Against
4	Approve Restricted Stock Plan	SH	Against	For

*Voter Rationale: A vote FOR this shareholder proposal is recommended because: * This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.*

Keikyu Corp.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 9006

Meeting Type: Annual

Primary ISIN: JP3280200001

Primary SEDOL: 6487306

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 8	Mgmt	For	For
2.1	Elect Director Harada, Kazuyuki	Mgmt	For	For
2.2	Elect Director Kawamata, Yukihiro	Mgmt	For	For
2.3	Elect Director Sakurai, Kazuhide	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.4	Elect Director Kaneko, Yuichi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.5	Elect Director Takeya, Hideki	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.6	Elect Director Sugiyama, Isao	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.7	Elect Director Terajima, Yoshinori	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.8	Elect Director Kakizaki, Tamaki	Mgmt	For	For
2.9	Elect Director Nohara, Sawako	Mgmt	For	For
3.1	Appoint Statutory Auditor Suetsuna, Takashi	Mgmt	For	For
3.2	Appoint Statutory Auditor Sudo, Osamu	Mgmt	For	For

Keio Corp.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 9008

Meeting Type: Annual

Primary ISIN: JP3277800003

Primary SEDOL: 6487362

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 30	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.1	Elect Director Komura, Yasushi	Mgmt	For	Against
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>			
2.2	Elect Director Tsumura, Satoshi	Mgmt	For	Against
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>			
2.3	Elect Director Minami, Yoshitaka	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.4	Elect Director Yamagishi, Masaya	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.5	Elect Director Inoue, Shinichi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.6	Elect Director Furuichi, Takeshi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.7	Elect Director Tsunekage, Hitoshi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.8	Elect Director Wakabayashi, Katsuyoshi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.9	Elect Director Miyasaka, Shuji	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.10	Elect Director Ban, Atsushi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.11	Elect Director Nakase, Masaharu	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
3.1	Elect Director and Audit Committee Member Takekawa, Hiroshi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>			
3.2	Elect Director and Audit Committee Member Kaneko, Masashi	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Ono, Masahiro	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>			
4	Elect Alternate Director and Audit Committee Member Harada, Kimie	Mgmt	For	For

Meeting Date: 06/27/2024

Country: Japan

Ticker: 9009

Meeting Type: Annual

Primary ISIN: JP3278600006

Primary SEDOL: 6487425

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 26	Mgmt	For	For
2.1	Elect Director Kobayashi, Toshiya	Mgmt	For	For
2.2	Elect Director Amano, Takao	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.3	Elect Director Mochinaga, Hideki	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.4	Elect Director Yamada, Koji	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.5	Elect Director Oka, Tadakazu	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.6	Elect Director Shimizu, Takeshi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.7	Elect Director Emmei, Makoto	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.8	Elect Director Tochigi, Shotaro	Mgmt	For	For
2.9	Elect Director Kikuchi, Misao	Mgmt	For	For
2.10	Elect Director Ashizaki, Takeshi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.11	Elect Director Amitani, Takako	Mgmt	For	For
2.12	Elect Director Taguchi, Kazumi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.13	Elect Director Kawai, Yoshikazu	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.14	Elect Director Nakajima, Akiko	Mgmt	For	For
2.15	Elect Director Ishiuchi, Toshiyuki	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				

Keisei Electric Railway Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.1	Appoint Statutory Auditor Teshima, Tsuneaki	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.2	Appoint Statutory Auditor Kawasumi, Makoto	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
4	Amend Articles to Add Provision on Capital Allocation Policy and Management of Investment Securities	SH	Against	For
<i>Voter Rationale: A vote FOR this shareholder proposal is warranted because: * While the proposal appears to be prescriptive, it gives management enough time for an orderly disposal, and the dissident does not demand Keisei sell its entire holding in OLC and the proposal would still leave the company with a sufficiently large stake in OLC to support large future investment needs. * This proposal will remove an accounting "overhang" that has long distorted Keisei's performance and valuation, forcing management to be more disciplined in its capital allocation decisions and accountable for the performance of Keisei's operating businesses.</i>				

Kellanova

Meeting Date: 04/26/2024

Country: USA

Ticker: K

Meeting Type: Annual

Primary ISIN: US4878361082

Primary SEDOL: 2486813

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Carter Cast	Mgmt	For	For
1b	Elect Director Zack Gund	Mgmt	For	For
1c	Elect Director Donald Knauss	Mgmt	For	For
1d	Elect Director Mike Schlotman	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
4	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For
5	Require Independent Board Chair	SH	Against	For
<i>Voter Rationale: Appointing a fully independent chairman creates a balance of power that is more conducive to long-term performance. A board headed by management cannot reasonably provide the best oversight and evaluation of managements performance.</i>				

Kellanova

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Report on Median Gender/Racial Pay Gap	SH	Against	For
<i>Voter Rationale: The proposed enhanced disclosure would help the board and shareholders better assess existing and potential future risks related to human capital management.</i>				
7	Report on Risks Associated with Pesticide Use in Supply Chain	SH	Against	For
<i>Voter Rationale: A vote FOR this proposal is warranted, as additional disclosure would help shareholders better understand the effectiveness of the company's programs to increase the sustainability of its suppliers</i>				
8	Report on Risks Arising from Voluntary Carbon-Reduction Commitments	SH	Against	Against

Kemper Corporation

Meeting Date: 05/01/2024

Country: USA

Ticker: KMPR

Meeting Type: Annual

Primary ISIN: US4884011002

Primary SEDOL: B52KRV2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Teresa A. Canida	Mgmt	For	For
1b	Elect Director George N. Cochran	Mgmt	For	For
1c	Elect Director Jason N. Gorevic	Mgmt	For	For
1d	Elect Director Lacy M. Johnson	Mgmt	For	For
1e	Elect Director Joseph P. Lacher, Jr.	Mgmt	For	For
1f	Elect Director Gerald Laderman	Mgmt	For	For
1g	Elect Director Suzet M. McKinney	Mgmt	For	For
1h	Elect Director Alberto J. Paracchini	Mgmt	For	For
1i	Elect Director Stuart B. Parker	Mgmt	For	For
1j	Elect Director Susan D. Whiting	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Kennedy-Wilson Holdings, Inc.

Meeting Date: 06/06/2024

Country: USA

Ticker: KW

Meeting Type: Annual

Primary ISIN: US4893981070

Primary SEDOL: B298495

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Richard Boucher	Mgmt	For	Against
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
1.2	Elect Director Norman Creighton	Mgmt	For	Against
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
1.3	Elect Director William J. McMorrow	Mgmt	For	For
1.4	Elect Director Kent Mouton	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>			
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>			

Kenvue Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: KVUE

Meeting Type: Annual

Primary ISIN: US49177J1025

Primary SEDOL: BQ84ZQ6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Richard E. Allison, Jr.	Mgmt	For	For
1b	Elect Director Peter M. Fasolo	Mgmt	For	For
1c	Elect Director Tamara S. Franklin	Mgmt	For	For
1d	Elect Director Seemantini Godbole	Mgmt	For	For
1e	Elect Director Melanie L. Healey	Mgmt	For	For
1f	Elect Director Betsy D. Holden	Mgmt	For	For
1g	Elect Director Larry J. Merlo	Mgmt	For	For
1h	Elect Director Thibaut Mongon	Mgmt	For	For

Kenvue Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1i	Elect Director Vasant Prabhu	Mgmt	For	For
1j	Elect Director Michael E. Sneed	Mgmt	For	For
1k	Elect Director Joseph J. Wolk	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<p><i>Voter Rationale: We support an annual say on pay frequency.</i></p>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

KEPPEL DC REIT

Meeting Date: 04/17/2024

Country: Singapore

Ticker: AJBU

Meeting Type: Annual

Primary ISIN: SG1AF6000009

Primary SEDOL: BT9Q186

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Trustee's Report, the Manager's Statement, Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
<p><i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i></p>				
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize the Manager to Fix the Auditor's Remuneration	Mgmt	For	For
3	Elect Thomas Pang as Director	Mgmt	For	Against
<p><i>Voter Rationale: For companies without an independent chairman, the board should include at least 50% independent directors to ensure appropriate balance of independence and objectivity.</i></p>				
4	Elect Chua Soon Ghee as Director	Mgmt	For	Against
<p><i>Voter Rationale: For companies without an independent chairman, the board should include at least 50% independent directors to ensure appropriate balance of independence and objectivity. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.</i></p>				
5	Elect Andrew Tan as Director	Mgmt	For	For
6	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For

Keppel Limited

Meeting Date: 04/19/2024

Country: Singapore

Ticker: BN4

Meeting Type: Annual

Primary ISIN: SG1U68934629

Primary SEDOL: B1VQ5C0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Directors' Statement, Financial Statements and Directors' Report	Mgmt	For	For
<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
2	Approve Final Dividend	Mgmt	For	For
3	Elect Penny Goh as Director	Mgmt	For	For
4	Elect Ang Wan Ching as Director	Mgmt	For	For
5	Approve Additional Directors' Fees for FY 2023	Mgmt	For	For
6	Approve Directors' Fees for FY 2024	Mgmt	For	For
7	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Directors to Fix Their Remuneration	Mgmt	For	For
8	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For
9	Authorize Share Repurchase Program	Mgmt	For	Against
<i>Voter Rationale: Shares should not be repurchased at a premium/discount to the market price of more than 10%.</i>				
10	Approve Renewal of Mandate for Interested Person Transactions	Mgmt	For	For

Keppel Limited

Meeting Date: 04/19/2024

Country: Singapore

Ticker: BN4

Meeting Type: Extraordinary Shareholders

Primary ISIN: SG1U68934629

Primary SEDOL: B1VQ5C0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Proposed Transaction including the Amendment and Extension of the Capacity Tolling Agreement between KMC and KIHPL and Amendment and Extension of the Operations and Maintenance Services Agreement between KMC, KMC O&M Pte. Ltd., and KIHPL	Mgmt	For	For
2	Approve Subscription of New Units in KIT by KIHPL Pursuant to the KIT Equity Fund Raising	Mgmt	For	For

Keppel REIT

Meeting Date: 04/19/2024

Country: Singapore

Ticker: K71U

Meeting Type: Annual

Primary ISIN: SG1T22929874

Primary SEDOL: B12RQH4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Trustee's Report, Statement by the Manager, Audited Financial Statements and Auditors' Report	Mgmt	For	For
<p><i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i></p>				
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Manager to Fix Their Remuneration	Mgmt	For	For
3	Elect Alan Nisbet as Director	Mgmt	For	For
4	Elect Mervyn Fong as Director	Mgmt	For	For
5	Elect Carol Anne Tan as Director	Mgmt	For	For
6	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For
7	Authorize Unit Repurchase Program	Mgmt	For	For

Kerry Properties Limited

Meeting Date: 05/20/2024

Country: Bermuda

Ticker: 683

Meeting Type: Annual

Primary ISIN: BMG524401079

Primary SEDOL: 6486314

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 Hui Chun Yue, David as Director	Mgmt	For	For
<p><i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i></p>				
3b	Elect Li Rui as Director	Mgmt	For	For
3c	Elect Tong Shao Ming as Director	Mgmt	For	Against
<p><i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i></p>				
4	Approve Directors' Fees	Mgmt	For	For
5	Approve PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Kerry Properties Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6A	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
6B	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
6C	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
7	Approve Termination of the Existing Share Option Scheme	Mgmt	For	For

Keurig Dr Pepper Inc.

Meeting Date: 06/10/2024

Country: USA

Ticker: KDP

Meeting Type: Annual

Primary ISIN: US49271V1008

Primary SEDOL: BD3W133

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Timothy "Tim" Cofer	Mgmt	For	For
1B	Elect Director Robert "Bob" Gamgort	Mgmt	For	For
1C	Elect Director Oray B. Boston, Jr.	Mgmt	For	For
1D	Elect Director Joachim Creus	Mgmt	For	For
1E	Elect Director Olivier Goudet	Mgmt	For	For
1F	Elect Director Juliette Hickman	Mgmt	For	For
1G	Elect Director Paul Michaels	Mgmt	For	For
1H	Elect Director Pamela "Pam" Patsley	Mgmt	For	For
1I	Elect Director Lubomira Rochet	Mgmt	For	For
1J	Elect Director Debra Sandler	Mgmt	For	For
1K	Elect Director Robert "Bob" Singer	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Keurig Dr Pepper Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Report on Efforts to Reduce Plastic Use	SH	Against	Against

Voter Rationale: While we encourage the company to continue reducing its reliance on plastic and develop its efforts to address pollution, we believe that it provides adequate disclosure at this time.

KeyCorp

Meeting Date: 05/09/2024

Country: USA

Ticker: KEY

Meeting Type: Annual

Primary ISIN: US4932671088

Primary SEDOL: 2490911

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Alexander M. Cutler	Mgmt	For	For
1.2	Elect Director H. James Dallas	Mgmt	For	For
1.3	Elect Director Elizabeth R. Gile	Mgmt	For	For
1.4	Elect Director Ruth Ann M. Gillis	Mgmt	For	For
1.5	Elect Director Christopher M. Gorman	Mgmt	For	For
1.6	Elect Director Robin N. Hayes	Mgmt	For	For
1.7	Elect Director Carlton L. Highsmith	Mgmt	For	For
1.8	Elect Director Richard J. Hipple	Mgmt	For	For
1.9	Elect Director Devina A. Rankin	Mgmt	For	For
1.10	Elect Director Barbara R. Snyder	Mgmt	For	For
1.11	Elect Director Richard J. Tobin	Mgmt	For	For
1.12	Elect Director Todd J. Vasos	Mgmt	For	For
1.13	Elect Director David K. Wilson	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
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Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

4	Require Independent Board Chair	SH	Against	For
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Voter Rationale: Appointing a fully independent chairman creates a balance of power that is more conducive to long-term performance. A board headed by management cannot reasonably provide the best oversight and evaluation of management's performance.

KEYENCE Corp.

Meeting Date: 06/14/2024

Country: Japan

Ticker: 6861

Meeting Type: Annual

Primary ISIN: JP3236200006

Primary SEDOL: 6490995

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 150	Mgmt	For	For
2.1	Elect Director Takizaki, Takemitsu	Mgmt	For	For
2.2	Elect Director Nakata, Yu	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.3	Elect Director Yamaguchi, Akiji	Mgmt	For	For
2.4	Elect Director Yamamoto, Hiroaki	Mgmt	For	For
2.5	Elect Director Nakano, Tetsuya	Mgmt	For	For
2.6	Elect Director Yamamoto, Akinori	Mgmt	For	For
2.7	Elect Director Taniguchi, Seiichi	Mgmt	For	For
2.8	Elect Director Suenaga, Kumiko	Mgmt	For	For
2.9	Elect Director Yoshioka, Michifumi	Mgmt	For	For
3.1	Appoint Statutory Auditor Indo, Hiroji	Mgmt	For	For
3.2	Appoint Statutory Auditor Daiho, Masaji	Mgmt	For	For
4	Appoint Alternate Statutory Auditor Yamamoto, Masaharu	Mgmt	For	For

Kikkoman Corp.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 2801

Meeting Type: Annual

Primary ISIN: JP3240400006

Primary SEDOL: 6490809

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 70	Mgmt	For	For
2.1	Elect Director Mogi, Yuzaburo	Mgmt	For	For
2.2	Elect Director Horikiri, Noriaki	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				

Kikkoman Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.3	Elect Director Nakano, Shozaburo	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.4	Elect Director Mogi, Osamu	Mgmt	For	For
2.5	Elect Director Shimada, Masanao	Mgmt	For	For
2.6	Elect Director Matsuyama, Asahi	Mgmt	For	For
2.7	Elect Director Kamiyama, Takao	Mgmt	For	For
2.8	Elect Director Fukui, Toshihiko	Mgmt	For	For
2.9	Elect Director Inokuchi, Takeo	Mgmt	For	For
2.10	Elect Director Iino, Masako	Mgmt	For	For
2.11	Elect Director Sugiyama, Shinsuke	Mgmt	For	For
2.12	Elect Director Endo, Nobuhiro	Mgmt	For	For
3	Appoint Statutory Auditor Mori, Koichi	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
4	Appoint Alternate Statutory Auditor Endo, Kazuyoshi	Mgmt	For	For

Kilroy Realty Corporation

Meeting Date: 05/22/2024

Country: USA

Ticker: KRC

Meeting Type: Annual

Primary ISIN: US49427F1084

Primary SEDOL: 2495529

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Angela M. Aman	Mgmt	For	For
1b	Elect Director Edward F. Brennan	Mgmt	For	For
1c	Elect Director Daryl J. Carter	Mgmt	For	For
1d	Elect Director Jolie A. Hunt	Mgmt	For	For
1e	Elect Director Scott S. Ingraham	Mgmt	For	For
1f	Elect Director Louisa G. Ritter	Mgmt	For	For
1g	Elect Director Gary R. Stevenson	Mgmt	For	For
1h	Elect Director Peter B. Stoneberg	Mgmt	For	For

Kilroy Realty Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Severance package deviates from typical market standards without adequate justification. The company made a sizable cash payment John Kilroy became entitled to in connection with his retirement in early 2024. The now-former CEO received a sizable cash payment of over \$16 million, which is akin to cash severance. Material cash payments made in connection with a retirement are not the market norm and are considered problematic.</i></p>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				

Kimberly-Clark Corporation

Meeting Date: 05/02/2024

Country: USA

Ticker: KMB

Meeting Type: Annual

Primary ISIN: US4943681035

Primary SEDOL: 2491839

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sylvia M. Burwell	Mgmt	For	For
1.2	Elect Director John W. Culver	Mgmt	For	For
1.3	Elect Director Michael D. Hsu	Mgmt	For	For
1.4	Elect Director Mae C. Jemison	Mgmt	For	For
1.5	Elect Director Deeptha Khanna	Mgmt	For	For
1.6	Elect Director S. Todd Maclin	Mgmt	For	For
1.7	Elect Director Deirdre A. Mahlan	Mgmt	For	For
1.8	Elect Director Sherilyn S. McCoy	Mgmt	For	For
1.9	Elect Director Christa S. Quarles	Mgmt	For	For
1.10	Elect Director Jaime A. Ramirez	Mgmt	For	For
1.11	Elect Director Dunia A. Shive	Mgmt	For	For
1.12	Elect Director Mark T. Smucker	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i></p>				
4	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For

Kimco Realty Corporation

Meeting Date: 05/07/2024

Country: USA

Ticker: KIM

Meeting Type: Annual

Primary ISIN: US49446R1095

Primary SEDOL: 2491594

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Milton Cooper	Mgmt	For	For
1b	Elect Director Philip E. Coviello	Mgmt	For	For
1c	Elect Director Conor C. Flynn	Mgmt	For	For
1d	Elect Director Frank Lourenso	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1e	Elect Director Henry Moniz	Mgmt	For	For
1f	Elect Director Mary Hogan Preusse	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1g	Elect Director Valerie Richardson	Mgmt	For	For
1h	Elect Director Richard B. Saltzman	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Increase Authorized Common Stock	Mgmt	For	For
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Kinder Morgan, Inc.

Meeting Date: 05/08/2024

Country: USA

Ticker: KMI

Meeting Type: Annual

Primary ISIN: US49456B1017

Primary SEDOL: B3NQ4P8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Richard D. Kinder	Mgmt	For	For
1.2	Elect Director Kimberly A. Dang	Mgmt	For	For
1.3	Elect Director Amy W. Chronis	Mgmt	For	For
1.4	Elect Director Ted A. Gardner	Mgmt	For	For
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i></p>				
1.5	Elect Director Anthony W. Hall, Jr.	Mgmt	For	For
1.6	Elect Director Steven J. Kean	Mgmt	For	For
1.7	Elect Director Deborah A. Macdonald	Mgmt	For	For
1.8	Elect Director Michael C. Morgan	Mgmt	For	For
1.9	Elect Director Arthur C. Reichstetter	Mgmt	For	For
1.10	Elect Director C. Park Shaper	Mgmt	For	For
1.11	Elect Director William A. Smith	Mgmt	For	For
1.12	Elect Director Joel V. Staff	Mgmt	For	For
1.13	Elect Director Robert F. Vagt	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i></p>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<p><i>Voter Rationale: We support an annual say on pay frequency.</i></p>				
5	Disclose GHG Emissions Reductions Targets	SH	Against	For
<p><i>Voter Rationale: We are supportive of requests to enhance disclosure and transparency concerning climate risk so long as the resolution does not directly circumvent management discretion or seek to entirely redefine the company's existing business strategy. To meet the ambition of the Paris Agreement and avoid massive risk to shareholder value, corporations should demonstrate the nexus between their climate aspirations and business strategy via disclosure of credible Paris- or 1.5 degree-aligned emissions reduction targets. Current disclosure does not sufficiently provide investors such information.</i></p>				

Kinetik Holdings Inc.

Meeting Date: 05/20/2024

Country: USA

Ticker: KNTK

Meeting Type: Annual

Primary ISIN: US02215L2097

Primary SEDOL: BLPNQJ1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Deborah L. Byers	Mgmt	For	For
1.2	Elect Director Elizabeth P. Cordia	Mgmt	For	For
1.3	Elect Director David I. Foley	Mgmt	For	For
1.4	Elect Director Jesse Krynak	Mgmt	For	For
1.5	Elect Director Michael Kumar	Mgmt	For	For
1.6	Elect Director D. Mark Leland	Mgmt	For	For
1.7	Elect Director Kevin S. McCarthy	Mgmt	For	For
1.8	Elect Director John-Paul (JP) Munfa	Mgmt	For	For
1.9	Elect Director William Ordemann	Mgmt	For	For
1.10	Elect Director Laura A. Sugg	Mgmt	For	For
1.11	Elect Director Jamie Welch	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Ratify KPMG LLP as Auditors	Mgmt	For	For

Kinsale Capital Group, Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: KNSL

Meeting Type: Annual

Primary ISIN: US49714P1084

Primary SEDOL: BD1MGQ3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Steven J. Bensinger	Mgmt	For	For
1b	Elect Director Teresa P. Chia	Mgmt	For	For
1c	Elect Director Robert V. Hatcher, III	Mgmt	For	For
1d	Elect Director Michael P. Kehoe	Mgmt	For	For
1e	Elect Director Anne C. Kronenberg	Mgmt	For	For
1f	Elect Director Robert Lippincott, III	Mgmt	For	For

Kinsale Capital Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director James J. Ritchie	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
1h	Elect Director Frederick L. Russell, Jr.	Mgmt	For	For
1i	Elect Director Gregory M. Share	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Amend Certificate of Incorporation to Include Officer Exculpation	Mgmt	For	Against
<i>Voter Rationale: We do not support the bundling of amendments proffered.</i>				
5	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Kintetsu Department Store Co. Ltd.

Meeting Date: 05/23/2024

Country: Japan

Ticker: 8244

Meeting Type: Annual

Primary ISIN: JP3250800004

Primary SEDOL: 6499293

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 Akita, Takuji	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Nagano, Kimitoshi	Mgmt	For	For
2.3	Elect Director Yagi, Tetsu	Mgmt	For	For
2.4	Elect Director Kajima, Takahiro	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.5	Elect Director Kobayashi, Tetsuya	Mgmt	For	For
2.6	Elect Director Mukai, Toshiaki	Mgmt	For	For

Kintetsu Department Store Co. Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.7	Elect Director Yoshikawa, Ichizo	Mgmt	For	For
2.8	Elect Director Hirose, Kyoko	Mgmt	For	For
2.9	Elect Director Kitamura, Hiroshi	Mgmt	For	For
3.1	Appoint Statutory Auditor Osada, Hiroshi	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.2	Appoint Statutory Auditor Inoue, Keigo	Mgmt	For	For
3.3	Appoint Statutory Auditor Kasamatsu, Hiroyuki	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.4	Appoint Statutory Auditor Shuto, Kyoko	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
4	Appoint Alternate Statutory Auditor Kadoyama, Tatsuhiko	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				

Kintetsu Group Holdings Co., Ltd.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 9041

Meeting Type: Annual

Primary ISIN: JP3260800002

Primary SEDOL: 6492968

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 50	Mgmt	For	For
2.1	Elect Director Tsuji, Takashi	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Wakai, Takashi	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.3	Elect Director Kobayashi, Tetsuya	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.4	Elect Director Hara, Shiro	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				

Kintetsu Group Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.5	Elect Director Hayashi, Nobu	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.6	Elect Director Matsumoto, Akihiko	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.7	Elect Director Kasamatsu, Hiroyuki	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.8	Elect Director Yanagi, Masanori	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.9	Elect Director Katayama, Toshiko	Mgmt	For	For
2.10	Elect Director Nagaoka, Takashi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.11	Elect Director Mikasa, Yuji	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.12	Elect Director Ueda, Naoyoshi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
3.1	Appoint Statutory Auditor Tada, Hitoshi	Mgmt	For	Against
	<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>			
3.2	Appoint Statutory Auditor Maeda, Masahiro	Mgmt	For	For
3.3	Appoint Statutory Auditor Suzuki, Kazumi	Mgmt	For	For
3.4	Appoint Statutory Auditor Inoue, Michiko	Mgmt	For	For
3.5	Appoint Statutory Auditor Nakamura, Tetsuo	Mgmt	For	Against
	<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>			

Kissei Pharmaceutical Co., Ltd.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 4547

Meeting Type: Annual

Primary ISIN: JP3240600001

Primary SEDOL: 6494061

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 41	Mgmt	For	For
2	Amend Articles to Amend Business Lines	Mgmt	For	For
3.1	Elect Director Kanzawa, Mutsuo	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
3.2	Elect Director Takehana, Yasuo	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
3.3	Elect Director Fukushima, Keiji	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.4	Elect Director Takayama, Tetsu	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.5	Elect Director Kitahara, Takahide	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.6	Elect Director Furihata, Yoshio	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.7	Elect Director Noake, Hiroshi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.8	Elect Director Miyazawa, Keiji	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.9	Elect Director Shimizu, Shigetaka	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.10	Elect Director Nomura, Minoru	Mgmt	For	For
3.11	Elect Director Uchikawa, Sayuri	Mgmt	For	For
3.12	Elect Director Otsuki, Yoshinori	Mgmt	For	For
4.1	Appoint Statutory Auditor Koshihara, Naomi	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
4.2	Appoint Statutory Auditor Iwabuchi, Michio	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
5	Appoint Alternate Statutory Auditor Kubota, Akio	Mgmt	For	For

Kissei Pharmaceutical Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Approve Annual Bonus	Mgmt	For	For

Kite Realty Group Trust

Meeting Date: 05/29/2024	Country: USA	Ticker: KRG	
	Meeting Type: Annual		
		Primary ISIN: US49803T3005	Primary SEDOL: BPBSZJ1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director John A. Kite	Mgmt	For	For
1b	Elect Director Bonnie S. Biumi	Mgmt	For	For
1c	Elect Director Derrick Burks	Mgmt	For	For
1d	Elect Director Victor J. Coleman	Mgmt	For	For
1e	Elect Director Steven P. Grimes	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
1f	Elect Director Christie B. Kelly	Mgmt	For	For
1g	Elect Director Peter L. Lynch	Mgmt	For	For
1h	Elect Director David R. O'Reilly	Mgmt	For	For
1i	Elect Director Barton R. Peterson	Mgmt	For	For
1j	Elect Director Charles H. Wurtzback	Mgmt	For	For
1k	Elect Director Caroline L. Young	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For

Kiwi Property Group Limited

Meeting Date: 06/27/2024	Country: New Zealand	Ticker: KPG	
	Meeting Type: Annual		
		Primary ISIN: NZKPG0001S9	Primary SEDOL: BTDY2M7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Chris Aiken as Director	Mgmt	For	Against
<i>Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.</i>				

Kiwi Property Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Elect Kevin Kenrick as Director	Mgmt	For	For
3	Authorize Board to Fix Remuneration of the Auditors	Mgmt	For	For

KKR Real Estate Finance Trust Inc.

Meeting Date: 04/19/2024	Country: USA	Ticker: KREF
	Meeting Type: Annual	
		Primary ISIN: US48251K1007
		Primary SEDOL: BF0YMC2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Terrance R. Ahern	Mgmt	For	Withhold
	<i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, the company maintains governing documents which prohibit shareholders from amending the bylaws.</i>			
1.2	Elect Director Irene M. Esteves	Mgmt	For	Withhold
	<i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, the company maintains governing documents which prohibit shareholders from amending the bylaws.</i>			
1.3	Elect Director Jonathan A. Langer	Mgmt	For	Withhold
	<i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, the company maintains governing documents which prohibit shareholders from amending the bylaws.</i>			
1.4	Elect Director Christen E.J. Lee	Mgmt	For	For
1.5	Elect Director Paula Madoff	Mgmt	For	For
1.6	Elect Director Deborah H. McAneny	Mgmt	For	For
1.7	Elect Director Ralph F. Rosenberg	Mgmt	For	For
1.8	Elect Director Matthew A. Salem	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
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>			

Klepierre SA

Meeting Date: 05/03/2024	Country: France	Ticker: LI
	Meeting Type: Annual/Special	
		Primary ISIN: FR0000121964
		Primary SEDOL: 7582556

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 1.80 per Share	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For
5	Appoint Deloitte & Associates as Auditor for the Sustainability Reporting	Mgmt	For	For
6	Appoint Ernst & Young Audit as Auditor for the Sustainability Reporting	Mgmt	For	For
7	Reelect David Simon as Supervisory Board Member	Mgmt	For	Against
<p><i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i></p>				
8	Reelect John Carrafiell as Supervisory Board Member	Mgmt	For	For
9	Reelect Steven Fivel as Supervisory Board Member	Mgmt	For	For
10	Reelect Robert Fowlds as Supervisory Board Member	Mgmt	For	For
11	Elect Anne Carron as Supervisory Board Member Following Resignation of Rose-Marie Van Lerberghe	Mgmt	For	For
12	Approve Remuneration Policy of Chairman and Supervisory Board Members	Mgmt	For	For
13	Approve Remuneration Policy of Chairman of the Management Board	Mgmt	For	For
<p><i>Voter Rationale: Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
14	Approve Remuneration Policy of Management Board Members	Mgmt	For	For
<p><i>Voter Rationale: Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
15	Approve Compensation Report of Corporate Officers	Mgmt	For	For

Klepierre SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
16	Approve Compensation of David Simon, Chairman of the Supervisory Board	Mgmt	For	For
17	Approve Compensation of Jean Marc Jestin, Chairman of the Management Board	Mgmt	For	For
<i>Voter Rationale: Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>				
18	Approve Compensation of Stephane Tortajada, CFO and Management Board Member	Mgmt	For	For
<i>Voter Rationale: Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>				
19	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
20	Amend Article 7 of Bylaws Re: Shareholding Disclosure Thresholds	Mgmt	For	For
21	Amend Article 12 of Bylaws to Comply with Legal Changes	Mgmt	For	For
22	Amend Article 25 of Bylaws Re: Alternate Auditors	Mgmt	For	For
	Ordinary Business	Mgmt		
23	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Knight Therapeutics Inc.

Meeting Date: 05/08/2024

Country: Canada

Ticker: GUD

Meeting Type: Annual

Primary ISIN: CA4990531069

Primary SEDOL: BK6WN77

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jonathan Ross Goodman	Mgmt	For	For
1.2	Elect Director James C. Gale	Mgmt	For	For
1.3	Elect Director Samira Sakhia	Mgmt	For	For
1.4	Elect Director Robert N. Lande	Mgmt	For	For
1.5	Elect Director Michael J. Tremblay	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 30% of the board. In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
1.6	Elect Director Nicolas Sujoy	Mgmt	For	For
1.7	Elect Director Janice Murray	Mgmt	For	For

Knight Therapeutics Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Re-approve Omnibus Equity Plan	Mgmt	For	Against

*Voter Rationale: Based on evaluation of the estimated cost, plan features, grant practices, and overriding negative factors using the Equity Plan Score Card (EPSC), vote AGAINST this omnibus plan due to the following key factor(s): * The plan provides for discretionary non-employee director participation; and * The plan's detailed amendment provision does not sufficiently limit the board's ability to amend the plan without shareholder approval.*

Knight-Swift Transportation Holdings Inc.

Meeting Date: 05/14/2024	Country: USA	Ticker: KNX
	Meeting Type: Annual	
	Primary ISIN: US4990491049	Primary SEDOL: BFOLKDO

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Amy Boerger	Mgmt	For	For
1b	Elect Director Reid Dove	Mgmt	For	For
1c	Elect Director Michael Garnreiter	Mgmt	For	For
1d	Elect Director Louis Hobson	Mgmt	For	For
1e	Elect Director Gary Knight	Mgmt	For	For
1f	Elect Director Kevin Knight	Mgmt	For	For
1g	Elect Director Adam Miller	Mgmt	For	For
1h	Elect Director Kathryn Munro	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1i	Elect Director Jessica Powell	Mgmt	For	For
1j	Elect Director Roberta Roberts Shank	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1k	Elect Director Robert Synowicki, Jr.	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1l	Elect Director David Vander Ploeg	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Knight-Swift Transportation Holdings Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Report on Efforts to Reduce GHG Emissions in Alignment with Paris Agreement Goal	SH	Against	Against

Voter Rationale: We do not see this proposal as feasible for this company, but do request that Knight-Swift provide more detailed disclosures on its strategy to meet its 2035 decarbonisation target.

Koa Corp.

Meeting Date: 06/22/2024 **Country:** Japan **Ticker:** 6999
Meeting Type: Annual
Primary ISIN: JP3283400004 **Primary SEDOL:** 6495860

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 25	Mgmt	For	For
2.1	Elect Director Mukaiyama, Koichi	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Hanagata, Tadao	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.3	Elect Director Nonomura, Akira	Mgmt	For	For
2.4	Elect Director Momose, Katsuhiko	Mgmt	For	For
2.5	Elect Director Yamaoka, Etsuji	Mgmt	For	For
2.6	Elect Director Kojima, Toshihiro	Mgmt	For	For
2.7	Elect Director Mukaiyama, Kosei	Mgmt	For	For
2.8	Elect Director Michael John Korver	Mgmt	For	For
2.9	Elect Director Kitagawa, Toru	Mgmt	For	For
2.10	Elect Director Takahashi, Koji	Mgmt	For	For
2.11	Elect Director Ozawa, Hitoshi	Mgmt	For	For
2.12	Elect Director Sumi, Sachiko	Mgmt	For	For
3	Approve Compensation Ceiling for Statutory Auditors	Mgmt	For	For

Koei Tecmo Holdings Co., Ltd.

Meeting Date: 06/20/2024 **Country:** Japan **Ticker:** 3635
Meeting Type: Annual
Primary ISIN: JP3283460008 **Primary SEDOL:** B60DR09

Koei Tecmo Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 54	Mgmt	For	For
2.1	Elect Director Erikawa, Keiko	Mgmt	For	For
2.2	Elect Director Erikawa, Yoichi	Mgmt	For	For
2.3	Elect Director Koinuma, Hisashi	Mgmt	For	For
2.4	Elect Director Hayashi, Yosuke	Mgmt	For	For
2.5	Elect Director Asano, Kenjiro	Mgmt	For	For
2.6	Elect Director Erikawa, Mei	Mgmt	For	For
2.7	Elect Director Kakihara, Yasuharu	Mgmt	For	For
2.8	Elect Director Tejima, Masao	Mgmt	For	For
2.9	Elect Director Kobayashi, Hiroshi	Mgmt	For	For
2.10	Elect Director Sato, Tatsuo	Mgmt	For	For
2.11	Elect Director Ogasawara, Michiaki	Mgmt	For	For
2.12	Elect Director Hayashi, Fumiko	Mgmt	For	For
3	Approve Stock Option Plan	Mgmt	For	Against

Voter Rationale: Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.

Koito Manufacturing Co., Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 7276

Meeting Type: Annual

Primary ISIN: JP3284600008

Primary SEDOL: 6496324

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 28	Mgmt	For	For
2.1	Elect Director Otake, Masahiro	Mgmt	For	For
2.2	Elect Director Kato, Michiaki	Mgmt	For	For
2.3	Elect Director Uchiyama, Masami	Mgmt	For	Against

Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.

2.4	Elect Director Konagaya, Hideharu	Mgmt	For	Against
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Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.

Koito Manufacturing Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.5	Elect Director Kusakawa, Katsuyuki	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.6	Elect Director Toyota, Jun	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.7	Elect Director Uehara, Haruya	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.8	Elect Director Sakurai, Kingo	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.9	Elect Director Igarashi, Chika	Mgmt	For	For
2.10	Elect Director Tanaka, Risa	Mgmt	For	For
3.1	Appoint Statutory Auditor Kikuchi, Mitsuo	Mgmt	For	Against
	<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>			
3.2	Appoint Statutory Auditor Sakakibara, Koichi	Mgmt	For	Against
	<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>			
3.3	Appoint Statutory Auditor Yamaguchi, Hidemi	Mgmt	For	Against
	<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>			

Komatsu Ltd.

Meeting Date: 06/19/2024

Country: Japan

Ticker: 6301

Meeting Type: Annual

Primary ISIN: JP3304200003

Primary SEDOL: 6496584

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 95	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 Horikoshi, Takeshi	Mgmt	For	For
2.4	Elect Director Yokomoto, Mitsuko	Mgmt	For	For
2.5	Elect Director Kunibe, Takeshi	Mgmt	For	For
2.6	Elect Director Arthur M. Mitchell	Mgmt	For	For

Komatsu Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.7	Elect Director Saiki, Naoko	Mgmt	For	For
2.8	Elect Director Sawada, Michitaka	Mgmt	For	For
2.9	Elect Director Imayoshi, Takuya	Mgmt	For	For
3	Appoint Statutory Auditor Nakao, Mitsuo	Mgmt	For	Against

Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.

4	Approve Compensation Ceilings for Directors and Statutory Auditors	Mgmt	For	For
5	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

KONAMI Group Corp.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 9766

Meeting Type: Annual

Primary ISIN: JP3300200007

Primary SEDOL: 6496681

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kozuki, Kagemasa	Mgmt	For	For
1.2	Elect Director Higashio, Kimihiko	Mgmt	For	For
1.3	Elect Director Hayakawa, Hideki	Mgmt	For	For
1.4	Elect Director Okita, Katsunori	Mgmt	For	For
1.5	Elect Director Matura, Yoshihiro	Mgmt	For	For
1.6	Elect Director Yoko Zetterlund	Mgmt	For	For

Kongsberg Gruppen ASA

Meeting Date: 05/07/2024

Country: Norway

Ticker: KOG

Meeting Type: Annual

Primary ISIN: NO0003043309

Primary SEDOL: 5208241

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Notice of Meeting and Agenda	Mgmt	For	For
2	Designate Inspector(s) of Minutes of Meeting	Mgmt		
3	Receive President's Report	Mgmt		

Kongsberg Gruppen ASA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Discuss Company's Corporate Governance Statement	Mgmt		
5	Accept Financial Statements and Statutory Reports	Mgmt	For	For
<i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.</i>				
6	Approve Dividends of NOK 14 Per Share	Mgmt	For	For
7	Approve Remuneration of Directors in the Amount of NOK 781,200 for Chairman, NOK 356,200 for Deputy Chairman and NOK 333,600 for Other Directors; Approve Remuneration for Committee Work	Mgmt	For	For
8	Approve Remuneration of Auditors	Mgmt	For	For
9	Approve Remuneration Statement	Mgmt	For	Against
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
10	Reelect Vigdis Almestad (Chair), Torkel Storflor Halmo and Erik Must as Members of Nominating Committee; Elect Bjarte Espedal as New Member of Nominating Committee	Mgmt	For	For
11	Approve Equity Plan Financing	Mgmt	For	For
12	Amend Articles Re: Notice of Participation in General Meetings	Mgmt	For	For
	Shareholder Proposals Submitted by Havard Noraberg	Mgmt		
13	Approve Demerger Plan	SH	Against	Against

Konica Minolta, Inc.

Meeting Date: 06/18/2024

Country: Japan

Ticker: 4902

Meeting Type: Annual

Primary ISIN: JP3300600008

Primary SEDOL: 6496700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Taiko, Toshimitsu	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				
1.2	Elect Director Hodo, Chikatomo	Mgmt	For	For
1.3	Elect Director Sakuma, Soichiro	Mgmt	For	For

Konica Minolta, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Ichikawa, Akira	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
1.5	Elect Director Minegishi, Masumi	Mgmt	For	For
1.6	Elect Director Sawada, Takuko	Mgmt	For	For
1.7	Elect Director Suzuki, Hiroyuki	Mgmt	For	For
1.8	Elect Director Kuzuhara, Noriyasu	Mgmt	For	For
1.9	Elect Director Hirai, Yoshihiro	Mgmt	For	For

Koninklijke Philips NV

Meeting Date: 05/07/2024

Country: Netherlands

Ticker: PHIA

Meeting Type: Annual

Primary ISIN: NL0000009538

Primary SEDOL: 5986622

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	President's Speech	Mgmt		
2.a	Discussion on Company's Corporate Governance Structure	Mgmt		
2.b	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt		
2.c	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
2.d	Approve Dividends	Mgmt	For	For
2.e	Approve Remuneration Report	Mgmt	For	For
<i>Voter Rationale: .</i>				
2.f	Approve Discharge of Management Board	Mgmt	For	For
2.g	Approve Discharge of Supervisory Board	Mgmt	For	For
3	Elect C.M. Hanneman to Management Board	Mgmt	For	For
4.a	Reelect F. Sijbesma to Supervisory Board	Mgmt	For	For
<i>Voter Rationale: .</i>				
4.b	Reelect P. Loscher to Supervisory Board	Mgmt	For	For
4.c	Elect B. Ribadeau-Dumas to Supervisory Board	Mgmt	For	For

Koninklijke Philips NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5.a	Approve Remuneration Policy for the Board of Management <i>Voter Rationale: .</i>	Mgmt	For	For
5.b	Approve Remuneration Policy for the Supervisory Board	Mgmt	For	For
6.a	Grant Board Authority to Issue Shares	Mgmt	For	For
6.b	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For
7	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
8	Approve Cancellation of Repurchased Shares	Mgmt	For	For
9	Other Business (Non-Voting)	Mgmt		

KOSAIDO Holdings Co., Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 7868

Meeting Type: Annual

Primary ISIN: JP3287700003

Primary SEDOL: 6036496

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 6.6	Mgmt	For	For
2.1	Elect Director Yiwen Luo	Mgmt	For	For
2.2	Elect Director Maekawa, Masahiko	Mgmt	For	For
2.3	Elect Director Watanabe, Masayuki	Mgmt	For	For
2.4	Elect Director Kamimura, Akira	Mgmt	For	For
2.5	Elect Director Takemura, Shigeyuki	Mgmt	For	For
2.6	Elect Director Nakaigawa, Shunichi	Mgmt	For	For
2.7	Elect Director Aizawa, Akane	Mgmt	For	For

Kotobuki Spirits Co., Ltd.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 2222

Meeting Type: Annual

Primary ISIN: JP3299600001

Primary SEDOL: 6489465

Kotobuki Spirits Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 28	Mgmt	For	For
2.1	Elect Director Kawagoe, Seigo	Mgmt	For	For
2.2	Elect Director Matsumoto, Shinji	Mgmt	For	For
2.3	Elect Director Shirochi, Masayuki	Mgmt	For	For
2.4	Elect Director Sakamoto, Ryoichi	Mgmt	For	For
2.5	Elect Director Iwata, Matsuo	Mgmt	For	For
2.6	Elect Director Yoshimoto, Megumi	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Yamane, Masamichi	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
3.2	Elect Director and Audit Committee Member Tanaka, Yasuhiro	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Ueda, Keiko	Mgmt	For	For
4	Approve Restricted Stock Plan	Mgmt	For	Against
<i>Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.</i>				

Kratos Defense & Security Solutions, Inc.

Meeting Date: 05/21/2024

Country: USA

Ticker: KTOS

Meeting Type: Annual

Primary ISIN: US50077B2079

Primary SEDOL: 2512149

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Scott Anderson	Mgmt	For	For
1.2	Elect Director Bradley Boyd	Mgmt	For	For
1.3	Elect Director Eric DeMarco	Mgmt	For	For
1.4	Elect Director Bobbi Doorenbos	Mgmt	For	For
1.5	Elect Director Daniel Hagen	Mgmt	For	For
1.6	Elect Director William Hoglund	Mgmt	For	For
1.7	Elect Director Scot Jarvis	Mgmt	For	For
1.8	Elect Director Deanna Lund	Mgmt	For	For
1.9	Elect Director Amy Zegart	Mgmt	For	For

Kratos Defense & Security Solutions, Inc.

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

Kurita Water Industries Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 6370

Meeting Type: Annual

Primary ISIN: JP3270000007

Primary SEDOL: 6497963

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 42	Mgmt	For	For
2.1	Elect Director Kadota, Michiya	Mgmt	For	For
2.2	Elect Director Ejiri, Hirohiko	Mgmt	For	For
2.3	Elect Director Shirode, Shuji	Mgmt	For	For
2.4	Elect Director Muto, Yukihiko	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
2.5	Elect Director Kobayashi, Kenjiro	Mgmt	For	For
2.6	Elect Director Tanaka, Keiko	Mgmt	For	For
2.7	Elect Director Miyazaki, Masahiro	Mgmt	For	For
2.8	Elect Director Takayama, Yoshiko	Mgmt	For	For

Kweichow Moutai Co., Ltd.

Meeting Date: 05/29/2024

Country: China

Ticker: 600519

Meeting Type: Annual

Primary ISIN: CNE0000018R8

Primary SEDOL: 6414832

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Report of the Board of Directors	Mgmt	For	Against

Voter Rationale: We expect companies to disclose policies explicitly banning child labour, forced labour, and modern slavery in operations and supply chain. We expect corporates in high-emitting sectors with emissions targets in place to disclose transition plans setting out how they plan to achieve these targets. These should include key levers for decarbonisation; a quantification of their relative importance; and an indication of future investment (opex / capex) to achieve decarbonisation targets. We expect corporates in high-emitting sectors with emissions targets in place to disclose transition plans setting out how they plan to achieve these targets. These should include key levers for decarbonisation; a quantification of their relative importance; and an indication of future investment (opex / capex) to achieve decarbonisation targets.

Kweichow Moutai Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Report of the Board of Supervisors	Mgmt	For	For
3	Approve Report of the Independent Directors	Mgmt	For	For
4	Approve Annual Report and Summary	Mgmt	For	For
5	Approve Financial Statements	Mgmt	For	For
6	Approve Financial Budget Plan	Mgmt	For	For
7	Approve Profit Distribution	Mgmt	For	For
8	Approve to Appoint Financial Auditor and Internal Control Auditor	Mgmt	For	For
9	Elect Zhang Deqin as Non-independent Director	Mgmt	For	For
<i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>				
10	Approve Daily Related Party Transactions	Mgmt	For	Against
<i>Voter Rationale: The proposed investment may expose the company to unnecessary risks.</i>				
11	Amend the Company's Independent Director System	Mgmt	For	Against
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				

Kyocera Corp.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 6971

Meeting Type: Annual

Primary ISIN: JP3249600002

Primary SEDOL: 6499260

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	Elect Director Sunaga, Junko	Mgmt	For	For
3.1	Appoint Statutory Auditor Koyama, Shigeru	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.2	Appoint Statutory Auditor Kida, Minoru	Mgmt	For	For
3.3	Appoint Statutory Auditor Kohara, Michie	Mgmt	For	For
4	Appoint Alternate Statutory Auditor Nakano, Yusuke	Mgmt	For	For

KYORIN Pharmaceutical Co., Ltd.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 4569

Meeting Type: Annual

Primary ISIN: JP3247090008

Primary SEDOL: B0YZFP0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ogihara, Yutaka	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				
1.2	Elect Director Onota, Michiro	Mgmt	For	For
1.3	Elect Director Kurose, Yasuji	Mgmt	For	For
1.4	Elect Director Shikanai, Noriyuki	Mgmt	For	For
1.5	Elect Director Shigematsu, Ken	Mgmt	For	For
1.6	Elect Director Watanabe, Hiromi	Mgmt	For	For

Kyoto Financial Group, Inc.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 5844

Meeting Type: Annual

Primary ISIN: JP3252200005

Primary SEDOL: BMV4NR2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Doi, Nobuhiro	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				
1.2	Elect Director Hata, Hiroyuki	Mgmt	For	For
1.3	Elect Director Yasui, Mikiya	Mgmt	For	For
1.4	Elect Director Okuno, Minako	Mgmt	For	For
1.5	Elect Director Habuchi, Kanji	Mgmt	For	For
1.6	Elect Director Motomasa, Etsuji	Mgmt	For	For
2	Elect Director and Audit Committee Member Izumi, Shizue	Mgmt	For	For
3	Approve Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For
4	Approve Restricted Stock Plan	Mgmt	For	Against
<i>Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.</i>				
5	Approve Compensation Ceiling for Directors Who Are Audit Committee Members	Mgmt	For	For

Kyudenko Corp.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 1959

Meeting Type: Annual

Primary ISIN: JP3247050002

Primary SEDOL: 6499969

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Fujii, Ichiro	Mgmt	For	For
1.2	Elect Director Ishibashi, Kazuyuki	Mgmt	For	For
1.3	Elect Director Jono, Masaaki	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
1.4	Elect Director Fukui, Keizo	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
1.5	Elect Director Oshima, Tomoyuki	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
1.6	Elect Director Kuratomi, Sumio	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
1.7	Elect Director Shibasaki, Hiroko	Mgmt	For	For
1.8	Elect Director Kaneko, Tatsuya	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Kato, Shinji	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>			
2.2	Elect Director and Audit Committee Member Soeda, Hidetoshi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>			
2.3	Elect Director and Audit Committee Member Kato, Takuji	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>			
2.4	Elect Director and Audit Committee Member Torii, Ryoko	Mgmt	For	For

Kyushu Electric Power Co., Inc.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 9508

Meeting Type: Annual

Primary ISIN: JP3246400000

Primary SEDOL: 6499806

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 1,933,333 for Class B Preferred Shares, and JPY 25 for Ordinary Shares	Mgmt	For	For
2	Amend Articles to Remove Provisions on Non-Common Shares	Mgmt	For	For
3.1	Elect Director Uriu, Michiaki	Mgmt	For	For
3.2	Elect Director Ikebe, Kazuhiro	Mgmt	For	For
3.3	Elect Director Hashimoto, Noboru	Mgmt	For	For
3.4	Elect Director Soda, Atsushi	Mgmt	For	For
3.5	Elect Director Senda, Yoshiharu	Mgmt	For	For
3.6	Elect Director Nakano, Takashi	Mgmt	For	For
3.7	Elect Director Nishiyama, Masaru	Mgmt	For	For
3.8	Elect Director Hayashida, Michio	Mgmt	For	For
3.9	Elect Director Sakie Tachibana Fukushima	Mgmt	For	For
3.10	Elect Director Hirako, Yuji	Mgmt	For	For
4.1	Elect Director and Audit Committee Member Uchimura, Yoshiro	Mgmt	For	For
4.2	Elect Director and Audit Committee Member Oie, Yuji	Mgmt	For	For
4.3	Elect Director and Audit Committee Member Sugihara, Tomoka	Mgmt	For	For
4.4	Elect Director and Audit Committee Member Shigetomi, Yuka	Mgmt	For	For
5	Amend Articles to Create Kyushu Electric Power President's Prize	SH	Against	Against
6	Amend Articles to Mandate Continued Mailing of Proxy Materials	SH	Against	Against
7	Amend Articles to Require Individual Compensation Disclosure for Directors	SH	Against	For
<i>Voter Rationale: A vote FOR this shareholder proposal is recommended because: * The proposed disclosure would promote accountability and help shareholders make better-informed decisions.</i>				
8	Amend Articles to Introduce Provision concerning Advertising Activities	SH	Against	Against
9	Amend Articles to Introduce Provision concerning Shareholder Registry Confirmation Process	SH	Against	Against
10	Amend Articles to Establish Direct Reporting Line between Shareholder Relations Department and Company President	SH	Against	Against
11	Amend Articles to Provide Electricity to the Kansai Region	SH	Against	Against

Kyushu Electric Power Co., Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12	Amend Articles to Resume Operation of Nuclear Reactor No. 3 at Sendai Nuclear Power Station	SH	Against	Against
13	Amend Articles to Establish Information Management Committee	SH	Against	Against
14	Amend Articles to Establish Committee to Leverage the Use of Renewable Energies	SH	Against	Against
15	Amend Articles to Withdraw from "Pluothermal" or Plutonium Uranium Mixed Fuel Operations	SH	Against	Against
16	Amend Articles to Introduce Provision on Declaration of Development of Storage Batteries	SH	Against	Against
17	Amend Articles to Abolish Genkai Nuclear Power Station and Sendai Nuclear Power Station	SH	Against	Against
18	Amend Articles to Establish Committee on Study of Nuclear Power Generation Abolition	SH	Against	Against
19	Amend Articles to Establish Committee on Study of Extension of Operation of Sendai Nuclear Power Station	SH	Against	Against
20	Amend Articles to Conduct Three-Dimensional Seismic Survey	SH	Against	Against
21	Amend Articles to Withdraw from Spent Nuclear Fuel Recycling Business	SH	Against	Against
22	Amend Articles to Abolish Nuclear Reactors Nos. 1 and 2 at Sendai Nuclear Power Station	SH	Against	Against

Kyushu Financial Group, Inc.

Meeting Date: 06/17/2024

Country: Japan

Ticker: 7180

Meeting Type: Annual

Primary ISIN: JP3246500007

Primary SEDOL: BYZ5XN1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Koriyama, Akihisa	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
1.2	Elect Director Kasahara, Yoshihisa	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Top management is responsible for the company's unfavourable ROE performance.</i>				
1.3	Elect Director Eto, Eiichi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				

Kyushu Financial Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Akatsuka, Norihisa	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
1.5	Elect Director Matsumae, Kuniaki	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
1.6	Elect Director Tada, Riichiro	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
1.7	Elect Director Kamimura, Motohiro	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
1.8	Elect Director Watanabe, Katsuaki	Mgmt	For	For
1.9	Elect Director Nemoto, Yuji	Mgmt	For	For

Kyushu Railway Co.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 9142

Meeting Type: Annual

Primary ISIN: JP3247010006

Primary SEDOL: BD2BST6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 93	Mgmt	For	For
2.1	Elect Director Aoyagi, Toshihiko	Mgmt	For	For
2.2	Elect Director Furumiya, Yoji	Mgmt	For	For
2.3	Elect Director Mori, Toshihiro	Mgmt	For	For
2.4	Elect Director Fukunaga, Hiroyuki	Mgmt	For	For
2.5	Elect Director Matsushita, Takuma	Mgmt	For	For
2.6	Elect Director Akagi, Yumi	Mgmt	For	For
2.7	Elect Director Yamamoto, Hitomi	Mgmt	For	For
2.8	Elect Director Tanaka, Takashi	Mgmt	For	For
2.9	Elect Director Ogasawara, Hiroshi	Mgmt	For	For
2.10	Elect Director Fujibayashi, Kiyotaka	Mgmt	For	For
2.11	Elect Director Ozawa, Hiroko	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Otabe, Koji	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Higashi, Koji	Mgmt	For	For

Kyushu Railway Co.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.3	Elect Director and Audit Committee Member Fujita, Hiromi	Mgmt	For	For
3.4	Elect Director and Audit Committee Member Ogami, Tomoko	Mgmt	For	For

L3Harris Technologies, Inc.

Meeting Date: 04/19/2024

Country: USA

Ticker: LHX

Meeting Type: Annual

Primary ISIN: US5024311095

Primary SEDOL: BK9DTN5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Sallie B. Bailey	Mgmt	For	For
1b	Elect Director Peter W. Chiarelli	Mgmt	For	For
1c	Elect Director Thomas A. Dattilo	Mgmt	For	For
1d	Elect Director Roger B. Fradin	Mgmt	For	Against

Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.

1e	Elect Director Joanna L. Geraghty	Mgmt	For	For
1f	Elect Director Kirk S. Hachigian	Mgmt	For	For
1g	Elect Director Harry B. Harris, Jr.	Mgmt	For	For
1h	Elect Director Lewis Hay, III	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
1l	Elect Director Edward A. Rice, Jr.	Mgmt	For	For
1m	Elect Director William H. Swanson	Mgmt	For	For
1n	Elect Director Christina L. Zamarro	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

3	Approve Omnibus Stock Plan	Mgmt	For	Against
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Voter Rationale: This plan could lead to excessive dilution. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.

L3Harris Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
5	Amend Certificate of Incorporation to Limit the Liability of Officers	Mgmt	For	For
6	Report on Lobbying Payments and Policy	SH	Against	For
<i>Voter Rationale: Enhanced controls over and disclosure of company and trade association lobbying is a growing good practice. Transparency around the company's primary lobbying issues and positions, as well as its key relationships with trade associations that engage on lobbying on its behalf, is advisable.</i>				

La Francaise des Jeux SA

Meeting Date: 04/25/2024	Country: France	Ticker: FDJ
	Meeting Type: Annual/Special	
	Primary ISIN: FR0013451333	Primary SEDOL: BG0SC10

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 1.78 per Share	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	For
5	Reelect Stephane Pallez as Director	Mgmt	For	For
6	Reelect Union des Blesses de la Face et de la Tete as Director	Mgmt	For	Against
<i>Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity.</i>				
7	Reelect Federation Nationale Andre Maginot des Anciens Combattants as Director	Mgmt	For	Against
<i>Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity.</i>				
8	Reelect Predica as Director	Mgmt	For	For
9	Elect David Chianese as Representative of Employee Shareholders to the Board	Mgmt	For	Against
<i>Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity.</i>				

La Francaise des Jeux SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Elect Frederic Martins as Representative of Employee Shareholders to the Board	Mgmt	For	Against
<i>Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity.</i>				
11	Appoint Deloitte & Associe as Authorized Sustainability Auditors	Mgmt	For	For
12	Appoint PricewaterhouseCoopers Audit as Authorized Sustainability Auditors	Mgmt	For	For
13	Approve Compensation Report of Corporate Officers	Mgmt	For	For
14	Approve Compensation of Stephane Pallez, Chairwoman and CEO	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>				
15	Approve Compensation of Charles Lantieri, Vice-CEO	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>				
16	Approve Remuneration Policy of Corporate Officers	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
	Ordinary Business	Mgmt		
19	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Laboratory Corporation of America Holdings

Meeting Date: 05/14/2024

Country: USA

Ticker: LH

Meeting Type: Annual

Primary ISIN: US5049221055

Primary SEDOL: BSBK800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kerrii B. Anderson	Mgmt	For	For
1b	Elect Director Jeffrey A. Davis	Mgmt	For	For
1c	Elect Director D. Gary Gilliland	Mgmt	For	For

Laboratory Corporation of America Holdings

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Director Kirsten M. Kliphouse	Mgmt	For	For
1e	Elect Director Garheng Kong	Mgmt	For	For
1f	Elect Director Peter M. Neupert	Mgmt	For	For
1g	Elect Director Richelle P. Parham	Mgmt	For	For
1h	Elect Director Paul B. Rothman	Mgmt	For	For
1i	Elect Director Adam H. Schechter	Mgmt	For	For
1j	Elect Director Kathryn E. Wengel	Mgmt	For	Against
<i>Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
4	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite and appropriate information to determine whether management and the board are considering attendant material risks.</i>				
5	Report on Transport of Nonhuman Primates Within the U.S.	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite and appropriate information to determine whether management and the board are considering attendant material risks.</i>				
6	Report on Risks Related to Fulfilling Information Requests for Enforcing Laws Criminalizing Abortion Access	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite and appropriate information to determine whether management and the board are considering attendant material risks.</i>				

Labrador Iron Ore Royalty Corporation

Meeting Date: 05/16/2024

Country: Canada

Ticker: LIF

Meeting Type: Annual/Special

Primary ISIN: CA5054401073

Primary SEDOL: B8L02P3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mark J. Fuller	Mgmt	For	For
1.2	Elect Director Douglas F. McCutcheon	Mgmt	For	For

Labrador Iron Ore Royalty Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Dorothea E. Mell	Mgmt	For	For
1.4	Elect Director William H. McNeil	Mgmt	For	For
1.5	Elect Director Sandra L. Rosch	Mgmt	For	For
1.6	Elect Director John F. Tuer	Mgmt	For	For
1.7	Elect Director Patricia M. Volker	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Re-approve Shareholder Rights Plan	Mgmt	For	Against
<i>Voter Rationale: Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and be of a limited duration.</i>				
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Variable remuneration should not contain a significant overlap of metrics. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				

Ladder Capital Corp

Meeting Date: 06/06/2024	Country: USA	Ticker: LADR
	Meeting Type: Annual	
	Primary ISIN: US5057431042	Primary SEDOL: BJ367P1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Douglas Durst	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.2	Elect Director Jeffrey Steiner	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
<i>Voter Rationale: Companies should not extend vesting periods or allow re-testing of performance targets because this weakens the effectiveness of incentive schemes. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

Lakeland Financial Corporation

Meeting Date: 04/09/2024

Country: USA

Ticker: LKFN

Meeting Type: Annual

Primary ISIN: US5116561003

Primary SEDOL: 2537528

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director A. Faraz Abbasi	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1b	Elect Director Blake W. Augsburg	Mgmt	For	Withhold
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1c	Elect Director Robert E. Bartels, Jr.	Mgmt	For	For
1d	Elect Director Darrienne P. Christian	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1e	Elect Director David M. Findlay	Mgmt	For	For
1f	Elect Director Emily E. Pichon	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1g	Elect Director Kristin L. Pruitt	Mgmt	For	For
1h	Elect Director Steven D. Ross	Mgmt	For	Withhold
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
1i	Elect Director Brian J. Smith	Mgmt	For	For
1j	Elect Director Bradley J. Toothaker	Mgmt	For	For
1k	Elect Director M. Scott Welch	Mgmt	For	Withhold
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Crowe LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>			

Lamar Advertising Company

Meeting Date: 05/16/2024

Country: USA

Ticker: LAMR

Meeting Type: Annual

Primary ISIN: US5128161099

Primary SEDOL: BSPHGN6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nancy Fletcher	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.2	Elect Director John E. Koerner, III	Mgmt	For	Withhold
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.3	Elect Director Marshall A. Loeb	Mgmt	For	For
1.4	Elect Director Stephen P. Mumblow	Mgmt	For	Withhold
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.5	Elect Director Thomas V. Reifeneiser	Mgmt	For	Withhold
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.6	Elect Director Anna Reilly	Mgmt	For	Withhold
	<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>			
1.7	Elect Director Kevin P. Reilly, Jr.	Mgmt	For	Withhold
	<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>			
1.8	Elect Director Wendell Reilly	Mgmt	For	Withhold
	<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>			
1.9	Elect Director Elizabeth Thompson	Mgmt	For	For

Lamar Advertising Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Landstar System, Inc.

Meeting Date: 05/07/2024	Country: USA	Ticker: LSTR	
	Meeting Type: Annual		
		Primary ISIN: US5150981018	Primary SEDOL: 2503994

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director David G. Bannister	Mgmt	For	For
1b	Elect Director James L. Liang	Mgmt	For	For
1c	Elect Director Frank A. Lonegro	Mgmt	For	For
1d	Elect Director Anthony J. Orlando	Mgmt	For	For
1e	Elect Director George P. Scanlon	Mgmt	For	For
1f	Elect Director Teresa L. White	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Lantheus Holdings, Inc.

Meeting Date: 04/25/2024	Country: USA	Ticker: LNTH	
	Meeting Type: Annual		
		Primary ISIN: US5165441032	Primary SEDOL: BP8S8J5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Brian Markison	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1.2	Elect Director Gary J. Pruden	Mgmt	For	For
1.3	Elect Director James H. Thrall	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Lantheus Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Las Vegas Sands Corp.

Meeting Date: 05/09/2024	Country: USA	Ticker: LVS
	Meeting Type: Annual	
	Primary ISIN: US5178341070	Primary SEDOL: B02T2J7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Robert G. Goldstein	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1.2	Elect Director Patrick Dumont	Mgmt	For	For
1.3	Elect Director Irwin Chafetz	Mgmt	For	For
1.4	Elect Director Micheline Chau	Mgmt	For	Withhold
<i>Voter Rationale: Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns.</i>				
1.5	Elect Director Charles D. Forman	Mgmt	For	For
1.6	Elect Director Lewis Kramer	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.7	Elect Director Alain Li	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Lattice Semiconductor Corporation

Meeting Date: 05/03/2024

Country: USA

Ticker: LSCC

Meeting Type: Annual

Primary ISIN: US5184151042

Primary SEDOL: 2506658

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director James R. Anderson	Mgmt	For	For
1.2	Elect Director Robin A. Abrams	Mgmt	For	For
1.3	Elect Director Douglas Bettinger	Mgmt	For	For
1.4	Elect Director Que Thanh Dallara	Mgmt	For	For
1.5	Elect Director John Forsyth	Mgmt	For	For
1.6	Elect Director Mark E. Jensen	Mgmt	For	For
1.7	Elect Director James P. Lederer	Mgmt	For	For
1.8	Elect Director D. Jeffrey Richardson	Mgmt	For	For
1.9	Elect Director Elizabeth Schwarting	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

Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

Laureate Education, Inc.

Meeting Date: 05/30/2024

Country: USA

Ticker: LAUR

Meeting Type: Annual

Primary ISIN: US5186132032

Primary SEDOL: BYMYT66

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Andrew B. Cohen	Mgmt	For	For
1.2	Elect Director William J. Davis	Mgmt	For	For
1.3	Elect Director Pedro del Corro	Mgmt	For	For
1.4	Elect Director Aristides de Macedo	Mgmt	For	For
1.5	Elect Director Kenneth W. Freeman	Mgmt	For	For
1.6	Elect Director Barbara Mair	Mgmt	For	For
1.7	Elect Director George Munoz	Mgmt	For	For

Laureate Education, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.8	Elect Director Judith Rodin	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.9	Elect Director Eilif Serck-Hanssen	Mgmt	For	For
1.10	Elect Director Ian K. Snow	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Laurentian Bank of Canada

Meeting Date: 04/09/2024

Country: Canada

Ticker: LB

Meeting Type: Annual

Primary ISIN: CA51925D1069

Primary SEDOL: 2077347

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sonia Baxendale	Mgmt	For	For
1.2	Elect Director Andrea Bolger	Mgmt	For	For
1.3	Elect Director Michael T. Boychuk	Mgmt	For	For
1.4	Elect Director Johanne Brunet	Mgmt	For	For
1.5	Elect Director Laurent Desmangles	Mgmt	For	For
1.6	Elect Director Suzanne Gouin	Mgmt	For	For
1.7	Elect Director Jamey Hubbs	Mgmt	For	For
1.8	Elect Director David Mowat	Mgmt	For	For
<i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
1.9	Elect Director Eric Provost	Mgmt	For	For
1.10	Elect Director Paul Stinis	Mgmt	For	For
1.11	Elect Director Nicholas Zelenczuk	Mgmt	For	For

Laurentian Bank of Canada

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Shareholder Proposals	Mgmt		
4	SP 4: Create Social Dividend and Better Value Distribution Relating to ESG Causes	SH	Against	Against
5	SP 5: Commit to Filing an ESG Report Backed by "Reasonable" Assurance Engagement	SH	Against	Against
6	SP 6: Disclose Non-Confidential Information Relating to the Bank's Country-by-Country Reporting	SH	Against	Against

Lawson, Inc.

Meeting Date: 05/21/2024

Country: Japan

Ticker: 2651

Meeting Type: Annual

Primary ISIN: JP3982100004

Primary SEDOL: 6266914

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Takemasu, Sadanobu	Mgmt	For	For
1.2	Elect Director Itonaga, Masayuki	Mgmt	For	For
1.3	Elect Director Iwamura, Miki	Mgmt	For	For
1.4	Elect Director Suzuki, Satoko	Mgmt	For	For
1.5	Elect Director Kondo, Shota	Mgmt	For	For
2.1	Appoint Statutory Auditor Imagawa, Shuichi	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
2.2	Appoint Statutory Auditor Yoshida, Keiko	Mgmt	For	For

LEG Immobilien SE

Meeting Date: 05/23/2024

Country: Germany

Ticker: LEG

Meeting Type: Annual

Primary ISIN: DE000LEG1110

Primary SEDOL: B9G6L89

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 2.45 per Share	Mgmt	For	For
3	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For
5	Ratify Deloitte GmbH as Auditors for Fiscal Year 2024	Mgmt	For	For
6	Elect Christoph Beumer to the Supervisory Board	Mgmt	For	For
7	Approve Remuneration Policy for the Supervisory Board	Mgmt	For	For
8	Approve Remuneration Report	Mgmt	For	For

Voter Rationale: .

LegalZoom.com, Inc.

Meeting Date: 06/06/2024

Country: USA

Ticker: LZ

Meeting Type: Annual

Primary ISIN: US52466B1035

Primary SEDOL: B82GC49

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Elizabeth (Liz) Hamren	Mgmt	For	For
1.2	Elect Director John Murphy	Mgmt	For	For
1.3	Elect Director Jeffrey Stibel	Mgmt	For	For
1.4	Elect Director Dan Wernikoff	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.

Voter Rationale: The STI program was primarily based on pre-set financial metrics with disclosed goals, and the planned increase in PSUs enhance the LTIP's performance basis. However, there are significant concerns regarding the LTI program structure and the magnitude of NEOs' target LTI awards. FY23 equity awards are majority time-based and PSUs only utilize an 18-month performance period with incomplete goal disclosure. Further, the CEO's equity award values are relatively large without compelling rationale. The proxy does not clearly indicate whether structure, disclosure and magnitude concerns will be addressed by the updated FY24 LTI program. On balance of these factors, a vote AGAINST this proposal is warranted.

Meeting Date: 04/26/2024

Country: USA

Ticker: LDOS

Meeting Type: Annual

Primary ISIN: US5253271028

Primary SEDOL: BDV82B8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Thomas A. Bell	Mgmt	For	For
1b	Elect Director Gregory R. Dahlberg	Mgmt	For	For
1c	Elect Director David G. Fubini	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1d	Elect Director Noel B. Geer	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1e	Elect Director Robert C. Kovarik, Jr.	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1f	Elect Director Harry M. J. Kraemer, Jr.	Mgmt	For	For
1g	Elect Director Gary S. May	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1h	Elect Director Surya N. Mohapatra	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1i	Elect Director Nancy A. Norton	Mgmt	For	For
1j	Elect Director Patrick M. Shanahan	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1k	Elect Director Robert S. Shapard	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i>				
1l	Elect Director Susan M. Stalnecker	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Leidos Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting to 10%	SH	Against	For
<i>Voter Rationale: Holders of significant share capital should be entitled to call a special meeting. A total holding requirement of 10% is a suitable threshold to prevent abuse.</i>				

LeMaitre Vascular, Inc.

Meeting Date: 06/03/2024	Country: USA	Ticker: LMAT
	Meeting Type: Annual	
	Primary ISIN: US5255582018	Primary SEDOL: B1G6TJ0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Lawrence J. Jasinski	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.2	Elect Director John J. O'Connor	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.3	Elect Director Joseph P. Pellegrino, Jr.	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
4	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For

Lennar Corporation

Meeting Date: 04/10/2024	Country: USA	Ticker: LEN
	Meeting Type: Annual	
	Primary ISIN: US5260571048	Primary SEDOL: 2511920

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Amy Banse	Mgmt	For	For
1b	Elect Director Theron (Tig) Gilliam	Mgmt	For	For
1c	Elect Director Sherrill W. Hudson	Mgmt	For	For
1d	Elect Director Jonathan M. Jaffe	Mgmt	For	For
1e	Elect Director Sidney Lapidus	Mgmt	For	For
1f	Elect Director Teri P. McClure	Mgmt	For	For
1g	Elect Director Stuart Miller	Mgmt	For	For
<p><i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				
1h	Elect Director Armando Olivera	Mgmt	For	For
1i	Elect Director Dacona Smith	Mgmt	For	For
1j	Elect Director Jeffrey Sonnenfeld	Mgmt	For	Against
<p><i>Voter Rationale: We recognize that LEN has made progress by disclosing its scope 1,2 and 3 emissions in its latest Social Responsibility Report and does have a collection of sustainability initiatives in place (e.g. energy efficiency, water usage). However, Lennar does not meet the minimum standards as laid out in our public climate expectations and lags a number of its US peers who have set emissions reduction targets or have committed to exploring and identifying appropriate targets as part of their strategy. Therefore, the company should look to set an emissions reduction strategy over those emissions within its operational control. This strategy should be accompanied by emissions reduction targets that management believes are the most appropriate for the company. As such, we would recommend a vote against management.</i></p>				
1k	Elect Director Serena Wolfe	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i></p>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i></p>				
4	Amend Certificate of Incorporation to Limit the Liability of Officers	Mgmt	For	For
5	Report on Political Contributions	SH	Against	For
<p><i>Voter Rationale: The company provides reasonable disclosure of its political donations. However, it should enhance transparency around its public policy priorities, as well as its key relationships with trade associations that engage on lobbying on its behalf.</i></p>				
6	Report on Effectiveness of Diversity, Equity, and Inclusion Efforts	SH	Against	For
<p><i>Voter Rationale: The company should disclose its demographic workforce data as per the EEO-1 requirement. This will help to increase transparency and aid shareholders in assessing the effectiveness of the company's stated efforts to address related human capital material risks and opportunities.</i></p>				

Lennar Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Report on Climate Change	SH	Against	Against
<i>Voter Rationale: Though we support the general sentiment that Lennar should improve its disclosure on climate change and set interim scope 1 and 2 target, the proposal as it stand is too prescriptive for Lennar's business model.</i>				

Leonardo DRS, Inc.

Meeting Date: 05/15/2024	Country: USA	Ticker: DRS	
	Meeting Type: Annual		
		Primary ISIN: US52661A1088	Primary SEDOL: BNSNZQ2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director William J. Lynn, III	Mgmt	For	For
1.2	Elect Director Frances F. Townsend	Mgmt	For	For
1.3	Elect Director Gail S. Baker	Mgmt	For	For
1.4	Elect Director Louis R. Brothers	Mgmt	For	For
1.5	Elect Director David W. Carey	Mgmt	For	For
1.6	Elect Director George W. Casey, Jr.	Mgmt	For	For
1.7	Elect Director Mary E. Gallagher	Mgmt	For	For
1.8	Elect Director Kenneth J. Krieg	Mgmt	For	For
1.9	Elect Director Eric C. Salzman	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
4	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For
5	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
6	Adjourn Meeting	Mgmt	For	For

Liberty Energy Inc.

Meeting Date: 04/16/2024	Country: USA	Ticker: LBRT	
	Meeting Type: Annual		
		Primary ISIN: US53115L1044	Primary SEDOL: BDCWFT8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ken Babcock	Mgmt	For	Withhold
1.2	Elect Director Audrey Robertson	Mgmt	For	Withhold
<p><i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights.</i></p>				
1.3	Elect Director Christopher A. Wright	Mgmt	For	Withhold
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights.</i></p>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				

Liberty Latin America Ltd.

Meeting Date: 05/21/2024

Country: Bermuda

Ticker: LILAK

Meeting Type: Annual

Primary ISIN: BMG9001E1286

Primary SEDOL: BD9Q3Q6

Liberty Latin America Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Charles H.R. Bracken	Mgmt	For	For
1.2	Elect Director Balan Nair	Mgmt	For	For
1.3	Elect Director Eric L. Zinterhofer	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

Liberty Media Corporation

Meeting Date: 06/10/2024

Country: USA

Ticker: FWONK

Meeting Type: Annual

Primary ISIN: US5312297550

Primary SEDOL: BPLYVN5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Brian M. Deevy	Mgmt	For	For
1.2	Elect Director Gregory B. Maffei	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1.3	Elect Director Andrea L. Wong	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Liberty Media Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
<p><i>Voter Rationale: We support an annual say on pay frequency.</i></p>				

Life Time Group Holdings, Inc.

Meeting Date: 04/26/2024	Country: USA	Ticker: LTH
	Meeting Type: Annual	
	Primary ISIN: US53190C1027	Primary SEDOL: BPH0546

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jimena Almendares	Mgmt	For	For
1.2	Elect Director Donna Coallier	Mgmt	For	For
1.3	Elect Director John Danhaki	Mgmt	For	Withhold
<p><i>Voter Rationale: The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. An executive sits on the Remuneration Committee, which we expect to be independent, as non-independent directors could hamper the committees impartiality and effectiveness. We are holding this director accountable. This director is not sufficiently independent to serve as the independent lead director.</i></p>				
1.4	Elect Director Paul Hackwell	Mgmt	For	Withhold
<p><i>Voter Rationale: The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.</i></p>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i></p>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				

Ligand Pharmaceuticals Incorporated

Meeting Date: 06/14/2024	Country: USA	Ticker: LGND
	Meeting Type: Annual	
	Primary ISIN: US53220K5048	Primary SEDOL: 2501578

Ligand Pharmaceuticals Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jason M. Aryeh	Mgmt	For	For
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i></p>				
1.2	Elect Director Todd C. Davis	Mgmt	For	For
1.3	Elect Director Nancy R. Gray	Mgmt	For	For
1.4	Elect Director Jason Haas	Mgmt	For	For
1.5	Elect Director John W. Kozarich	Mgmt	For	For
1.6	Elect Director John L. LaMattina	Mgmt	For	For
1.7	Elect Director Stephen L. Sabba	Mgmt	For	For
1.8	Elect Director Martine Zimmermann	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
<p><i>Voter Rationale: The majority of annual bonus incentives should be quantitative. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				
4	Amend Omnibus Stock Plan	Mgmt	For	Against
<p><i>Voter Rationale: This plan could lead to excessive dilution. Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				

Light & Wonder, Inc.

Meeting Date: 06/05/2024

Country: USA

Ticker: LNW

Meeting Type: Annual

Primary ISIN: US80874P1093

Primary SEDOL: 2919290

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jamie R. Odell	Mgmt	For	For
1.2	Elect Director Matthew R. Wilson	Mgmt	For	For
1.3	Elect Director Antonia Korsanos	Mgmt	For	For
1.4	Elect Director Michael Marchetti	Mgmt	For	For

Light & Wonder, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director Hamish R. McLennan	Mgmt	For	Withhold
<i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1.6	Elect Director Stephen Morro	Mgmt	For	For
1.7	Elect Director Virginia E. Shanks	Mgmt	For	For
1.8	Elect Director Timothy Throsby	Mgmt	For	For
1.9	Elect Director Kneeland C. Youngblood	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Lincoln Electric Holdings, Inc.

Meeting Date: 04/19/2024

Country: USA

Ticker: LECO

Meeting Type: Annual

Primary ISIN: US5339001068

Primary SEDOL: 2516851

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Brian D. Chambers	Mgmt	For	For
1.2	Elect Director Curtis E. Espeland	Mgmt	For	For
1.3	Elect Director Bonnie J. Fetch	Mgmt	For	For
1.4	Elect Director Patrick P. Goris	Mgmt	For	For
1.5	Elect Director Steven B. Hedlund	Mgmt	For	For
1.6	Elect Director Michael F. Hilton	Mgmt	For	For
1.7	Elect Director Marc A. Howze	Mgmt	For	For
1.8	Elect Director Kathryn Jo Lincoln	Mgmt	For	For
1.9	Elect Director Christopher L. Mapes	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. However, at this time, we believe this director brings substantial value to this board.</i>				
1.10	Elect Director Phillip J. Mason	Mgmt	For	For

Lincoln Electric Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.11	Elect Director Ben P. Patel	Mgmt	For	For
1.12	Elect Director Kellye L. Walker	Mgmt	For	For
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i></p>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				

Lithium Americas (Argentina) Corp.

Meeting Date: 06/20/2024

Country: Canada

Ticker: LAAC

Meeting Type: Annual/Special

Primary ISIN: CA53681K1003

Primary SEDOL: BRBS2X8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Fix Number of Directors at Eight	Mgmt	For	For
2.1	Elect Director John Kanellitsas	Mgmt	For	For
2.2	Elect Director Sam Pigott	Mgmt	For	For
2.3	Elect Director George Ireland	Mgmt	For	For
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 30% of the board. Given the recent updates to the board, we will keep this matter under review.</i></p>				
2.4	Elect Director Diego Lopez Casanello	Mgmt	For	For
2.5	Elect Director Robert Doyle	Mgmt	For	For
2.6	Elect Director Franco Mignacco	Mgmt	For	For
2.7	Elect Director Calum Morrison	Mgmt	For	For
2.8	Elect Director Monica Moretto	Mgmt	For	For
3	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Lithium Americas (Argentina) Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Amend Equity Incentive Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
5	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Littelfuse, Inc.

Meeting Date: 04/25/2024

Country: USA

Ticker: LFUS

Meeting Type: Annual

Primary ISIN: US5370081045

Primary SEDOL: 2531832

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kristina A. Cerniglia	Mgmt	For	For
1b	Elect Director Tzau-jin Chung	Mgmt	For	For
1c	Elect Director Gayla J. Delly	Mgmt	For	For
1d	Elect Director Maria C. Green	Mgmt	For	For
1e	Elect Director Anthony Grillo	Mgmt	For	For
1f	Elect Director David W. Heinzmann	Mgmt	For	For
1g	Elect Director Gregory N. Henderson	Mgmt	For	For
1h	Elect Director Gordon Hunter	Mgmt	For	For
1i	Elect Director William P. Noglows	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Live Nation Entertainment, Inc.

Meeting Date: 06/13/2024

Country: USA

Ticker: LYV

Meeting Type: Annual

Primary ISIN: US5380341090

Primary SEDOL: B0T7YX2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Maverick Carter	Mgmt	For	For
1.2	Elect Director Ping Fu	Mgmt	For	For
1.3	Elect Director Jeffrey T. Hinson	Mgmt	For	For
1.4	Elect Director Chad Hollingsworth	Mgmt	For	Against
<i>Voter Rationale: Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns.</i>				
1.5	Elect Director James Iovine	Mgmt	For	For
1.6	Elect Director James S. Kahan	Mgmt	For	For
1.7	Elect Director Gregory B. Maffei	Mgmt	For	Against
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1.8	Elect Director Randall T. Mays	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.9	Elect Director Richard A. Paul	Mgmt	For	For
1.10	Elect Director Michael Rapino	Mgmt	For	For
1.11	Elect Director Latriece Watkins	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Variable remuneration should not contain a significant overlap of metrics. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

LIXIL Corp.

Meeting Date: 06/19/2024

Country: Japan

Ticker: 5938

Meeting Type: Annual

Primary ISIN: JP3626800001

Primary SEDOL: 6900212

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Seto, Kinya	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				
1.2	Elect Director Hwa Jin Song Montesano	Mgmt	For	For
1.3	Elect Director Aoki, Jun	Mgmt	For	For
1.4	Elect Director Ishizuka, Shigeki	Mgmt	For	For
1.5	Elect Director Ohori, Ryusuke	Mgmt	For	For
1.6	Elect Director Konno, Shiho	Mgmt	For	For
1.7	Elect Director Tamura, Mayumi	Mgmt	For	For
1.8	Elect Director Nishiura, Yuji	Mgmt	For	For
1.9	Elect Director Hamaguchi, Daisuke	Mgmt	For	For
1.10	Elect Director Watahiki, Mariko	Mgmt	For	For

LKQ Corporation

Meeting Date: 05/07/2024

Country: USA

Ticker: LKQ

Meeting Type: Annual

Primary ISIN: US5018892084

Primary SEDOL: 2971029

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Patrick Berard	Mgmt	For	For
1b	Elect Director Meg A. Divitto	Mgmt	For	For
1c	Elect Director Justin L. Jude	Mgmt	For	For
1d	Elect Director Blythe J. McGarvie	Mgmt	For	For
1e	Elect Director John W. Mendel	Mgmt	For	For
1f	Elect Director Jody G. Miller	Mgmt	For	For
1g	Elect Director Guhan Subramanian	Mgmt	For	For
1h	Elect Director Xavier Urbain	Mgmt	For	For
1i	Elect Director Dominick Zarcone	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

LKQ Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.</i>				
4	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For

Loblaw Companies Limited

Meeting Date: 05/02/2024

Country: Canada

Ticker: L

Meeting Type: Annual

Primary ISIN: CA5394811015

Primary SEDOL: 2521800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Scott B. Bonham	Mgmt	For	For
1.2	Elect Director Shelley G. Broader	Mgmt	For	For
1.3	Elect Director Christie J.B. Clark	Mgmt	For	For
1.4	Elect Director Daniel Debow	Mgmt	For	For
1.5	Elect Director William A. Downe	Mgmt	For	For
<i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
1.6	Elect Director Janice Fukakusa	Mgmt	For	For
1.7	Elect Director M. Marianne Harris	Mgmt	For	For
1.8	Elect Director Kevin Holt	Mgmt	For	For
1.9	Elect Director Claudia Kotchka	Mgmt	For	For
1.10	Elect Director Sarah Raiss	Mgmt	For	For
1.11	Elect Director Galen G. Weston	Mgmt	For	For
1.12	Elect Director Cornell Wright	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
<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	SP 1: Hold Annual Meetings of the Company in Person with Virtual Meetings as Complements	SH	Against	For
<i>Voter Rationale: Per our Guidelines, we believe hybrid meetings are superior to virtual-only.</i>				

Localiza Rent A Car SA

Meeting Date: 04/30/2024

Country: Brazil

Ticker: RENT3

Meeting Type: Extraordinary Shareholders

Primary ISIN: BRRENTACNOR4

Primary SEDOL: B08K3S0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles	Mgmt	For	For
2	Consolidate Bylaws	Mgmt	For	For
3	In the Event of a Second Call, Can the Voting Instructions Contained in this Proxy Card Be Considered Valid for the Second Call?	Mgmt	None	For

Localiza Rent A Car SA

Meeting Date: 04/30/2024

Country: Brazil

Ticker: RENT3

Meeting Type: Annual

Primary ISIN: BRRENTACNOR4

Primary SEDOL: B08K3S0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2023	Mgmt	For	For
	<i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account. Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>			
2	Approve Allocation of Income and Dividends	Mgmt	For	For
3	Do You Wish to Request Installation of a Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	Mgmt	For	For
4	Fix Number of Fiscal Council Members at Three	Mgmt	For	For
	Shareholders Must Vote For Only Three of the Candidates Under Items 5.1 to 5.5	Mgmt		
5.1	Elect Carla Alessandra Trematore as Fiscal Council Member and Eder Carvalho Magalhaes as Alternate	Mgmt	For	For
5.2	Elect Antonio de Padua Soares Policarpo as Fiscal Council Member and Marcio Jose Soares Lutterbach as Alternate	Mgmt	For	For

Localiza Rent A Car SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5.3	Elect Juliano Lima Pinheiro as Fiscal Council Member and Marcos Villela Vieira as Alternate	Mgmt	For	Abstain
<p><i>Voter Rationale: The company disclosed five candidates (and alternates) competing for three fiscal council seats, including three management nominees (and alternates) and two candidates (and alternates) nominated by shareholders. In light of the greater number of nominees than fiscal council seats, vote recommendations are as follows: - Items 5.3 and 5.4: ABSTAIN vote in light of the three-member fiscal council size proposed by the company.</i></p>				
5.4	Elect Maria Aparecida Metanias Hallack as Fiscal Council Member and Carolina Luiza Ferreira Antunes Campos De Senna as Alternate	SH	None	Abstain
<p><i>Voter Rationale: The company disclosed five candidates (and alternates) competing for three fiscal council seats, including three management nominees (and alternates) and two candidates (and alternates) nominated by shareholders. In light of the greater number of nominees than fiscal council seats, vote recommendations are as follows: - Items 5.3 and 5.4: ABSTAIN vote in light of the three-member fiscal council size proposed by the company.</i></p>				
5.5	Elect Guilherme Bottrel Pereira Tostes as Fiscal Council Member and Mauricio Graccho de Severiano Cardoso as Alternate	SH	None	For
6	Approve Remuneration of Fiscal Council Members	Mgmt	For	For
7	Approve Remuneration of Company's Management	Mgmt	For	For
8	In the Event of a Second Call, Can the Voting Instructions Contained in this Proxy Card Be Considered Valid for the Second Call?	Mgmt	None	For

Loews Corporation

Meeting Date: 05/14/2024

Country: USA

Ticker: L

Meeting Type: Annual

Primary ISIN: US5404241086

Primary SEDOL: 2523022

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Ann E. Berman	Mgmt	For	For
1B	Elect Director Charles D. Davidson	Mgmt	For	For
1C	Elect Director Charles M. Diker	Mgmt	For	For
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i></p>				
1D	Elect Director Paul J. Fribourg	Mgmt	For	Against
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. Company may wish to consider enhancing climate disclosure via CDP.</i></p>				
1E	Elect Director Walter L. Harris	Mgmt	For	For
1F	Elect Director Jonathan C. Locker	Mgmt	For	For

Loews Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1G	Elect Director Susan P. Peters	Mgmt	For	For
1H	Elect Director Andrew H. Tisch	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1I	Elect Director James S. Tisch	Mgmt	For	For
1J	Elect Director Jonathan M. Tisch	Mgmt	For	For
1K	Elect Director Anthony Welters	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Variable remuneration should not contain a significant overlap of metrics. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Lojas Renner SA

Meeting Date: 04/18/2024

Country: Brazil

Ticker: LREN3

Meeting Type: Annual

Primary ISIN: BRLRENACNOR1

Primary SEDOL: B0CGYD6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2023	Mgmt	For	For
<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
2	Approve Allocation of Income and Dividends	Mgmt	For	For
3	Fix Number of Directors at Eight	Mgmt	For	For
4	Do You Wish to Adopt Cumulative Voting for the Election of the Members of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	Mgmt	None	Abstain
<i>Voter Rationale: Companies should provide sufficient information on directors standing for election well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
5.1	Elect Osvaldo Burgos Schirmer as Independent Director	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5.2	Elect Carlos Fernando Couto de Oliveira Souto as Independent Director	Mgmt	For	For
5.3	Elect Fabio de Barros Pinheiro as Independent Director	Mgmt	For	For
5.4	Elect Juliana Rozembaum Munemori as Independent Director	Mgmt	For	For
5.5	Elect Christiane Almeida Edington as Independent Director	Mgmt	For	For
5.6	Elect Jean Pierre Zarouk as Independent Director	Mgmt	For	For
5.7	Elect Andre Vitorio Cesar Castellini as Independent Director	Mgmt	For	For
5.8	Elect Andrea Cristina de Lima Rolim as Independent Director	Mgmt	For	For
	If Voting FOR on Item 6, Votes Are Distributed in Equal % Amongst Nominees voted FOR. If You Vote AGST, Contact Your Client Service Rep to Unequally Allocate % of Votes. If You Vote ABST, You Will Not Participate in Cumulative Voting.	Mgmt		
6	In Case Cumulative Voting Is Adopted, Do You Wish to Equally Distribute Your Votes Amongst the Nominees below?	Mgmt	None	For
7.1	Percentage of Votes to Be Assigned - Elect Osvaldo Burgos Schirmer as Independent Director	Mgmt	None	Against
<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
7.2	Percentage of Votes to Be Assigned - Elect Carlos Fernando Couto de Oliveira Souto as Independent Director	Mgmt	None	For
7.3	Elect Fabio de Barros Pinheiro as Independent Director	Mgmt	None	For
7.4	Elect Juliana Rozembaum Munemori as Independent Director	Mgmt	None	For
7.5	Elect Christiane Almeida Edington as Independent Director	Mgmt	None	For
7.6	Elect Jean Pierre Zarouk as Independent Director	Mgmt	None	For
7.7	Elect Andre Vitorio Cesar Castellini as Independent Director	Mgmt	None	For
7.8	Elect Andrea Cristina de Lima Rolim as Independent Director	Mgmt	None	For
8	Approve Remuneration of Company's Management	Mgmt	For	For
9	Fix Number of Fiscal Council Members at Three	Mgmt	For	For
10.1	Elect Joarez Jose Piccinini as Fiscal Council Member and Roberto Zeller Branchi as Alternate	Mgmt	For	For

Lojas Renner SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10.2	Elect Roberto Frota Decourt as Fiscal Council Member and Vanderlei Dominguez da Rosa as Alternate	Mgmt	For	For
10.3	Elect Paula Regina Goto as Fiscal Council Member and Adriana Conde Fernandes Gomes as Alternate	Mgmt	For	For
11	Approve Remuneration of Fiscal Council Members	Mgmt	For	For

London Stock Exchange Group plc

Meeting Date: 04/25/2024

Country: United Kingdom

Ticker: LSEG

Meeting Type: Annual

Primary ISIN: GB00B0SWJX34

Primary SEDOL: B0SWJX3

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
4	Approve Remuneration Policy	Mgmt	For	For
5	Re-elect Dominic Blakemore as Director	Mgmt	For	For
6	Re-elect Martin Brand as Director	Mgmt	For	For
7	Re-elect Kathleen DeRose as Director	Mgmt	For	For
8	Re-elect Tsega Gebreyes as Director	Mgmt	For	For
9	Re-elect Scott Guthrie as Director	Mgmt	For	For
10	Re-elect Cressida Hogg 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
<i>Voter Rationale: The board chairman serves as a member of the Remuneration Committee. The board chairman serves as a member of the Nomination Committee.</i>				
13	Re-elect David Schwimmer as Director	Mgmt	For	For
14	Re-elect William Vereker as Director	Mgmt	For	For
15	Elect Michel-Alain Proch as Director	Mgmt	For	For
16	Appoint Deloitte LLP as Auditors	Mgmt	For	For
17	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
18	Authorise Issue of Equity	Mgmt	For	For
19	Authorise UK Political Donations and Expenditure	Mgmt	For	For

London Stock Exchange Group plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
20	Approve Equity Incentive Plan	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 Market Purchase of Ordinary Shares	Mgmt	For	For
24	Authorise Off-Market Purchase of Shares from Consortium Shareholders	Mgmt	For	For
25	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

Lowe's Companies, Inc.

Meeting Date: 05/31/2024

Country: USA

Ticker: LOW

Meeting Type: Annual

Primary ISIN: US5486611073

Primary SEDOL: 2536763

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 Scott H. Baxter	Mgmt	For	For
1.4	Elect Director Sandra B. Cochran	Mgmt	For	For
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 Navdeep Gupta	Mgmt	For	For
1.9	Elect Director Brian C. Rogers	Mgmt	For	For
1.10	Elect Director Bertram L. Scott	Mgmt	For	For
1.11	Elect Director Lawrence Simkins	Mgmt	For	For
1.12	Elect Director Colleen Taylor	Mgmt	For	For
1.13	Elect Director Mary Beth West	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

Lowe's Companies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.

LPL Financial Holdings Inc.

Meeting Date: 05/09/2024

Country: USA

Ticker: LPLA

Meeting Type: Annual

Primary ISIN: US50212V1008

Primary SEDOL: B75JX34

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Dan H. Arnold	Mgmt	For	For
1b	Elect Director Edward C. Bernard	Mgmt	For	For
1c	Elect Director H. Paulett Eberhart	Mgmt	For	For
1d	Elect Director William F. Glavin, Jr.	Mgmt	For	For
1e	Elect Director Albert J. Ko	Mgmt	For	For
1f	Elect Director Allison H. Mnookin	Mgmt	For	For
1g	Elect Director Anne M. Mulcahy	Mgmt	For	For
1h	Elect Director James S. Putnam	Mgmt	For	For
1i	Elect Director Richard P. Schifter	Mgmt	For	For
1j	Elect Director Corey E. Thomas	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.

3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
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Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. The majority of annual bonus incentives should be quantitative.

LTC Properties, Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: LTC

Meeting Type: Annual

Primary ISIN: US5021751020

Primary SEDOL: 2498788

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Cornelia Cheng	Mgmt	For	For

LTC Properties, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director David L. Gruber	Mgmt	For	For
1c	Elect Director Boyd W. Hendrickson	Mgmt	For	For
<i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
1d	Elect Director Bradley J. Preber	Mgmt	For	For
1e	Elect Director Wendy L. Simpson	Mgmt	For	For
1f	Elect Director Timothy J. Triche	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Lucid Group, Inc.

Meeting Date: 06/04/2024

Country: USA

Ticker: LCID

Meeting Type: Annual

Primary ISIN: US5494981039

Primary SEDOL: BP0TR77

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Turqi Alnowaiser	Mgmt	For	For
1.2	Elect Director Lisa M. Lambert	Mgmt	For	For
1.3	Elect Director Andrew Liveris	Mgmt	For	For
1.4	Elect Director Sherif Marakby	Mgmt	For	For
1.5	Elect Director Nichelle Maynard-Elliott	Mgmt	For	For
1.6	Elect Director Chabi Nouri	Mgmt	For	For
1.7	Elect Director Peter Rawlinson	Mgmt	For	For
1.8	Elect Director Ori Winitzer	Mgmt	For	For
1.9	Elect Director Janet S. Wong	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Variable remuneration should not contain a significant overlap of metrics. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

Lucid Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Amend Omnibus Stock Plan	Mgmt	For	Against
<i>Voter Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factor(s): * The plan cost is excessive; * The plan permits liberal recycling of shares; and * The plan allows broad discretion to accelerate vesting.</i>				

lululemon athletica inc.

Meeting Date: 06/06/2024	Country: USA	Ticker: LULU
	Meeting Type: Annual	
	Primary ISIN: US5500211090	Primary SEDOL: B23FN39

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Calvin McDonald	Mgmt	For	For
1b	Elect Director Isabel Mahe	Mgmt	For	For
1c	Elect Director Martha (Marti) Morfitt	Mgmt	For	For
1d	Elect Director Emily White	Mgmt	For	For
1e	Elect Director Shane Grant	Mgmt	For	For
1f	Elect Director Teri List	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
4	Report on Risks from Company's Use of Animal-Derived Materials	SH	Against	Against
<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>				

Lumen Technologies, Inc.

Meeting Date: 05/15/2024	Country: USA	Ticker: LUMN
	Meeting Type: Annual	
	Primary ISIN: US5502411037	Primary SEDOL: BMDH249

Lumen Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Quincy L. Allen	Mgmt	For	For
1b	Elect Director Martha Helena Bejar	Mgmt	For	For
1c	Elect Director Peter C. Brown	Mgmt	For	For
1d	Elect Director Kevin P. Chilton	Mgmt	For	For
1e	Elect Director Steven T. "Terry" Clontz	Mgmt	For	For
1f	Elect Director James Fowler	Mgmt	For	For
1g	Elect Director T. Michael Glenn	Mgmt	For	For
1h	Elect Director Kate Johnson	Mgmt	For	For
1i	Elect Director Hal Stanley Jones	Mgmt	For	For
1j	Elect Director Diankha Linear	Mgmt	For	For
1k	Elect Director Laurie A. Siegel	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Amend NOL Rights Plan (NOL Pill)	Mgmt	For	For
5a	Approve Reverse Stock Split	Mgmt	For	For
5b	Reduce Authorized Common Stock	Mgmt	For	For
5c	Eliminate Par Value of Common Stock	Mgmt	For	For
6	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				

Luminar Technologies, Inc.

Meeting Date: 06/05/2024

Country: USA

Ticker: LAZR

Meeting Type: Annual

Primary ISIN: US5504241051

Primary SEDOL: BNG96D6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jun Hong Heng	Mgmt	For	For

Luminar Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Shaun Maguire	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.3	Elect Director Katharine A. Martin	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: A vote AGAINST this proposal is warranted. The company entered into new compensation agreements with each of the non-CEO NEOs that provide for multiple guaranteed cash bonuses and equity awards payable over the next several years. Moreover, although the annual performance equity awards for these NEOs failed to vest, in line with performance, these awards utilized performance metrics with objectives set near the end of the year, and relatively short performance periods.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	Against
<i>Voter Rationale: Plan renewal should be subject to shareholder approval. This plan could lead to excessive dilution. Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Lundin Gold Inc.

Meeting Date: 05/10/2024

Country: Canada

Ticker: LUG

Meeting Type: Annual

Primary ISIN: CA5503711080

Primary SEDOL: BTKSSY6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Carmel Daniele	Mgmt	For	For
1.2	Elect Director Gillian Davidson	Mgmt	For	For
1.3	Elect Director Ian W. Gibbs	Mgmt	For	For
1.4	Elect Director Melissa Harmon	Mgmt	For	For
1.5	Elect Director C. Ashley Heppenstall	Mgmt	For	For
1.6	Elect Director Ron F. Hochstein	Mgmt	For	For
1.7	Elect Director Scott Langley	Mgmt	For	For
1.8	Elect Director Jack Lundin	Mgmt	For	For
1.9	Elect Director Angelina Mehta	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

Lundin Mining Corporation

Meeting Date: 05/10/2024

Country: Canada

Ticker: LUN

Meeting Type: Annual/Special

Primary ISIN: CA5503721063

Primary SEDOL: 2866857

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Adam I. Lundin	Mgmt	For	Against
	<i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i>			
1B	Elect Director C. Ashley Heppenstall	Mgmt	For	For
1C	Elect Director Donald K. Charter	Mgmt	For	For
1D	Elect Director Juliana L. Lam	Mgmt	For	For
1E	Elect Director Jack O. A. Lundin	Mgmt	For	For
1F	Elect Director Dale C. Peniuk	Mgmt	For	For
1G	Elect Director Maria Olivia Recart	Mgmt	For	For
1H	Elect Director Natasha N.D. Vaz	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>			
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
4	Change Location of Registered Office from Ontario to British Columbia	Mgmt	For	For
5	Approve Authorized Share Capital Resolution	Mgmt	For	For

LVMH Moët Hennessy Louis Vuitton SE

Meeting Date: 04/18/2024

Country: France

Ticker: MC

Meeting Type: Annual/Special

Primary ISIN: FR0000121014

Primary SEDOL: 4061412

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 13 per Share	Mgmt	For	For

LVMH Moët Hennessy Louis Vuitton SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	Against
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
5	Reelect Antoine Arnault as Director	Mgmt	For	For
6	Elect Henri de Castries as Director	Mgmt	For	For
7	Elect Alexandre Arnault as Director	Mgmt	For	For
8	Elect Frederic Arnault as Director	Mgmt	For	For
9	Appoint Deloitte & Associates as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For
10	Approve Compensation Report of Corporate Officers	Mgmt	For	For
<i>Voter Rationale: Although the remuneration structure of LVMH does not fully align with market best practices the aim of remuneration is the alignment of executive with shareholders. Given Mr B Arnault and family own 48% of LVMH and the shareholding locked in of 30 years. This provides strong alignment between the CEO/Chair and shareholders</i>				
11	Approve Compensation of Bernard Arnault, Chairman and CEO	Mgmt	For	For
<i>Voter Rationale: Although the remuneration structure of LVMH does not fully align with market best practices the aim of remuneration is the alignment of executive with shareholders. Given Mr B Arnault and family own 48% of LVMH and the shareholding locked in of 30 years. This provides strong alignment between the CEO/Chair and shareholders</i>				
12	Approve Compensation of Antonio Belloni, Vice-CEO	Mgmt	For	For
<i>Voter Rationale: Although the remuneration structure of LVMH does not fully align with market best practices the aim of remuneration is the alignment of executive with shareholders. Given Mr B Arnault and family own 48% of LVMH and the shareholding locked in of 30 years. This provides strong alignment between the CEO/Chair and shareholders</i>				
13	Approve Remuneration Policy of Directors	Mgmt	For	For
14	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	For
<i>Voter Rationale: Although the remuneration structure of LVMH does not fully align with market best practices the aim of remuneration is the alignment of executive with shareholders. Given Mr B Arnault and family own 48% of LVMH and the shareholding locked in of 30 years. This provides strong alignment between the CEO/Chair and shareholders</i>				
15	Approve Remuneration Policy of Vice-CEO	Mgmt	For	For
<i>Voter Rationale: Although the remuneration structure of LVMH does not fully align with market best practices the aim of remuneration is the alignment of executive with shareholders. Given Mr B Arnault and family own 48% of LVMH and the shareholding locked in of 30 years. This provides strong alignment between the CEO/Chair and shareholders</i>				
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 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	For
<i>Voter Rationale: Although the remuneration structure of LVMH does not fully align with market best practices the aim of remuneration is the alignment of executive with shareholders. Given Mr B Arnault and family own 48% of LVMH and the shareholding locked in of 30 years. This provides strong alignment between the CEO/Chair and shareholders</i>				

LVMH Moët Hennessy Louis Vuitton SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
19	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
<i>Voter Rationale: A vote FOR the employee stock purchase plans is warranted as its proposed volume respects the 10-percent recommended guidelines. The discount is greater than we would like to see but in line with other employee stock purchase plans and is to be held for 10 years</i>				
20	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees and Corporate Officers of International Subsidiaries	Mgmt	For	For
<i>Voter Rationale: A vote FOR the employee stock purchase plans is warranted as its proposed volume respects the 10-percent recommended guidelines. The discount is greater than we would like to see but in line with other employee stock purchase plans and is to be held for 10 years</i>				

LXP Industrial Trust

Meeting Date: 05/21/2024	Country: USA	Ticker: LXP
	Meeting Type: Annual	
	Primary ISIN: US5290431015	Primary SEDOL: 2139151

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director T. Wilson Eglin	Mgmt	For	For
1.2	Elect Director Lawrence L. Gray	Mgmt	For	For
1.3	Elect Director Arun Gupta	Mgmt	For	For
1.4	Elect Director Jamie Handwerker	Mgmt	For	For
1.5	Elect Director Derrick Johnson	Mgmt	For	For
1.6	Elect Director Claire A. Koeneman	Mgmt	For	For
1.7	Elect Director Nancy Elizabeth Noe	Mgmt	For	For
1.8	Elect Director Howard Roth	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

LY Corp.

Meeting Date: 06/18/2024	Country: Japan	Ticker: 4689
	Meeting Type: Annual	
	Primary ISIN: JP3933800009	Primary SEDOL: 6084848

LY Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kawabe, Kentaro	Mgmt	For	Against
	<i>Voter Rationale: We have concerns regarding the ongoing issues with data leakage and the insufficient response thus far by the company. We are holding this director accountable.</i>			
1.2	Elect Director Idezawa, Takeshi	Mgmt	For	Against
	<i>Voter Rationale: We have concerns regarding the ongoing issues with data leakage and the insufficient response thus far by the company. We are holding this director accountable.</i>			
2.1	Elect Director and Audit Committee Member Hasumi, Maiko	Mgmt	For	For
2.2	Elect Director and Audit Committee Member Kunihiro, Tadashi	Mgmt	For	For
2.3	Elect Director and Audit Committee Member Takahashi, Yuko	Mgmt	For	For

Lyft, Inc.

Meeting Date: 06/13/2024

Country: USA

Ticker: LYFT

Meeting Type: Annual

Primary ISIN: US55087P1049

Primary SEDOL: BJT1RW7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David Lawee	Mgmt	For	For
1.2	Elect Director Janey Whiteside	Mgmt	For	For
1.3	Elect Director John Zimmer	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

M&G Plc

Meeting Date: 05/22/2024

Country: United Kingdom

Ticker: MNG

Meeting Type: Annual

Primary ISIN: GB00BKFB1C65

Primary SEDOL: BKFB1C6

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

M&G Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Elect Elisabeth Steeman as Director	Mgmt	For	For
4	Re-elect Clive Adamson as Director	Mgmt	For	For
5	Re-elect Edward Braham as Director	Mgmt	For	For
<i>Voter Rationale: The board chairman serves as a member of the Nomination Committee.</i>				
6	Re-elect Clare Chapman as Director	Mgmt	For	For
7	Re-elect Kathryn McLeland as Director	Mgmt	For	For
8	Re-elect Andrea Rossi as Director	Mgmt	For	For
9	Re-elect Debasish Sanyal as Director	Mgmt	For	For
10	Re-elect Clare Thompson as Director	Mgmt	For	For
11	Re-elect Massimo Tosato as Director	Mgmt	For	For
12	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
13	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
14	Authorise UK Political Donations and Expenditure	Mgmt	For	For
15	Authorise Issue of Equity	Mgmt	For	For
16	Authorise Issue of Equity in Connection with the Issue of Mandatory Convertible Securities	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 the Issue of Mandatory Convertible Securities	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

M&T Bank Corporation

Meeting Date: 04/16/2024

Country: USA

Ticker: MTB

Meeting Type: Annual

Primary ISIN: US55261F1049

Primary SEDOL: 2340168

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John P. Barnes	Mgmt	For	For

M&T Bank Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Robert T. Brady	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.3	Elect Director Carlton J. Charles	Mgmt	For	For
1.4	Elect Director Jane Chwick	Mgmt	For	For
1.5	Elect Director William F. Cruger, Jr.	Mgmt	For	For
1.6	Elect Director T. Jefferson Cunningham, III	Mgmt	For	For
1.7	Elect Director Gary N. Geisel	Mgmt	For	For
1.8	Elect Director Leslie V. Godridge	Mgmt	For	For
1.9	Elect Director Rene F. Jones	Mgmt	For	For
1.10	Elect Director Richard H. Ledgett, Jr.	Mgmt	For	For
1.11	Elect Director Melinda R. Rich	Mgmt	For	For
1.12	Elect Director Robert E. Sadler, Jr.	Mgmt	For	For
1.13	Elect Director Denis J. Salamone	Mgmt	For	For
1.14	Elect Director Rudina Seseri	Mgmt	For	For
1.15	Elect Director Kirk W. Walters	Mgmt	For	For
1.16	Elect Director Herbert L. Washington	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

M3, Inc.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 2413

Meeting Type: Annual

Primary ISIN: JP3435750009

Primary SEDOL: B02K2M3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Tanimura, Itaru	Mgmt	For	For

M3, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Tomaru, Akihiko	Mgmt	For	For
1.3	Elect Director Tsuchiya, Eiji	Mgmt	For	For
1.4	Elect Director Nakamura, Rie	Mgmt	For	For
1.5	Elect Director Tanaka, Yoshinao	Mgmt	For	For
1.6	Elect Director Yamazaki, Satoshi	Mgmt	For	For
1.7	Elect Director Yoshida, Kenichiro	Mgmt	For	For
1.8	Elect Director Tsugawa, Yusuke	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Yamazaki, Mayuka	Mgmt	For	For
2.2	Elect Director and Audit Committee Member Ebata, Takako	Mgmt	For	For
2.3	Elect Director and Audit Committee Member Suzuki, Satoko	Mgmt	For	For

Macnica Holdings, Inc.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 3132

Meeting Type: Annual

Primary ISIN: JP3862960006

Primary SEDOL: BVQ8X2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 120	Mgmt	For	For
2	Amend Articles to Adopt Board Structure with Audit Committee - Amend Provisions on Number of Directors - Authorize Directors to Execute Day to Day Operations without Full Board Approval - Authorize Board to Determine Income Allocation	Mgmt	For	For
<i>Voter Rationale: While we believe that removing shareholders' ability to approve income allocation is a degradation in shareholder rights, the move to an Audit Committee style board is positive and, in the round, we will support this proposal.</i>				
3.1	Elect Director Nakashima, Kiyoshi	Mgmt	For	For
3.2	Elect Director Hara, Kazumasa	Mgmt	For	For
3.3	Elect Director Miyoshi, Akinobu	Mgmt	For	For
3.4	Elect Director Nishizawa, Eiichi	Mgmt	For	For
3.5	Elect Director Okawara, Makoto	Mgmt	For	For
3.6	Elect Director Sugaya, Tsunesaburo	Mgmt	For	For
3.7	Elect Director Noda, Makiko	Mgmt	For	For
3.8	Elect Director Omori, Shinichiro	Mgmt	For	For

Macnica Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.9	Elect Director Mori, Yasuaki	Mgmt	For	For
4.1	Elect Director and Audit Committee Member Onodera, Shinichi	Mgmt	For	For
4.2	Elect Director and Audit Committee Member Miwa, Kei	Mgmt	For	For
4.3	Elect Director and Audit Committee Member Sugita, Yukie	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
7	Approve Restricted Stock Plan	Mgmt	For	Against

Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.

Macy's, Inc.

Meeting Date: 05/17/2024

Country: USA

Ticker: M

Meeting Type: Annual

Primary ISIN: US55616P1049

Primary SEDOL: 2345022

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Emilie Arel	Mgmt	For	For
1b	Elect Director Torrence N. Boone	Mgmt	For	For
1c	Elect Director Ashley Buchanan	Mgmt	For	For
1d	Elect Director Marie Chandoha	Mgmt	For	For
1e	Elect Director Naveen K. Chopra	Mgmt	For	For
1f	Elect Director Richard Clark	Mgmt	For	For
1g	Elect Director Deirdre P. Connelly	Mgmt	For	For
1h	Elect Director Jill Granoff	Mgmt	For	For
1i	Elect Director William H. Lenehan	Mgmt	For	For
1j	Elect Director Sara Levinson	Mgmt	For	For
1k	Elect Director Richard L. Markee	Mgmt	For	For
1l	Elect Director Douglas W. Sesler	Mgmt	For	For
1m	Elect Director Tony Spring	Mgmt	For	For
1n	Elect Director Paul C. Varga	Mgmt	For	For
1o	Elect Director Tracey Zhen	Mgmt	For	For

Macy's, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Madrigal Pharmaceuticals, Inc.

Meeting Date: 06/25/2024	Country: USA	Ticker: MDGL
	Meeting Type: Annual	
	Primary ISIN: US5588681057	Primary SEDOL: BD59BS7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Bill Sibold	Mgmt	For	For
1.2	Elect Director Rebecca Taub	Mgmt	For	For
1.3	Elect Director Fred B. Craves	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The majority of annual bonus incentives should be quantitative. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

Makino Milling Machine Co., Ltd.

Meeting Date: 06/20/2024	Country: Japan	Ticker: 6135
	Meeting Type: Annual	
	Primary ISIN: JP3862800004	Primary SEDOL: 6555708

Makino Milling Machine Co., Ltd.

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 Miyazaki, Shotaro	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Given the recent changes to the board, we will keep this matter under review.</i>				
2.2	Elect Director Nagano, Toshiyuki	Mgmt	For	For
2.3	Elect Director Aiba, Tatsuaki	Mgmt	For	For
2.4	Elect Director Shiraishi, Haruyuki	Mgmt	For	For
2.5	Elect Director Masuda, Naofumi	Mgmt	For	For
2.6	Elect Director Yamazaki, Kodo	Mgmt	For	For
2.7	Elect Director Takahashi, Kazuo	Mgmt	For	For
2.8	Elect Director Takai, Ayako	Mgmt	For	For
3.1	Appoint Statutory Auditor Yamaguchi, Jinei	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.2	Appoint Statutory Auditor Takatsuka, Naoko	Mgmt	For	For

Makita Corp.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 6586

Meeting Type: Annual

Primary ISIN: JP3862400003

Primary SEDOL: 6555805

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 47	Mgmt	For	For
2.1	Elect Director Goto, Munetoshi	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Kaneko, Tetsuhisa	Mgmt	For	For
2.3	Elect Director Tsuchiya, Takashi	Mgmt	For	For
2.4	Elect Director Yoshida, Masaki	Mgmt	For	For
2.5	Elect Director Omote, Takashi	Mgmt	For	For
2.6	Elect Director Otsu, Yukihiro	Mgmt	For	For
2.7	Elect Director Inuzuka, Yoshihisa	Mgmt	For	For

Makita Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.8	Elect Director Kawase, Hideyuki	Mgmt	For	For
2.9	Elect Director Sugino, Masahiro	Mgmt	For	For
2.10	Elect Director Iwase, Takahiro	Mgmt	For	For
3	Approve Annual Bonus	Mgmt	For	For

Man Wah Holdings Limited

Meeting Date: 06/24/2024

Country: Bermuda

Ticker: 1999

Meeting Type: Annual

Primary ISIN: BMG5800U1071

Primary SEDOL: B58YWF7

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 Dai Quanfa as Director and Authorize Board to Fix His Remuneration	Mgmt	For	For

Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.

4	Elect Wong Ying Ying as Director and Authorize Board to Fix Her Remuneration	Mgmt	For	For
5	Elect Ding Yuan as Director and Authorize Board to Fix His Remuneration	Mgmt	For	For
6	Approve PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
7	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against

Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.

8	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
9	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against

Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.

Man Wah Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Approve Termination of 2020 Share Option Scheme and Adopt 2024 Share Award Scheme	Mgmt	For	Against
<p><i>Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 2 years since the date of grant. Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i></p>				
11	Amend Existing Memorandum of Association and Adopt Amended and Restated Memorandum of Association	Mgmt	For	For

Mandom Corp.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 4917

Meeting Type: Annual

Primary ISIN: JP3879400004

Primary SEDOL: 6560973

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	Elect Director Nishimura, Motonobu	Mgmt	For	Against
<p><i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i></p>				
2.2	Elect Director Nishimura, Ken	Mgmt	For	Against
<p><i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i></p>				
2.3	Elect Director Koshiba, Shinichiro	Mgmt	For	For
2.4	Elect Director Watanabe, Koichi	Mgmt	For	For
2.5	Elect Director Tanii, Hitoshi	Mgmt	For	For
2.6	Elect Director Ito, Mami	Mgmt	For	For
2.7	Elect Director Harada, Tetsuro	Mgmt	For	For
3.1	Appoint Statutory Auditor Kameda, Yasuaki	Mgmt	For	Against
<p><i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i></p>				
3.2	Appoint Statutory Auditor Tanaka, Motohiro	Mgmt	For	For
4	Approve Restricted Stock Plan	Mgmt	For	For

Manhattan Associates, Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: MANH

Meeting Type: Annual

Primary ISIN: US5627501092

Primary SEDOL: 2239471

Manhattan Associates, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Deepak Raghavan	Mgmt	For	Against
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
1b	Elect Director Edmond I. Eger, III	Mgmt	For	Against
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
1c	Elect Director Linda T. Hollembaek	Mgmt	For	Against
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Variable remuneration should not contain a significant overlap of metrics.</i>			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>			

Manulife Financial Corp.

Meeting Date: 05/09/2024

Country: Canada

Ticker: MFC

Meeting Type: Annual

Primary ISIN: CA56501R1064

Primary SEDOL: 2492519

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nicole S. Arnaboldi	Mgmt	For	For
1.2	Elect Director Guy L.T. Bainbridge	Mgmt	For	For
1.3	Elect Director Susan F. Dabarno	Mgmt	For	For
1.4	Elect Director Julie E. Dickson	Mgmt	For	For
1.5	Elect Director J. Michael Durland	Mgmt	For	For
1.6	Elect Director Roy Gori	Mgmt	For	For
1.7	Elect Director Donald P. Kanak	Mgmt	For	For
1.8	Elect Director Vanessa Kanu	Mgmt	For	For
1.9	Elect Director Donald R. Lindsay	Mgmt	For	For
1.10	Elect Director Anna Manning	Mgmt	For	For
1.11	Elect Director C. James Prieur	Mgmt	For	For
1.12	Elect Director May Tan	Mgmt	For	For

Manulife Financial Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.13	Elect Director Leigh E. Turner	Mgmt	For	For
1.14	Elect Director John Wong	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Marathon Digital Holdings, Inc.

Meeting Date: 06/27/2024	Country: USA	Ticker: MARA
	Meeting Type: Annual	
	Primary ISIN: US5657881067	Primary SEDOL: BLR7B52

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Fred Thiel	Mgmt	For	For
1.2	Elect Director Kevin DeNuccio	Mgmt	For	Withhold
<i>Voter Rationale: A WITHHOLD vote is warranted for Audit Committee member Said Ouissal for failing to address the material weaknesses in the company's internal controls in consecutive years. In the absence of a say-on-pay proposal, a WITHHOLD vote is warranted for Compensation Committee member Kevin DeNuccio due to an unmitigated pay-for-performance misalignment. A vote FOR the remaining director nominee, Fred Thiel, is warranted.</i>				
1.3	Elect Director Said Ouissal	Mgmt	For	Withhold
<i>Voter Rationale: The audit committee is responsible for the integrity of the annual report and accounts. Substantial restatements of earnings are indicative of the inadequate oversight and controls by the audit committee.</i>				
2	Ratify Marcum LLP as Auditors	Mgmt	For	For
3	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	Against
<i>Voter Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The plan cost is excessive; * The disclosure of change-in-control ("CIC") vesting treatment is incomplete (or is otherwise considered discretionary); and * The plan allows broad discretion to accelerate vesting.</i>				

Maravai LifeSciences Holdings, Inc.

Meeting Date: 05/23/2024	Country: USA	Ticker: MRVI
	Meeting Type: Annual	
	Primary ISIN: US56600D1072	Primary SEDOL: BMCWKZ2

Maravai LifeSciences Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Benjamin Daverman	Mgmt	For	For
1.2	Elect Director Susannah Gray	Mgmt	For	For
1.3	Elect Director Carl Hull	Mgmt	For	For
1.4	Elect Director Constantine Mihas	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

Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.

Markel Group Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: MKL

Meeting Type: Annual

Primary ISIN: US5705351048

Primary SEDOL: 2566436

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mark M. Besca	Mgmt	For	For
1b	Elect Director Lawrence A. Cunningham	Mgmt	For	For
1c	Elect Director Thomas S. Gayner	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1d	Elect Director Greta J. Harris	Mgmt	For	For
1e	Elect Director Morgan E. Housel	Mgmt	For	For
1f	Elect Director Diane Leopold	Mgmt	For	For
1g	Elect Director Anthony F. Markel	Mgmt	For	For
1h	Elect Director Steven A. Markel	Mgmt	For	For
1i	Elect Director Harold L. Morrison, Jr.	Mgmt	For	For
1j	Elect Director Michael O'Reilly	Mgmt	For	Against
<i>Voter Rationale: Company may wish to consider disclosing climate-related portfolio data (e.g., CDP).</i>				
1k	Elect Director A. Lynne Puckett	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Variable remuneration should not contain a significant overlap of metrics.

Markel Group Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve Restricted Stock Plan	Mgmt	For	For
	<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>			
4	Ratify KPMG LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>			
5	Disclose GHG Emissions from Underwriting, Insuring, and Investing	SH	Against	For
	<i>Voter Rationale: On balance, shareholders may benefit from additional disclosure regarding this matter.</i>			

MarketAxess Holdings Inc.

Meeting Date: 06/05/2024

Country: USA

Ticker: MKTX

Meeting Type: Annual

Primary ISIN: US57060D1081

Primary SEDOL: B03Q9D0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Richard M. McVey	Mgmt	For	For
1b	Elect Director Christopher R. Concannon	Mgmt	For	For
1c	Elect Director Nancy Altobello	Mgmt	For	For
1d	Elect Director Steven L. Begleiter	Mgmt	For	For
1e	Elect Director Stephen P. Casper	Mgmt	For	For
1f	Elect Director Jane Chwick	Mgmt	For	For
1g	Elect Director William F. Cruger	Mgmt	For	For
1h	Elect Director Kourtney Gibson	Mgmt	For	For
1i	Elect Director Carlos M. Hernandez	Mgmt	For	For
1j	Elect Director Richard G. Ketchum	Mgmt	For	For
1k	Elect Director Emily H. Portney	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>			
4	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For

MarketAxess Holdings Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Provide Right to Call a Special Meeting at a 25 Percent Ownership Threshold	Mgmt	For	For
6	Provide Right to Call a Special Meeting at a 10 Percent Ownership Threshold	SH	Against	For

Voter Rationale: Holders of significant share capital should be entitled to call a special meeting. A total holding requirement of 10% is a suitable threshold to prevent abuse.

Marriott International, Inc.

Meeting Date: 05/10/2024

Country: USA

Ticker: MAR

Meeting Type: Annual

Primary ISIN: US5719032022

Primary SEDOL: 2210614

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Anthony G. Capuano	Mgmt	For	For
1b	Elect Director Isabella D. Goren	Mgmt	For	For
1c	Elect Director Deborah Marriott Harrison	Mgmt	For	For
1d	Elect Director Frederick A. Henderson	Mgmt	For	For
1e	Elect Director Lauren R. Hobart	Mgmt	For	For
1f	Elect Director Debra L. Lee	Mgmt	For	For
1g	Elect Director Aylwin B. Lewis	Mgmt	For	For
1h	Elect Director David S. Marriott	Mgmt	For	For
1i	Elect Director Margaret M. McCarthy	Mgmt	For	For
1j	Elect Director Grant F. Reid	Mgmt	For	For
1k	Elect Director Horacio D. Rozanski	Mgmt	For	For
1l	Elect Director Susan C. Schwab	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.

3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
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Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

4	Report on Third-Party Racial Equity Audit	SH	Against	Against
5	Report on Pay Equity	SH	Against	For

Voter Rationale: A vote FOR this proposal is warranted, as shareholders could benefit from global median pay gap statistics that would allow them to compare and measure the progress of the company's diversity and inclusion initiatives

Marriott Vacations Worldwide Corporation

Meeting Date: 05/10/2024

Country: USA

Ticker: VAC

Meeting Type: Annual

Primary ISIN: US57164Y1073

Primary SEDOL: B45K9N8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.	Elect Director Lizanne Galbreath	Mgmt	For	For
1.2	Elect Director Mary E. Galligan	Mgmt	For	For
1.3	Elect Director Melquiades R. Martinez	Mgmt	For	For
1.4	Elect Director Stephen R. Quazzo	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Marsh & McLennan Companies, Inc.

Meeting Date: 05/16/2024

Country: USA

Ticker: MMC

Meeting Type: Annual

Primary ISIN: US5717481023

Primary SEDOL: 2567741

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Anthony K. Anderson	Mgmt	For	For
1b	Elect Director John Q. Doyle	Mgmt	For	For
1c	Elect Director Oscar Fanjul	Mgmt	For	For
1d	Elect Director H. Edward Hanway	Mgmt	For	For
1e	Elect Director Judith Hartmann	Mgmt	For	For
1f	Elect Director Deborah C. Hopkins	Mgmt	For	For
1g	Elect Director Tamara Ingram	Mgmt	For	For
1h	Elect Director Jane H. Lute	Mgmt	For	For
1i	Elect Director Steven A. Mills	Mgmt	For	For
1j	Elect Director Morton O. Schapiro	Mgmt	For	For
1k	Elect Director Lloyd M. Yates	Mgmt	For	For

Marsh & McLennan Companies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
4	Provide Right to Act by Written Consent	SH	Against	For
<i>Voter Rationale: Supporting better corporate governance practices. Investors should have the opportunity to put resolutions to all shareholders, either in a company meeting or by expressing their intentions through the mail.</i>				

Marten Transport, Ltd.

Meeting Date: 05/07/2024

Country: USA

Ticker: MRTN

Meeting Type: Annual

Primary ISIN: US5730751089

Primary SEDOL: 2568357

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Randolph L. Marten	Mgmt	For	For
1.2	Elect Director Larry B. Hagness	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.3	Elect Director Thomas J. Winkel	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.4	Elect Director Jerry M. Bauer	Mgmt	For	For
1.5	Elect Director Robert L. Demorest	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.6	Elect Director Ronald R. Booth	Mgmt	For	For
1.7	Elect Director Kathleen P. Iverson	Mgmt	For	For
1.8	Elect Director Patricia L. Jones	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For

Martin Marietta Materials, Inc.

Meeting Date: 05/16/2024

Country: USA

Ticker: MLM

Meeting Type: Annual

Primary ISIN: US5732841060

Primary SEDOL: 2572079

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Dorothy M. Ables	Mgmt	For	For
1.2	Elect Director Sue W. Cole	Mgmt	For	For
1.3	Elect Director Anthony R. Foxx	Mgmt	For	For
1.4	Elect Director John J. Koraleski	Mgmt	For	For
1.5	Elect Director Mary T. Mack	Mgmt	For	For
1.6	Elect Director C. Howard Nye	Mgmt	For	For
1.7	Elect Director Laree E. Perez	Mgmt	For	For
1.8	Elect Director Thomas H. Pike	Mgmt	For	For
1.9	Elect Director Donald W. Slager	Mgmt	For	For
1.10	Elect Director David C. Wajsgras	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

Marubeni Corp.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 8002

Meeting Type: Annual

Primary ISIN: JP3877600001

Primary SEDOL: 6569464

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kokubu, Fumiya	Mgmt	For	For
1.2	Elect Director Kakinoki, Masumi	Mgmt	For	For
1.3	Elect Director Terakawa, Akira	Mgmt	For	For
1.4	Elect Director Furuya, Takayuki	Mgmt	For	For
1.5	Elect Director Okina, Yuri	Mgmt	For	For
1.6	Elect Director Kitera, Masato	Mgmt	For	For
1.7	Elect Director Ishizuka, Shigeki	Mgmt	For	For
1.8	Elect Director Ando, Hisayoshi	Mgmt	For	For

Marubeni Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.9	Elect Director Hatano, Mutsuko	Mgmt	For	For
1.10	Elect Director Minami, Soichiro	Mgmt	For	For
2.1	Appoint Statutory Auditor Odawara, Kana	Mgmt	For	For
2.2	Appoint Statutory Auditor Miyazaki, Hiroko	Mgmt	For	For

Marui Group Co., Ltd.

Meeting Date: 06/24/2024

Country: Japan

Ticker: 8252

Meeting Type: Annual

Primary ISIN: JP3870400003

Primary SEDOL: 6569527

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 51	Mgmt	For	For
2.1	Elect Director Aoi, Hiroshi	Mgmt	For	For
2.2	Elect Director Okajima, Etsuko	Mgmt	For	For
2.3	Elect Director Nakagami, Yasunori	Mgmt	For	For
2.4	Elect Director Peter D. Pedersen	Mgmt	For	For
2.5	Elect Director Kato, Hirotsugu	Mgmt	For	For
2.6	Elect Director Kojima, Reiko	Mgmt	For	For
3.1	Appoint Statutory Auditor Kawai, Hitoshi	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.2	Appoint Statutory Auditor Suzuki, Yoko	Mgmt	For	For
4	Appoint Alternate Statutory Auditor Nozaki, Akira	Mgmt	For	For
5	Approve Compensation Ceiling for Statutory Auditors	Mgmt	For	For

Maruichi Steel Tube Ltd.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 5463

Meeting Type: Annual

Primary ISIN: JP3871200006

Primary SEDOL: 6569505

Maruichi Steel Tube Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Suzuki, Hiroyuki	Mgmt	For	For
1.2	Elect Director Yoshimura, Yoshinori	Mgmt	For	For
1.3	Elect Director Morita, Wataru	Mgmt	For	For
1.4	Elect Director Nakano, Kenjiro	Mgmt	For	For
1.5	Elect Director Ushino, Kenichiro	Mgmt	For	For
1.6	Elect Director Fujioka, Yuka	Mgmt	For	For
1.7	Elect Director Tsuji, Koichi	Mgmt	For	For
1.8	Elect Director Yamahira, Keiko	Mgmt	For	For

MARUWA CO., LTD.

Meeting Date: 06/20/2024

Country: Japan

Ticker: 5344

Meeting Type: Annual

Primary ISIN: JP3879250003

Primary SEDOL: 6570660

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 43	Mgmt	For	For
2.1	Elect Director Kambe, Sei	Mgmt	For	For
2.2	Elect Director Hayashi, Haruyuki	Mgmt	For	For
2.3	Elect Director Kambe, Toshiro	Mgmt	For	For
2.4	Elect Director Manimaran Anthony	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Sakaguchi, Miho	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Okauchi, Aya	Mgmt	For	For

Maruzen Showa Unyu Co., Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 9068

Meeting Type: Annual

Primary ISIN: JP3876000005

Primary SEDOL: 6569624

Maruzen Showa Unyu Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 70	Mgmt	For	For
2.1	Elect Director Asai, Toshiyuki	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Okada, Hirotsugu	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.3	Elect Director Nakamura, Masahiro	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.4	Elect Director Ando, Yuichi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.5	Elect Director Ishikawa, Kenichi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.1	Elect Director and Audit Committee Member Shibuya, Yasuhiro	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
3.2	Elect Director and Audit Committee Member Naito, Akinobu	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
3.3	Elect Director and Audit Committee Member Sato, Akio	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
3.4	Elect Director and Audit Committee Member Kuwano, Izumi	Mgmt	For	For

Marvell Technology, Inc.

Meeting Date: 06/20/2024

Country: USA

Ticker: MRVL

Meeting Type: Annual

Primary ISIN: US5738741041

Primary SEDOL: BNKJSM5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Sara Andrews	Mgmt	For	For

Marvell Technology, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director W. Tudor Brown	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1c	Elect Director Brad W. Buss	Mgmt	For	For
1d	Elect Director Daniel Durn	Mgmt	For	For
1e	Elect Director Rebecca W. House	Mgmt	For	For
1f	Elect Director Marachel L. Knight	Mgmt	For	For
1g	Elect Director Matthew J. Murphy	Mgmt	For	For
1h	Elect Director Michael G. Strachan	Mgmt	For	For
1i	Elect Director Robert E. Switz	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1j	Elect Director Ford Tamer	Mgmt	For	For
1k	Elect Director Richard P. Wallace	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

Masco Corporation

Meeting Date: 05/10/2024

Country: USA

Ticker: MAS

Meeting Type: Annual

Primary ISIN: US5745991068

Primary SEDOL: 2570200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mark R. Alexander	Mgmt	For	For
1b	Elect Director Marie A. Ffolkes	Mgmt	For	For
1c	Elect Director John C. Plant	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.

Masco Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
4	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
5	Adopt Simple Majority Vote	SH	None	For
<i>Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				

Mastercard Incorporated

Meeting Date: 06/18/2024

Country: USA

Ticker: MA

Meeting Type: Annual

Primary ISIN: US57636Q1040

Primary SEDOL: B121557

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Merit E. Janow	Mgmt	For	For
1b	Elect Director Candido Bracher	Mgmt	For	For
1c	Elect Director Richard K. Davis	Mgmt	For	For
1d	Elect Director Julius Genachowski	Mgmt	For	For
1e	Elect Director Choon Phong Goh	Mgmt	For	For
1f	Elect Director Oki Matsumoto	Mgmt	For	For
1g	Elect Director Michael Miebach	Mgmt	For	For
1h	Elect Director Youngme Moon	Mgmt	For	For
1i	Elect Director Rima Qureshi	Mgmt	For	For
1j	Elect Director Gabrielle Sulzberger	Mgmt	For	For
1k	Elect Director Harit Talwar	Mgmt	For	For
1l	Elect Director Lance Uggl	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Mastercard Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
4	Report on Lobbying Payments and Policy	SH	Against	For
<i>Voter Rationale: Enhanced controls over and disclosure of company and trade association lobbying is a growing good practice. Transparency around the company's primary lobbying issues and positions, as well as its key relationships with trade associations that engage on lobbying on its behalf, is advisable.</i>				
5	Amend Director Election Resignation Bylaw	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				
6	Report on Congruency of Company's Privacy and Human Rights Policies with its Actions	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				
7	Report on Congruency of Company's Human Rights Statement with Charitable Contributions and Voluntary Partnerships	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				
8	Report on Gender-Based Compensation and Benefits Inequities	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				

Matador Resources Company

Meeting Date: 06/13/2024

Country: USA

Ticker: MTDR

Meeting Type: Annual

Primary ISIN: US5764852050

Primary SEDOL: B7MSLL8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director William M. Byerley	Mgmt	For	For
1b	Elect Director Monika U. Ehrman	Mgmt	For	For
1c	Elect Director Kenneth L. Stewart	Mgmt	For	For
1d	Elect Director Susan M. Ward	Mgmt	For	For

Matador Resources Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The majority of annual bonus incentives should be quantitative. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<p><i>Voter Rationale: We support an annual say on pay frequency.</i></p>				
4	Ratify KPMG LLP as Auditors	Mgmt	For	For

Match Group, Inc.

Meeting Date: 06/21/2024	Country: USA	Ticker: MTCH
	Meeting Type: Annual	
	Primary ISIN: US57667L1070	Primary SEDOL: BK80XH9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Wendi Murdoch *Withdrawn Resolution*	Mgmt		
1b	Elect Director Spencer Rascoff	Mgmt	For	For
1c	Elect Director Glenn H. Schiffman	Mgmt	For	For
1d	Elect Director Pamela S. Seymon	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i></p>				
3	Approve Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: This plan could lead to excessive dilution. Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i></p>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				

MatsukiyoCocokara & Co.

Meeting Date: 06/21/2024	Country: Japan	Ticker: 3088
	Meeting Type: Annual	
	Primary ISIN: JP3869010003	Primary SEDOL: B249GC0

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	Elect Director Matsumoto, Namio	Mgmt	For	For
2.2	Elect Director Matsumoto, Kiyo	Mgmt	For	For
2.3	Elect Director Tsukamoto, Atsushi	Mgmt	For	For
2.4	Elect Director Matsumoto, Takashi	Mgmt	For	For
2.5	Elect Director Obe, Shingo	Mgmt	For	For
2.6	Elect Director Ishibashi, Akio	Mgmt	For	For
2.7	Elect Director Yamamoto, Tsuyoshi	Mgmt	For	For
2.8	Elect Director Matsuda, Takashi	Mgmt	For	For
2.9	Elect Director Matsushita, Isao	Mgmt	For	For
2.10	Elect Director Omura, Hiro	Mgmt	For	For
2.11	Elect Director Kimura, Keiji	Mgmt	For	For
2.12	Elect Director Tanima, Makoto	Mgmt	For	For
2.13	Elect Director Kawai, Junko	Mgmt	For	For
2.14	Elect Director Okiyama, Tomoko	Mgmt	For	For
3.1	Appoint Statutory Auditor Koike, Noriko	Mgmt	For	For
3.2	Appoint Statutory Auditor Watanabe, Shoichi	Mgmt	For	For
4	Approve Restricted Stock Plan	Mgmt	For	Against

Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.

Mattel, Inc.

Meeting Date: 05/29/2024

Country: USA

Ticker: MAT

Meeting Type: Annual

Primary ISIN: US5770811025

Primary SEDOL: 2572303

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Adriana Cisneros	Mgmt	For	For
1b	Elect Director Diana Ferguson	Mgmt	For	For
1c	Elect Director Julius Genachowski	Mgmt	For	For
1d	Elect Director Noreena Hertz	Mgmt	For	For

Mattel, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Ynon Kreiz	Mgmt	For	For
1f	Elect Director Soren Laursen	Mgmt	For	For
1g	Elect Director Roger Lynch	Mgmt	For	For
1h	Elect Director Dominic Ng	Mgmt	For	For
1i	Elect Director Judy Olian	Mgmt	For	For
1j	Elect Director Dawn Ostroff	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
5	Report on Political Contributions and Expenditures	SH	Against	Against
<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>				

MaxCyte, Inc.

Meeting Date: 06/11/2024

Country: USA

Ticker: MXCT

Meeting Type: Annual

Primary ISIN: US57777K1060

Primary SEDOL: BKMQF66

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Will Brooke	Mgmt	For	For
1.2	Elect Director John Johnston	Mgmt	For	For
1.3	Elect Director Richard Douglas	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
2	Amend Omnibus Stock Plan	Mgmt	For	Against
<i>Voter Rationale: This plan could lead to excessive dilution. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
3	Ratify CohnReznick LLP as Auditors	Mgmt	For	For

MaxLinear, Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: MXL

Meeting Type: Annual

Primary ISIN: US57776J1007

Primary SEDOL: B3RDWC8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kishore V. Seendripu	Mgmt	For	For
1.2	Elect Director Thomas E. Pardun	Mgmt	For	For
1.3	Elect Director Gregory P. Dougherty	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For

McDonald's Corporation

Meeting Date: 05/22/2024

Country: USA

Ticker: MCD

Meeting Type: Annual

Primary ISIN: US5801351017

Primary SEDOL: 2550707

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Anthony Capuano	Mgmt	For	For
1b	Elect Director Kareem Daniel	Mgmt	For	For
1c	Elect Director Lloyd Dean	Mgmt	For	For
1d	Elect Director Catherine Engelbert	Mgmt	For	For
1e	Elect Director Margaret Georgiadis	Mgmt	For	For
1f	Elect Director Michael Hsu	Mgmt	For	For
1g	Elect Director Christopher Kempczinski	Mgmt	For	For
1h	Elect Director John Mulligan	Mgmt	For	For
1i	Elect Director Jennifer Taubert	Mgmt	For	For
1j	Elect Director Paul Walsh	Mgmt	For	For
1k	Elect Director Amy Weaver	Mgmt	For	For
1l	Elect Director Miles White	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: .

McDonald's Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Amend Certificate of Incorporation to Limit the Personal Liability of Officers	Mgmt	For	For
4	Amend Certificate of Incorporation	Mgmt	For	For
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
6	Adopt Antibiotics Policy	SH	Against	For
<i>Voter Rationale: We recognise the company's existing policies, partnerships, and supply chain engagement on responsible use of antibiotics. However, we believe that a policy explicitly setting out a pathway for phasing out medically important antibiotics with the company's discretion to set targets, metrics, and third-party verification would strengthen its response further to address public health risks.</i>				
7	Approve Request on Cage Free Egg Progress Disclosure	SH	Against	Against
<i>Voter Rationale: The company has set targets for key markets and overall is making progress on its animal welfare agenda. However, we encourage increased disclosure on its strategy and potential milestones to increase the proportion of cage-free eggs in other large markets.</i>				
8	Disclose Poultry Welfare Indicators	SH	Against	For
<i>Voter Rationale: Additional disclosure on how the company is measuring animal welfare would allow shareholders to better be able to assess the effectiveness of the company's animal welfare efforts and management of related risks.</i>				
9	Report on Congruency of Company's Privacy and Human Rights Policies with its Actions	SH	Against	Against
<i>Voter Rationale: We believe the company provides sufficient disclosure.</i>				
10	Report on Corporate Contributions	SH	Against	Against
<i>Voter Rationale: We believe the company provides sufficient disclosure.</i>				
11	Issue Transparency Report on Global Public Policy and Political Influence	SH	Against	Against
<i>Voter Rationale: We believe the company provides sufficient disclosure.</i>				

MDA Ltd.

Meeting Date: 05/09/2024

Country: Canada

Ticker: MDA

Meeting Type: Annual/Special

Primary ISIN: CA55292X1087

Primary SEDOL: BMTQW51

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Alison Alfors	Mgmt	For	For
1B	Elect Director Brendan Paddick	Mgmt	For	For
1C	Elect Director Darren Farber	Mgmt	For	For

MDA Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1D	Elect Director Jill Smith	Mgmt	For	Withhold
	<i>Voter Rationale: While directors are charged with making decisions regarding executive compensation, an advisory say on pay vote is the best method for all shareholders to provide their views on those decisions. The governance committee should put a say on pay on the AGM agenda as is now common practice in Canada. In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>			
1E	Elect Director John Risley	Mgmt	For	For
1F	Elect Director Michael Greenley	Mgmt	For	For
1G	Elect Director Yaprak Baltacioglu	Mgmt	For	For
1H	Elect Director Yung Wu	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Change Company Name to MDA Space Ltd.	Mgmt	For	For
4	Re-approve Omnibus Equity Incentive Plan	Mgmt	For	For

Mebuki Financial Group, Inc.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 7167

Meeting Type: Annual

Primary ISIN: JP3117700009

Primary SEDOL: BH0VTS2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Akino, Tetsuya	Mgmt	For	Against
	<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>			
1.2	Elect Director Shimizu, Kazuyuki	Mgmt	For	For
1.3	Elect Director Toba, Yoshitsugu	Mgmt	For	For
1.4	Elect Director Naito, Yoshihiro	Mgmt	For	For
1.5	Elect Director Ono, Toshihiko	Mgmt	For	For
1.6	Elect Director Ono, Hiromichi	Mgmt	For	For
1.7	Elect Director Shu, Yoshimi	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Takenochi, Hitoshi	Mgmt	For	Against
	<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>			

Mebuki Financial Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Elect Director and Audit Committee Member Tasaki, Yoshinori	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
2.3	Elect Director and Audit Committee Member Yoshitake, Hiromichi	Mgmt	For	For
2.4	Elect Director and Audit Committee Member Nagasawa, Toru	Mgmt	For	For
2.5	Elect Director and Audit Committee Member Nakano, Tomomi	Mgmt	For	For
3	Elect Alternate Director and Audit Committee Member Shinozaki, Kazunori	Mgmt	For	For

MediaTek, Inc.

Meeting Date: 05/27/2024

Country: Taiwan

Ticker: 2454

Meeting Type: Annual

Primary ISIN: TW0002454006

Primary SEDOL: 6372480

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Business Report and Financial Statements	Mgmt	For	For
2	Approve Profit Distribution	Mgmt	For	For
3	Approve Issuance of Restricted Stocks	Mgmt	For	For
	ELECT NON-INDEPENDENT DIRECTORS AND INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt		
4.1	Elect Ming-Kai Tsai with SHAREHOLDER NO.1 as Non-independent Director	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s). The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>				
4.2	Elect Rick Tsai with SHAREHOLDER NO.374487 as Non-independent Director	Mgmt	For	For
4.3	Elect Joe Chen with SHAREHOLDER NO.157 as Non-independent Director	Mgmt	For	For
4.4	Elect Cheng-Yaw Sun with SHAREHOLDER NO.109274 as Non-independent Director	Mgmt	For	For

MediaTek, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.5	Elect Chung-Yu Wu with SHAREHOLDER NO.1512 as Independent Director	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness</i>				
4.6	Elect Peng-Heng Chang with SHAREHOLDER NO.A102501XXX as Independent Director	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness</i>				
4.7	Elect Syaru Shirley Lin with SHAREHOLDER NO.A222291XXX as Independent Director	Mgmt	For	For
4.8	Elect Yao-Wen Chang with SHAREHOLDER NO.Q121127XXX as Independent Director	Mgmt	For	For
5	Approve Release of Restrictions of Competitive Activities of Directors	Mgmt	For	For

Medical Properties Trust, Inc.

Meeting Date: 05/30/2024

Country: USA

Ticker: MPW

Meeting Type: Annual

Primary ISIN: US58463J3041

Primary SEDOL: B0JL5L9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Edward K. Aldag, Jr.	Mgmt	For	For
1.2	Elect Director G. Steven Dawson	Mgmt	For	For
1.3	Elect Director R. Steven Hamner	Mgmt	For	For
1.4	Elect Director Caterina A. Mozingo	Mgmt	For	For
1.5	Elect Director Emily W. Murphy	Mgmt	For	For
1.6	Elect Director Elizabeth N. Pitman	Mgmt	For	For
1.7	Elect Director D. Paul Sparks, Jr.	Mgmt	For	For
1.8	Elect Director Michael G. Stewart	Mgmt	For	For
1.9	Elect Director C. Reynolds Thompson, III	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Medical Properties Trust, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i></p>				

Medpace Holdings, Inc.

Meeting Date: 05/17/2024	Country: USA	Ticker: MEDP
	Meeting Type: Annual	
	Primary ISIN: US58506Q1094	Primary SEDOL: BDCBC61

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Fred B. Davenport, Jr.	Mgmt	For	For
1b	Elect Director Cornelius P. McCarthy, III	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Declassify the Board of Directors	Mgmt	For	For
<p><i>Voter Rationale: The annual election of directors provides greater accountability to shareholders and is a widely accepted best practice in corporate governance. Shareholders should have the opportunity to communicate with directors regarding their performance regularly.</i></p>				

MegaChips Corp.

Meeting Date: 06/21/2024	Country: Japan	Ticker: 6875
	Meeting Type: Annual	
	Primary ISIN: JP3920860008	Primary SEDOL: 6123923

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Hikawa, Tetsuo	Mgmt	For	Abstain
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i></p>				
1.2	Elect Director Shindo, Masahiro	Mgmt	For	Abstain
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i></p>				
1.3	Elect Director Hayashi, Yoshimasa	Mgmt	For	For

MegaChips Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Iwama, Ikuo	Mgmt	For	For
1.5	Elect Director Kuramoto, Masashi	Mgmt	For	For
1.6	Elect Director Iwai, Masaaki	Mgmt	For	For
1.7	Elect Director Nagata, Junko	Mgmt	For	For
1.8	Elect Director Nagai, Hirofumi	Mgmt	For	For
1.9	Elect Director Matsumoto, Heihachi	Mgmt	For	For
1.10	Elect Director Nakamura, Satoshi	Mgmt	For	For

Meituan

Meeting Date: 06/14/2024

Country: Cayman Islands

Ticker: 3690

Meeting Type: Annual

Primary ISIN: KYG596691041

Primary SEDOL: BGJW376

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Elect Wang Xing as Director	Mgmt	For	Against
<i>Voter Rationale: We expect corporates to set interim (pre-2035) emissions targets that cover at least their Scope 1 & 2 emissions.</i>				
3	Elect Mu Rongjun as Director	Mgmt	For	For
4	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights for Class B Shares	Mgmt	For	For
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
7	Approve PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
8	Amend Existing Articles of Association and Adopt Eighth Amended and Restated Memorandum of Association and Articles of Association	Mgmt	For	For

Menicon Co., Ltd.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 7780

Meeting Type: Annual

Primary ISIN: JP3921270009

Primary SEDOL: BYL7K85

Menicon Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Tanaka, Hidenari	Mgmt	For	For
1.2	Elect Director Takino, Yoshiyuki	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
1.3	Elect Director Moriyama, Hisashi	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
1.4	Elect Director Horinishi, Yoshimi	Mgmt	For	For
1.5	Elect Director Watanabe, Shingo	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
1.6	Elect Director Honda, Ryutaro	Mgmt	For	For
1.7	Elect Director Yanagawa, Katsuhiko	Mgmt	For	For
1.8	Elect Director Takehana, Kazushige	Mgmt	For	For
1.9	Elect Director Terasaki, Hiroko	Mgmt	For	For
2	Approve Deep Discount Stock Option Plan	Mgmt	For	Against
<i>Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.</i>				
3	Approve Deep Discount Stock Option Plan	Mgmt	For	Against
<i>Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.</i>				

MercadoLibre, Inc.

Meeting Date: 06/05/2024

Country: USA

Ticker: MELI

Meeting Type: Annual

Primary ISIN: US58733R1023

Primary SEDOL: B23X1H3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nicolas Galperin	Mgmt	For	For
1.2	Elect Director Henrique Dubugras	Mgmt	For	For
1.3	Elect Director Richard Sanders	Mgmt	For	For

MercadoLibre, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

3	Ratify Pistrelli, Henry Martin y Asociados S.R.L. as Auditors	Mgmt	For	For
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Mercantile Bank Corporation

Meeting Date: 05/23/2024	Country: USA	Ticker: MBWM
	Meeting Type: Annual	
	Primary ISIN: US5873761044	Primary SEDOL: 2620257

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael S. Davenport	Mgmt	For	For
1.2	Elect Director Michelle L. Eldridge	Mgmt	For	For
1.3	Elect Director Robert B. Kaminski, Jr.	Mgmt	For	For
1.4	Elect Director Michael H. Price	Mgmt	For	For
1.5	Elect Director David B. Ramaker	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i>				
1.6	Elect Director Raymond E. Reitsma	Mgmt	For	For
1.7	Elect Director Amy L. Sparks	Mgmt	For	For
1.8	Elect Director Nelson F. Sanchez	Mgmt	For	For
2	Ratify Plante & Moran PLLC as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Merck & Co., Inc.

Meeting Date: 05/28/2024	Country: USA	Ticker: MRK
	Meeting Type: Annual	
	Primary ISIN: US58933Y1055	Primary SEDOL: 2778844

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Douglas M. Baker, Jr.	Mgmt	For	For
1b	Elect Director Mary Ellen Coe	Mgmt	For	For
1c	Elect Director Pamela J. Craig	Mgmt	For	For
1d	Elect Director Robert M. Davis	Mgmt	For	For
1e	Elect Director Thomas H. Glocer	Mgmt	For	For
1f	Elect Director Risa J. Lavizzo-Mourey	Mgmt	For	For
1g	Elect Director Stephen L. Mayo	Mgmt	For	For
1h	Elect Director Paul B. Rothman	Mgmt	For	For
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
1l	Elect Director Kathy J. Warden	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
4	Provide Right to Act by Written Consent	SH	Against	For
<i>Voter Rationale: Investors should have the opportunity to put resolutions to all shareholders, either in a company meeting or by expressing their intentions through the mail.</i>				
5	Disclose a Government Censorship Transparency Report	SH	Against	Against
<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>				
6	Report on Civil Rights and Non-Discrimination Audit	SH	Against	Against
<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>				

Merit Medical Systems, Inc.

Meeting Date: 05/15/2024

Country: USA

Ticker: MMSI

Meeting Type: Annual

Primary ISIN: US5898891040

Primary SEDOL: 2580555

Merit Medical Systems, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Fred P. Lampropoulos	Mgmt	For	For
1b	Elect Director Stephen C. Evans	Mgmt	For	For
1c	Elect Director Silvia M. Perez	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

MERLIN Properties SOCIMI SA

Meeting Date: 05/08/2024

Country: Spain

Ticker: MRL

Meeting Type: Annual

Primary ISIN: ES0105025003

Primary SEDOL: BNGNB77

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Approve Standalone Financial Statements	Mgmt	For	For
1.2	Approve Consolidated Financial Statements	Mgmt	For	For
1.3	Approve Non-Financial Information Statement	Mgmt	For	For
2.1	Approve Allocation of Income and Dividends	Mgmt	For	For
2.2	Approve Distribution of Share Issuance Premium	Mgmt	For	For
3	Approve Discharge of Board	Mgmt	For	For
4.1	Fix Number of Directors at 14	Mgmt	For	For
4.2	Reelect Ismael Clemente Orrego as Director	Mgmt	For	For
4.3	Reelect Miguel Ollero Barrera as Director	Mgmt	For	For
4.4	Reelect Maria Luisa Jorda Castro as Director	Mgmt	For	For

MERLIN Properties SOCIMI SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.5	Reelect Ana Maria Garcia Fau as Director	Mgmt	For	For
4.6	Reelect Fernando Javier Ortiz Vaamonde as Director	Mgmt	For	For
4.7	Reelect George Donald Johnston as Director	Mgmt	For	For
4.8	Reelect Emilio Novela Berlin as Director	Mgmt	For	For
4.9	Ratify Appointment of and Elect Juan Antonio Alcaraz Garcia as Director	Mgmt	For	For
4.10	Elect Ines Archer Topper as Director	Mgmt	For	For
4.11	Elect Julia Bayon Pedraza as Director	Mgmt	For	For
5	Advisory Vote on Remuneration Report	Mgmt	For	For
6	Amend Article 41	Mgmt	For	For
7	Authorize Company to Call EGM with 15 Days' Notice	Mgmt	For	For
8	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For

Meta Platforms, Inc.

Meeting Date: 05/29/2024

Country: USA

Ticker: META

Meeting Type: Annual

Primary ISIN: US30303M1027

Primary SEDOL: B7TL820

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Peggy Alford	Mgmt	For	Withhold
	<i>Voter Rationale: We have concerns regarding the structure of executive pay. Given the say-on-pay is not on the ballot, the compensation committee, and specifically the compensation committee chair, should do more to respond to best practices in pay that help establish compensation packages that reward strong performance and build shareholder value over time.</i>			
1.2	Elect Director Marc L. Andreessen	Mgmt	For	For
	<i>Voter Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. A vote FOR the remaining director nominees is warranted.</i>			
1.3	Elect Director John Arnold	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Andrew W. Houston	Mgmt	For	For
	<i>Voter Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. A vote FOR the remaining director nominees is warranted.</i>			
1.5	Elect Director Nancy Killefer	Mgmt	For	For
1.6	Elect Director Robert M. Kimmitt	Mgmt	For	For
	<i>Voter Rationale: This director is not sufficiently independent to serve as the independent lead director.</i>			
1.7	Elect Director Hock E. Tan	Mgmt	For	For
1.8	Elect Director Tracey T. Travis	Mgmt	For	For
1.9	Elect Director Tony Xu	Mgmt	For	For
	<i>Voter Rationale: WITHHOLD votes for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu are warranted, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are further warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. A WITHHOLD vote is further warranted for Peggy Alford in her capacity as chair of the compensation, nominating, & governance committee due to consecutive years of high director pay without reasonable rationale disclosed. A vote FOR the remaining director nominees is warranted.</i>			
1.10	Elect Director Mark Zuckerberg	Mgmt	For	For
	<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>			
3	Amend Certificate of Incorporation to Limit the Liability of Officers	Mgmt	For	Against
	<i>Voter Rationale: A vote AGAINST this proposal is warranted, as the company is controlled and decisions regarding the company's response to shareholder litigation would be made by a board that lacks accountability.</i>			
4	Amend Omnibus Stock Plan	Mgmt	For	Against
	<i>Voter Rationale: The proposed amendment to the plan would allow for dividend and dividend equivalent payments, which is poor market practice. Furthermore, we have several structural concerns with the existing plan, including the ability to reprice options without shareholder approval, the ability to complete a cash buyout without shareholder approval, the evergreen feature, and the high level of potential dilution.</i>			
5	Approve Recapitalization Plan for all Stock to Have One-vote per Share	SH	Against	For
	<i>Voter Rationale: One share, one vote is a fundamental element of good corporate governance. Companies should not create shares with impaired or enhanced voting rights.</i>			
6	Report on Generative AI Misinformation and Disinformation Risks	SH	Against	For
	<i>Voter Rationale: Shareholders would benefit from further information on how the company plans to measure the effectiveness of its efforts to tackle misinformation and disinformation and remediate any potential harms.</i>			
7	Disclosure of Voting Results Based on Class of Shares	SH	Against	For
	<i>Voter Rationale: It appears reasonable that the company would begin differentiating the voting results on a per-class basis to help facilitate improved board accountability at the company.</i>			

Meta Platforms, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Report on Human Rights Risks in Non-US Markets	SH	Against	For
	<i>Voter Rationale: Shareholders would benefit from further information on how the company prevents and mitigates human rights risks in its largest markets beyond the US. The company has previously faced controversies over human rights risks in countries such as India, Myanmar, Brazil, Cambodia among others.</i>			
9	Amend Corporate Governance Guidelines	SH	Against	For
	<i>Voter Rationale: This proposal would enhance the lead independent director duties, which would be beneficial to shareholders given the dual class structure and combined Chair/CEO role.</i>			
10	Report on Human Rights Impact Assessment of Targeted Advertising	SH	Against	For
	<i>Voter Rationale: Shareholders would benefit from further information on how the company plans to mitigate human rights risks related to its targeted advertising practices given the company faces several investigations regarding its practices and with rising regulatory risks particularly in the EU.</i>			
11	Report on Child Safety and Harm Reduction	SH	Against	For
	<i>Voter Rationale: Shareholders would benefit from increased transparency on how the company is managing, measuring, and tracking risks related to child safety on the company's platforms.</i>			
12	Commission Third-Party Report on Minimum Age for Social Media Products and Conduct an Advisory Shareholder Vote	SH	Against	Against
	<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>			
13	Report on Political Advertising and Election Cycle Enhanced Actions	SH	Against	Against
	<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>			
14	Report on Framework to Assess Company Lobbying Alignment with Climate Goals	SH	Against	For
	<i>Voter Rationale: Shareholders would benefit from more granular information to ensure the company's lobbying and policy influence activities are aligned with its climate commitments.</i>			

MetLife, Inc.

Meeting Date: 06/18/2024

Country: USA

Ticker: MET

Meeting Type: Annual

Primary ISIN: US59156R1086

Primary SEDOL: 2573209

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 Carla A. Harris	Mgmt	For	For
	<i>Voter Rationale: -</i>			
1d	Elect Director Laura J. Hay	Mgmt	For	For
1e	Elect Director David L. Herzog	Mgmt	For	For

MetLife, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director R. Glenn Hubbard	Mgmt	For	For
1g	Elect Director Jeh C. Johnson	Mgmt	For	For
1h	Elect Director Edward J. Kelly, III	Mgmt	For	For
1i	Elect Director William E. Kennard	Mgmt	For	For
1j	Elect Director Michel A. Khalaf	Mgmt	For	For
1k	Elect Director Diana L. McKenzie	Mgmt	For	For
1l	Elect Director Denise M. Morrison	Mgmt	For	For
1m	Elect Director Mark A. Weinberger	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
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Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.

4	Approve Omnibus Stock Plan	Mgmt	For	For
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Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.

5	Conduct and Report a Third-Party Racial Equity Audit	SH	Against	Against
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Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.

MetroCity Bankshares, Inc.

Meeting Date: 05/16/2024

Country: USA

Ticker: MCBS

Meeting Type: Annual

Primary ISIN: US59165J1051

Primary SEDOL: BD9MTK0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Farid Tan	Mgmt	For	For
1.2	Elect Director Don T.P. Leung	Mgmt	For	Against

Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.

MetroCity Bankshares, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Ajit A. Patel	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
2	Ratify Crowe LLP as Auditors	Mgmt	For	For

Metropolitan Bank Holding Corp.

Meeting Date: 05/29/2024

Country: USA

Ticker: MCB

Meeting Type: Annual

Primary ISIN: US5917741044

Primary SEDOL: BDBRDR8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mark R. DeFazio	Mgmt	For	For
1.2	Elect Director Harvey M. Gutman	Mgmt	For	For
1.3	Elect Director Katrina Robinson	Mgmt	For	For
1.4	Elect Director George J. Wolf, Jr.	Mgmt	For	For
2	Ratify Crowe LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

Mettler-Toledo International Inc.

Meeting Date: 05/09/2024

Country: USA

Ticker: MTD

Meeting Type: Annual

Primary ISIN: US5926881054

Primary SEDOL: 2126249

Mettler-Toledo International Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Roland Diggelmann	Mgmt	For	For
1.2	Elect Director Domitille Doat-Le Bigot	Mgmt	For	For
1.3	Elect Director Elisha W. Finney	Mgmt	For	For
1.4	Elect Director Richard Francis	Mgmt	For	For
1.5	Elect Director Michael A. Kelly	Mgmt	For	For
1.6	Elect Director Thomas P. Salice	Mgmt	For	For
1.7	Elect Director Wolfgang Wienand	Mgmt	For	For
1.8	Elect Director Ingrid Zhang	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				

MFA Financial, Inc.

Meeting Date: 06/04/2024

Country: USA

Ticker: MFA

Meeting Type: Annual

Primary ISIN: US55272X6076

Primary SEDOL: BMZM2X1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Robin Josephs	Mgmt	For	For
1b	Elect Director Craig L. Knutson	Mgmt	For	For
1c	Elect Director Sheila A. Stamps	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				

MGIC Investment Corporation

Meeting Date: 04/25/2024

Country: USA

Ticker: MTG

Meeting Type: Annual

Primary ISIN: US5528481030

Primary SEDOL: 2548616

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Analisa M. Allen	Mgmt	For	For
1.2	Elect Director Daniel A. Arrigoni	Mgmt	For	For
1.3	Elect Director C. Edward Chaplin	Mgmt	For	For
1.4	Elect Director Curt S. Culver	Mgmt	For	For
1.5	Elect Director Jay C. Hartzell	Mgmt	For	For
1.6	Elect Director Timothy A. Holt	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 Teresita M. Lowman	Mgmt	For	For
1.10	Elect Director Timothy J. Mattke	Mgmt	For	For
1.11	Elect Director Sheryl L. Sculley	Mgmt	For	For
1.12	Elect Director Michael L. Thompson	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
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>			
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>			

MGM Resorts International

Meeting Date: 05/01/2024

Country: USA

Ticker: MGM

Meeting Type: Annual

Primary ISIN: US5529531015

Primary SEDOL: 2547419

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Barry Diller	Mgmt	For	For
	<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>			
1b	Elect Director Alexis M. Herman	Mgmt	For	For

MGM Resorts International

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1c	Elect Director William J. Hornbuckle	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1d	Elect Director Mary Chris Jammet	Mgmt	For	For
1e	Elect Director Joey Levin	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1f	Elect Director Rose McKinney-James	Mgmt	For	For
1g	Elect Director Keith A. Meister	Mgmt	For	For
1h	Elect Director Paul Salem	Mgmt	For	For
1i	Elect Director Jan G. Swartz	Mgmt	For	For
1j	Elect Director Daniel J. Taylor	Mgmt	For	For
1k	Elect Director Ben Winston	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For
5	Report on Risks Created by the Company's Diversity, Equity, and Inclusion Efforts	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company is acting in business interest and in adequate legal compliance with its diversity programs.</i>				

MGP Ingredients, Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: MGPI

Meeting Type: Annual

Primary ISIN: US55303J1060

Primary SEDOL: B6ZJTH3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Thomas A. Gerke	Mgmt	For	For
1b	Elect Director Donn Lux	Mgmt	For	For
1c	Elect Director Kevin S. Rauckman	Mgmt	For	For

MGP Ingredients, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Director Todd B. Siwak	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				
4	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

MicroStrategy Incorporated

Meeting Date: 05/22/2024

Country: USA

Ticker: MSTR

Meeting Type: Annual

Primary ISIN: US5949724083

Primary SEDOL: 2974329

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael J. Saylor	Mgmt	For	Withhold
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s).</i>				
1.2	Elect Director Phong Q. Le	Mgmt	For	For
1.3	Elect Director Stephen X. Graham	Mgmt	For	For
1.4	Elect Director Jarrod M. Patten	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.5	Elect Director Leslie J. Rechan	Mgmt	For	For
1.6	Elect Director Carl J. Rickertsen	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

MicroVision, Inc.

Meeting Date: 06/05/2024

Country: USA

Ticker: MVIS

Meeting Type: Annual

Primary ISIN: US5949603048

Primary SEDOL: B7N96Q0

MicroVision, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Simon Biddiscombe	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.2	Elect Director Robert P. Carlile	Mgmt	For	For
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.3	Elect Director Jeffrey A. Herbst	Mgmt	For	For
1.4	Elect Director Sumit Sharma	Mgmt	For	For
1.5	Elect Director Peter Schabert	Mgmt	For	For
1.6	Elect Director Jada Smith	Mgmt	For	For
1.7	Elect Director Mark B. Spitzer	Mgmt	For	For
1.8	Elect Director Brian V. Turner	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Moss Adams LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>			

Mid Penn Bancorp, Inc.

Meeting Date: 05/14/2024

Country: USA

Ticker: MPB

Meeting Type: Annual

Primary ISIN: US59540G1076

Primary SEDOL: 2618348

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kimberly J. Brumbaugh	Mgmt	For	For
1.2	Elect Director Maureen M. Gathagan	Mgmt	For	For
1.3	Elect Director Rory G. Ritrievi	Mgmt	For	Withhold
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>			
3	Ratify RSM US LLP as Auditors	Mgmt	For	For

Mid-America Apartment Communities, Inc.

Meeting Date: 05/21/2024

Country: USA

Ticker: MAA

Meeting Type: Annual

Primary ISIN: US59522J1034

Primary SEDOL: 2589132

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director H. Eric Bolton, Jr.	Mgmt	For	For
1b	Elect Director Deborah H. Caplan	Mgmt	For	For
1c	Elect Director John P. Case	Mgmt	For	For
1d	Elect Director Tamara Fischer	Mgmt	For	For
1e	Elect Director Alan B. Graf, Jr.	Mgmt	For	For
1f	Elect Director Edith Kelly-Green	Mgmt	For	For
1g	Elect Director James K. Lowder	Mgmt	For	For
1h	Elect Director Thomas H. Lowder	Mgmt	For	For
1i	Elect Director Claude B. Nielsen	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1j	Elect Director W. Reid Sanders	Mgmt	For	For
1k	Elect Director Gary S. Shorb	Mgmt	For	For
1l	Elect Director David P. Stockert	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Middlesex Water Company

Meeting Date: 05/21/2024

Country: USA

Ticker: MSEX

Meeting Type: Annual

Primary ISIN: US5966801087

Primary SEDOL: 2589466

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Dennis W. Doll	Mgmt	For	For
1.2	Elect Director Kim C. Hanemann	Mgmt	For	For
1.3	Elect Director Nadine Leslie	Mgmt	For	For
1.4	Elect Director Ann L. Noble	Mgmt	For	For

Middlesex Water Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: The majority of long-term incentives should be quantitative. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Severance payments should not exceed 3 times pay. Larger severance packages should be subject to a separate shareholder approval. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
3	Ratify Baker Tilly US, LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

Midea Group Co. Ltd.

Meeting Date: 04/19/2024
Country: China
Ticker: 000333
Meeting Type: Annual
Primary ISIN: CNE100001QQ5
Primary SEDOL: BDVHRJ8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Report of the Board of Directors	Mgmt	For	For
2	Approve Report of the Board of Supervisors	Mgmt	For	For
3	Approve Financial Statements	Mgmt	For	For
4	Approve Annual Report and Summary	Mgmt	For	For
5	Approve Profit Distribution	Mgmt	For	For
6	Approve Employee Share Purchase Plan	Mgmt	For	Against
<p><i>Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.</i></p>				
7	Approve to Formulate Methods to Assess the Performance of Plan Participants	Mgmt	For	Against
<p><i>Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.</i></p>				
8	Approve Authorization of the Board to Handle All Related Matters	Mgmt	For	Against
<p><i>Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.</i></p>				
9	Approve Provision of Guarantee	Mgmt	For	For
10	Approve Foreign Exchange Fund Derivatives Business Investment	Mgmt	For	For
11	Approve to Appoint Auditor	Mgmt	For	For
12	Amend Articles of Association	Mgmt	For	For

Midland States Bancorp, Inc.

Meeting Date: 05/06/2024

Country: USA

Ticker: MSBI

Meeting Type: Annual

Primary ISIN: US5977421057

Primary SEDOL: B6VRG58

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Gerald J. Carlson	Mgmt	For	For
1.2	Elect Director Sherina M. Edwards	Mgmt	For	For
1.3	Elect Director Robert F. Schultz	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Ratify Crowe LLP as Auditors	Mgmt	For	For

MidWestOne Financial Group, Inc.

Meeting Date: 04/25/2024

Country: USA

Ticker: MOFG

Meeting Type: Annual

Primary ISIN: US5985111039

Primary SEDOL: 2987178

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Azeemuddin Ahmed	Mgmt	For	For
1.2	Elect Director Carl J. Chaney	Mgmt	For	For
1.3	Elect Director Ruth E. Heinonen	Mgmt	For	For
1.4	Elect Director Nathaniel J. Kaeding	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Ratify RSM US LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Minebea Mitsumi, Inc.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 6479

Meeting Type: Annual

Primary ISIN: JP3906000009

Primary SEDOL: 6642406

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	Amend Articles to Amend Business Lines	Mgmt	For	For
3.1	Elect Director Kainuma, Yoshihisa	Mgmt	For	For
3.2	Elect Director Moribe, Shigeru	Mgmt	For	For
3.3	Elect Director Yoshida, Katsuhiko	Mgmt	For	For
3.4	Elect Director Iwaya, Ryozo	Mgmt	For	For
3.5	Elect Director None, Shigeru	Mgmt	For	For
3.6	Elect Director Mizuma, Satoshi	Mgmt	For	For
3.7	Elect Director Suzuki, Katsutoshi	Mgmt	For	For
3.8	Elect Director Matsuoka, Takashi	Mgmt	For	For
3.9	Elect Director Miyazaki, Yuko	Mgmt	For	For
3.10	Elect Director Matsumura, Atsuko	Mgmt	For	For
3.11	Elect Director Haga, Yuko	Mgmt	For	For
3.12	Elect Director Katase, Hirofumi	Mgmt	For	For
4	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

Minto Apartment Real Estate Investment Trust

Meeting Date: 05/07/2024

Country: Canada

Ticker: MI.UN

Meeting Type: Annual

Primary ISIN: CA60448E1034

Primary SEDOL: BD6JMH2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Trustee Roger Greenberg	Mgmt	For	For
1B	Elect Trustee Allan Kimberley	Mgmt	For	For
1C	Elect Trustee Heather Kirk	Mgmt	For	For
1D	Elect Trustee Jo-Ann Lempert	Mgmt	For	For
1E	Elect Trustee Jonathan Li	Mgmt	For	For
1F	Elect Trustee Jacqueline Moss	Mgmt	For	For
1G	Elect Trustee Michael Waters	Mgmt	For	For
2	Approve KPMG LLP Auditors and Authorize Trustees to Fix Their Remuneration	Mgmt	For	For

Minto Apartment Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Mirion Technologies, Inc.

Meeting Date: 06/04/2024	Country: USA	Ticker: MIR
	Meeting Type: Annual	
	Primary ISIN: US60471A1016	Primary SEDOL: BMG3PQ7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Lawrence D. Kingsley	Mgmt	For	For
1.2	Elect Director Thomas D. Logan	Mgmt	For	For
1.3	Elect Director Kenneth C. Bockhorst	Mgmt	For	For
1.4	Elect Director Robert A. Cascella	Mgmt	For	For
1.5	Elect Director Steven W. Etzel	Mgmt	For	For
1.6	Elect Director John W. Kuo	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.7	Elect Director Jody A. Markopoulos	Mgmt	For	For
1.8	Elect Director Sheila Rege	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
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

Mister Car Wash, Inc.

Meeting Date: 05/23/2024	Country: USA	Ticker: MCW
	Meeting Type: Annual	
	Primary ISIN: US60646V1052	Primary SEDOL: BNRRP65

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Dorvin Donald Lively	Mgmt	For	For

Mister Car Wash, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Atif Rafiq	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.3	Elect Director Jodi Taylor	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
<i>Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				

MISUMI Group, Inc.

Meeting Date: 06/13/2024

Country: Japan

Ticker: 9962

Meeting Type: Annual

Primary ISIN: JP3885400006

Primary SEDOL: 6595179

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 14.87	Mgmt	For	For
2.1	Elect Director Nishimoto, Kosuke	Mgmt	For	For
2.2	Elect Director Ono, Ryusei	Mgmt	For	For
2.3	Elect Director Shimizu, Arata	Mgmt	For	For
2.4	Elect Director Kanatani, Tomoki	Mgmt	For	For
2.5	Elect Director Shimizu, Shigetaka	Mgmt	For	For
2.6	Elect Director Shaochun Xu	Mgmt	For	For
2.7	Elect Director Nakano, Yoichi	Mgmt	For	For
2.8	Elect Director Suseki, Tomoharu	Mgmt	For	For
2.9	Elect Director Yano, Keiko	Mgmt	For	For
3	Appoint Statutory Auditor Otokozaawa, Ichiro	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
4	Approve Compensation Ceilings for Directors and Statutory Auditors	Mgmt	For	For

Mitsubishi Corp.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 8058

Meeting Type: Annual

Primary ISIN: JP3898400001

Primary SEDOL: 6596785

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	Amend Articles to Amend Business Lines - Adopt Board Structure with Audit Committee - Amend Provisions on Number of Directors - Authorize Board to Determine Income Allocation	Mgmt	For	Against
<i>Voter Rationale: Excess cash should be returned to shareholders when it is not otherwise invested. Shareholders should retain the right to approve the company's dividend policy.</i>				
3.1	Elect Director Kakiuchi, Takehiko	Mgmt	For	For
3.2	Elect Director Nakanishi, Katsuya	Mgmt	For	For
3.3	Elect Director Tsukamoto, Kotaro	Mgmt	For	For
3.4	Elect Director Kashiwagi, Yutaka	Mgmt	For	For
3.5	Elect Director Nochi, Yuzo	Mgmt	For	For
3.6	Elect Director Nojima, Yoshiyuki	Mgmt	For	For
3.7	Elect Director Miyanaga, Shunichi	Mgmt	For	For
3.8	Elect Director Akiyama, Sakie	Mgmt	For	For
3.9	Elect Director Sagiya, Mari	Mgmt	For	For
3.10	Elect Director Kogiso, Mari	Mgmt	For	For
4.1	Elect Director and Audit Committee Member Ichio, Mitsumasa	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
4.2	Elect Director and Audit Committee Member Murakoshi, Akira	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
4.3	Elect Director and Audit Committee Member Tatsuoka, Tsuneyoshi	Mgmt	For	For
4.4	Elect Director and Audit Committee Member Sato, Rieko	Mgmt	For	For
4.5	Elect Director and Audit Committee Member Nakao, Takeshi	Mgmt	For	For
5	Elect Alternate Director and Audit Committee Member Akiyama, Sakie	Mgmt	For	For
6	Approve Cash Compensation Ceiling and Two Types of Performance-Based Cash Compensation Ceilings 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 Deep Discount Stock Option Plan	Mgmt	For	For

Mitsubishi Estate Co., Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 8802

Meeting Type: Annual

Primary ISIN: JP3899600005

Primary SEDOL: 6596729

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	Elect Director Yoshida, Junichi	Mgmt	For	For
2.2	Elect Director Nakajima, Atsushi	Mgmt	For	For
2.3	Elect Director Naganuma, Bunroku	Mgmt	For	For
2.4	Elect Director Umeda, Naoki	Mgmt	For	For
2.5	Elect Director Hirai, Mikihiro	Mgmt	For	For
2.6	Elect Director Nishigai, Noboru	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
2.7	Elect Director Katayama, Hiroshi	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
2.8	Elect Director Shirakawa, Masaaki	Mgmt	For	For
2.9	Elect Director Narukawa, Tetsuo	Mgmt	For	For
2.10	Elect Director Okamoto, Tsuyoshi	Mgmt	For	For
2.11	Elect Director Melanie Brock	Mgmt	For	For
2.12	Elect Director Sueyoshi, Wataru	Mgmt	For	For
2.13	Elect Director Sonoda, Ayako	Mgmt	For	For
2.14	Elect Director Oda, Naosuke	Mgmt	For	For

Mitsubishi HC Capital Inc.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 8593

Meeting Type: Annual

Primary ISIN: JP3499800005

Primary SEDOL: 6268976

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Yanai, Takahiro	Mgmt	For	For
1.2	Elect Director Hisai, Taiju	Mgmt	For	For
1.3	Elect Director Matsunaga, Aiichiro	Mgmt	For	For

Mitsubishi HC Capital Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Anei, Kazumi	Mgmt	For	For
1.5	Elect Director Sato, Haruhiko	Mgmt	For	For
1.6	Elect Director Sasaki, Yuri	Mgmt	For	For
1.7	Elect Director Kawamura, Kayoko	Mgmt	For	For
1.8	Elect Director Kondo, Shota	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Shiba, Yoshitaka	Mgmt	For	For
2.2	Elect Director and Audit Committee Member Nakata, Hiroyasu	Mgmt	For	For
2.3	Elect Director and Audit Committee Member Kaneko, Hiroko	Mgmt	For	For
2.4	Elect Director and Audit Committee Member Saito, Masayuki	Mgmt	For	For

Mitsubishi Logistics Corp.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 9301

Meeting Type: Annual

Primary ISIN: JP3902000003

Primary SEDOL: 6596848

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 70	Mgmt	For	For
2	Amend Articles to Amend Provisions on Number of Directors	Mgmt	For	For
3.1	Elect Director Fujikura, Masao	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Top management is responsible for the company's unfavourable ROE performance.</i>				
3.2	Elect Director Saito, Hidechika	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Top management is responsible for the company's unfavourable ROE performance.</i>				
3.3	Elect Director Kimura, Munenori	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.4	Elect Director Yamao, Akira	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.5	Elect Director Maekawa, Masanori	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				

Mitsubishi Logistics Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.6	Elect Director Wakabayashi, Tatsuo	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.7	Elect Director Kitazawa, Toshifumi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.8	Elect Director Naito, Tadaaki	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.9	Elect Director Shoji, Tetsuya	Mgmt	For	For
3.10	Elect Director Kimura, Kazuko	Mgmt	For	For
4.1	Appoint Statutory Auditor Sato, Takao	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
4.2	Appoint Statutory Auditor Kurahashi, Yusaku	Mgmt	For	For
4.3	Appoint Statutory Auditor Kodaka, Jiro	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				

Mitsubishi UFJ Financial Group, Inc.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 8306

Meeting Type: Annual

Primary ISIN: JP3902900004

Primary SEDOL: 6335171

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 20.5	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 Kuwabara, Satoko	Mgmt	For	For
2.5	Elect Director Nomoto, Hirofumi	Mgmt	For	For
2.6	Elect Director Mari Elka Pangestu	Mgmt	For	For
2.7	Elect Director Shimizu, Hiroshi	Mgmt	For	For
2.8	Elect Director David Sneider	Mgmt	For	For
2.9	Elect Director Tsuji, Koichi	Mgmt	For	For

Mitsubishi UFJ Financial Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.10	Elect Director Miyanaga, Kenichi	Mgmt	For	Against
	<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>			
2.11	Elect Director Shinke, Ryoichi	Mgmt	For	Against
	<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>			
2.12	Elect Director Mike, Kanetsugu	Mgmt	For	For
2.13	Elect Director Kamezawa, Hironori	Mgmt	For	For
2.14	Elect Director Nagashima, Iwao	Mgmt	For	For
2.15	Elect Director Hanzawa, Junichi	Mgmt	For	For
2.16	Elect Director Kobayashi, Makoto	Mgmt	For	For
3	Amend Articles to Add Provision on Director Competencies to Manage Climate-Related Business Risks and Opportunities	SH	Against	Against
	<i>Voter Rationale: While we believe companies should actively monitor and manage issues related to climate change and sustainability, the company addresses this matter through its existing disclosures.</i>			
4	Amend Articles to Add Provision on Assessment of Clients' Climate Change Transition Plans	SH	Against	Against
	<i>Voter Rationale: The company's disclosures regarding its transition assessment framework, current fossil fuel emission reduction targets and related progress appear sufficient at this time.</i>			

Mitsubishi Belting Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 5192

Meeting Type: Annual

Primary ISIN: JP3904000001

Primary SEDOL: 6596989

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 125	Mgmt	For	For
2.1	Elect Director Ikeda, Hiroshi	Mgmt	For	Against
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>			
2.2	Elect Director Kumazaki, Toshimi	Mgmt	For	For
2.3	Elect Director Mataba, Keiji	Mgmt	For	For
2.4	Elect Director Kuramoto, Shinji	Mgmt	For	For
2.5	Elect Director Takeda, Kazuhiro	Mgmt	For	For
2.6	Elect Director Okuda, Shinya	Mgmt	For	For
2.7	Elect Director Miyake, Yuka	Mgmt	For	For
2.8	Elect Director Tsuji, Yasuhiro	Mgmt	For	For

Mitsuboshi Belting Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Appoint Statutory Auditor Ishida, Kazutoshi	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
4	Appoint Alternate Statutory Auditor Kato, Ichiro	Mgmt	For	For

Mitsui & Co., Ltd.

Meeting Date: 06/19/2024

Country: Japan

Ticker: 8031

Meeting Type: Annual

Primary ISIN: JP3893600001

Primary SEDOL: 6597302

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 Yasunaga, Tatsuo	Mgmt	For	For
2.2	Elect Director Hori, Kenichi	Mgmt	For	For
2.3	Elect Director Takemasu, Yoshiaki	Mgmt	For	For
2.4	Elect Director Shigeta, Tetsuya	Mgmt	For	For
2.5	Elect Director Sato, Makoto	Mgmt	For	For
2.6	Elect Director Matsui, Toru	Mgmt	For	For
2.7	Elect Director Samuel Walsh	Mgmt	For	For
2.8	Elect Director Uchiyamada, Takeshi	Mgmt	For	For
2.9	Elect Director Egawa, Masako	Mgmt	For	For
2.10	Elect Director Ishiguro, Fujiyo	Mgmt	For	For
2.11	Elect Director Sarah L. Casanova	Mgmt	For	For
2.12	Elect Director Jessica Tan Soon Neo	Mgmt	For	For
3	Approve Two Types of Restricted Stock Plans and Compensation Ceiling for Statutory Auditors	Mgmt	For	For

Mitsui Fudosan Co., Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 8801

Meeting Type: Annual

Primary ISIN: JP3893200000

Primary SEDOL: 6597603

Mitsui Fudosan Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 49	Mgmt	For	For
2	Amend Articles to Reduce Directors' Term	Mgmt	For	For
3.1	Elect Director Saito, Yutaka	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.2	Elect Director Mochimaru, Nobuhiko	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.3	Elect Director Hibino, Takashi	Mgmt	For	For
4.1	Appoint Statutory Auditor Hirokawa, Yoshihiro	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
4.2	Appoint Statutory Auditor Chiba, Michiko	Mgmt	For	For
5	Approve Annual Bonus	Mgmt	For	For
6	Approve Restricted Stock Plan	Mgmt	For	For

Mitsui O.S.K. Lines, Ltd.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 9104

Meeting Type: Annual

Primary ISIN: JP3362700001

Primary SEDOL: 6597584

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 110	Mgmt	For	For
2.1	Elect Director Ikeda, Junichiro	Mgmt	For	For
2.2	Elect Director Hashimoto, Takeshi	Mgmt	For	For
2.3	Elect Director Tanaka, Toshiaki	Mgmt	For	For
2.4	Elect Director Moro, Junko	Mgmt	For	For
2.5	Elect Director Hamazaki, Kazuya	Mgmt	For	For
2.6	Elect Director Katsu, Etsuko	Mgmt	For	For
2.7	Elect Director Onishi, Masaru	Mgmt	For	For
2.8	Elect Director Toyonaga, Atsushi	Mgmt	For	For
2.9	Elect Director Yamaguchi, Yumi	Mgmt	For	For

Mitsui O.S.K. Lines, Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Appoint Alternate Statutory Auditor Sugiyama, Hiroshi	Mgmt	For	For

MITSUI-SOKO HOLDINGS Co., Ltd.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 9302

Meeting Type: Annual

Primary ISIN: JP3891200002

Primary SEDOL: 6597647

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 Koga, Hirobumi	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Nakayama, Nobuo	Mgmt	For	For
2.3	Elect Director Gohara, Takeshi	Mgmt	For	For
2.4	Elect Director Itoi, Yuji	Mgmt	For	For
2.5	Elect Director Kiriya, Tomoaki	Mgmt	For	For
2.6	Elect Director Nakano, Taizaburo	Mgmt	For	For
2.7	Elect Director Hirai, Takashi	Mgmt	For	For
2.8	Elect Director Kikuchi, Maoko	Mgmt	For	For
2.9	Elect Director Tsukioka, Takashi	Mgmt	For	For
3	Appoint Statutory Auditor Kino, Hiroshi	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
4	Appoint Alternate Statutory Auditor Kai, Junko	Mgmt	For	For

Miura Co., Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 6005

Meeting Type: Annual

Primary ISIN: JP3880800002

Primary SEDOL: 6597777

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 Miyauchi, Daisuke	Mgmt	For	For

Miura Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Elect Director Yoneda, Tsuyoshi	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.3	Elect Director Hiroi, Masayuki	Mgmt	For	For
2.4	Elect Director Kawamoto, Kenichi	Mgmt	For	For
2.5	Elect Director Higuchi, Tateshi	Mgmt	For	For

Mizuho Financial Group, Inc.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 8411

Meeting Type: Annual

Primary ISIN: JP3885780001

Primary SEDOL: 6591014

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kobayashi, Yoshimitsu	Mgmt	For	For
1.2	Elect Director Sato, Ryoji	Mgmt	For	For
1.3	Elect Director Tsukioka, Takashi	Mgmt	For	For
1.4	Elect Director Ono, Kotaro	Mgmt	For	For
1.5	Elect Director Shinohara, Hiromichi	Mgmt	For	For
1.6	Elect Director Kobayashi, Izumi	Mgmt	For	For
1.7	Elect Director Noda, Yumiko	Mgmt	For	For
1.8	Elect Director Uchida, Takakazu	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
1.9	Elect Director Imai, Seiji	Mgmt	For	For
<i>Voter Rationale: While we note the company has significant cross-shareholdings, which we believe is a poor use of capital, the company has disclosed its plan to dispose of strategic shareholdings, with a goal of reaching less than 10% of its consolidated net assets by the end of March 2026.</i>				
1.10	Elect Director Hirama, Hisaaki	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
1.11	Elect Director Kihara, Masahiro	Mgmt	For	For
<i>Voter Rationale: While we note the company has significant cross-shareholdings, which we believe is a poor use of capital, the company has disclosed its plan to dispose of strategic shareholdings, with a goal of reaching less than 10% of its consolidated net assets by the end of March 2026.</i>				
1.12	Elect Director Take, Hidekatsu	Mgmt	For	For
1.13	Elect Director Kanazawa, Mitsuhiro	Mgmt	For	For
1.14	Elect Director Yonezawa, Takefumi	Mgmt	For	For

Mizuho Financial Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Amend Articles to Add Provision on Director Competencies to Manage Climate-Related Business Risks and Opportunities	SH	Against	Against
<p><i>Voter Rationale: While we recognize the importance of effective climate risk management for financial institutions, we believe that the Board risk committee has necessary training and skills to ensure effective governance and oversight of climate risk management following the incorporation of climate risks into the risk appetite statement. We therefore do not believe support for this proposal is warranted.</i></p>				
3	Amend Articles to Add Provision on Assessment of Clients' Climate Change Transition Plans	SH	Against	Against
<p><i>Voter Rationale: We recognize the importance of assessing client transition plans to enable effective climate risk management and identify opportunities. However, through the risk control framework for carbon-related sectors, we believe that the company already has a transparent and effective framework in place to conduct this assessment and therefore do not believe support for this proposal is warranted.</i></p>				

Mizuho Leasing Co., Ltd.

Meeting Date: 06/25/2024	Country: Japan	Ticker: 8425
	Meeting Type: Annual	
	Primary ISIN: JP3286500008	Primary SEDOL: B02QLW4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 109	Mgmt	For	For
2.1	Elect Director Tsuhara, Shusaku	Mgmt	For	For
2.2	Elect Director Nakamura, Akira	Mgmt	For	For
2.3	Elect Director Nagamine, Hiroshi	Mgmt	For	For
2.4	Elect Director Ishizuki, Mutsumi	Mgmt	For	For
2.5	Elect Director Abe, Masahiko	Mgmt	For	For
2.6	Elect Director Otaka, Noboru	Mgmt	For	For
2.7	Elect Director Negishi, Naofumi	Mgmt	For	For
2.8	Elect Director Sagiya, Mari	Mgmt	For	For
2.9	Elect Director Kawamura, Hajime	Mgmt	For	For
2.10	Elect Director Aonuma, Takayuki	Mgmt	For	For
2.11	Elect Director Sone, Hirozumi	Mgmt	For	For
2.12	Elect Director Watanabe, Natsumi	Mgmt	For	For
3	Appoint Statutory Auditor Suwabe, Shingo	Mgmt	For	Against
<p><i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i></p>				

MKS Instruments, Inc.

Meeting Date: 05/07/2024

Country: USA

Ticker: MKSI

Meeting Type: Annual

Primary ISIN: US55306N1046

Primary SEDOL: 2404871

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Rajeev Batra	Mgmt	For	For
1.2	Elect Director Gerald G. Colella	Mgmt	For	For
1.3	Elect Director Elizabeth A. Mora	Mgmt	For	Withhold
<i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
4	Adopt Simple Majority Vote	SH	Against	For
<i>Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				

Mochida Pharmaceutical Co., Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 4534

Meeting Type: Annual

Primary ISIN: JP3922800002

Primary SEDOL: 6598004

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 Mochida, Naoyuki	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Given the recent changes to the board, we will keep this matter under review.</i>				
2.2	Elect Director Sakata, Chu	Mgmt	For	For
2.3	Elect Director Sagisaka, Keiichi	Mgmt	For	For
2.4	Elect Director Sakaki, Junichi	Mgmt	For	For
2.5	Elect Director Kawakami, Yutaka	Mgmt	For	For
2.6	Elect Director Mitsuishi, Motoi	Mgmt	For	For
2.7	Elect Director Nezu, Junichi	Mgmt	For	For

Mochida Pharmaceutical Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.8	Elect Director Kugisawa, Tomo	Mgmt	For	For
2.9	Elect Director Sonoda, Tomoaki	Mgmt	For	For
2.10	Elect Director Yoshikawa, Shigeaki	Mgmt	For	For
2.11	Elect Director Kobayashi, Mami	Mgmt	For	For
3	Appoint Statutory Auditor Wagai, Kyosuke	Mgmt	For	For

Moderna, Inc.

Meeting Date: 05/06/2024

Country: USA

Ticker: MRNA

Meeting Type: Annual

Primary ISIN: US60770K1079

Primary SEDOL: BGSXTS3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Robert Langer	Mgmt	For	For
1b	Elect Director Elizabeth Nabel	Mgmt	For	For
1c	Elect Director Elizabeth Tallett	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: ncentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
4	Provide Right to Call Special Meeting	Mgmt	For	For
5	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For

Molina Healthcare, Inc.

Meeting Date: 05/01/2024

Country: USA

Ticker: MOH

Meeting Type: Annual

Primary ISIN: US60855R1005

Primary SEDOL: 2212706

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Barbara L. Brasier	Mgmt	For	For
1b	Elect Director Daniel Cooperman	Mgmt	For	For
1c	Elect Director Stephen H. Lockhart	Mgmt	For	For
1d	Elect Director Steven J. Orlando	Mgmt	For	For

Molina Healthcare, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Ronna E. Romney	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1f	Elect Director Richard M. Schapiro	Mgmt	For	For
1g	Elect Director Dale B. Wolf	Mgmt	For	For
1h	Elect Director Richard C. Zoretic	Mgmt	For	For
1i	Elect Director Joseph M. Zubretsky	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
4	Adopt Simple Majority Vote	SH	Against	Against
<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>				

Molson Coors Beverage Company

Meeting Date: 05/15/2024

Country: USA

Ticker: TAP

Meeting Type: Annual

Primary ISIN: US60871R2094

Primary SEDOL: B067BM3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Roger G. Eaton	Mgmt	For	Withhold
<i>Voter Rationale: We voted against this director as a member of the audit committee because shareholders should be given the opportunity to approve the auditors annually.</i>				
1.2	Elect Director Charles M. Herington	Mgmt	For	Withhold
<i>Voter Rationale: We voted against this director as a member of the audit committee because shareholders should be given the opportunity to approve the auditors annually.</i>				
1.3	Elect Director H. Sanford Riley	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				

Monex Group, Inc.

Meeting Date: 06/22/2024

Country: Japan

Ticker: 8698

Meeting Type: Annual

Primary ISIN: JP3869970008

Primary SEDOL: B01S2L7

Monex Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Amend Business Lines	Mgmt	For	For
2.1	Elect Director Matsumoto, Oki	Mgmt	For	For
2.2	Elect Director Seimei, Yuko	Mgmt	For	For
2.3	Elect Director Oyagi, Takashi	Mgmt	For	For
2.4	Elect Director Yamada, Naofumi	Mgmt	For	For
2.5	Elect Director Makihara, Jun	Mgmt	For	For
2.6	Elect Director Domae, Nobuo	Mgmt	For	For
2.7	Elect Director Koizumi, Masaaki	Mgmt	For	For
2.8	Elect Director Ungyong Shu	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
2.9	Elect Director Habu, Sachiko	Mgmt	For	For
2.10	Elect Director Suzuki, Rami	Mgmt	For	For
2.11	Elect Director Shimokawa, Ryoko	Mgmt	For	For

MongoDB, Inc.

Meeting Date: 06/25/2024

Country: USA

Ticker: MDB

Meeting Type: Annual

Primary ISIN: US60937P1066

Primary SEDOL: BF2FJ99

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Roelof Botha	Mgmt	For	For
1.2	Elect Director Dev Ittycheria	Mgmt	For	For
1.3	Elect Director Ann Lewnes	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Monolithic Power Systems, Inc.

Meeting Date: 06/13/2024

Country: USA

Ticker: MPWR

Meeting Type: Annual

Primary ISIN: US6098391054

Primary SEDOL: B01Z7J1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Eugen Elmiger	Mgmt	For	For
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. However, we note the company has added a woman to the board in the year under review. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.2	Elect Director Eileen Wynne	Mgmt	For	For
1.3	Elect Director Jeff Zhou	Mgmt	For	For
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. However, we note the company has added a new board member in the year under review. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>			
4	Declassify the Board of Directors	SH	Against	For
	<i>Voter Rationale: The annual election of directors provides greater accountability to shareholders and is a widely accepted best practice in corporate governance. Shareholders should have the opportunity to communicate with directors regarding their performance regularly.</i>			

Monster Beverage Corporation

Meeting Date: 06/13/2024

Country: USA

Ticker: MNST

Meeting Type: Annual

Primary ISIN: US61174X1090

Primary SEDOL: BZ07BW4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Rodney C. Sacks	Mgmt	For	For
1.2	Elect Director Hilton H. Schlosberg	Mgmt	For	For
1.3	Elect Director Mark J. Hall	Mgmt	For	For

Monster Beverage Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Ana Demel	Mgmt	For	For
1.5	Elect Director James L. Dinkins	Mgmt	For	For
1.6	Elect Director Gary P. Fayard	Mgmt	For	For
1.7	Elect Director Tiffany M. Hall	Mgmt	For	For
1.8	Elect Director Jeanne P. Jackson	Mgmt	For	For
1.9	Elect Director Steven G. Pizula	Mgmt	For	For
1.10	Elect Director Mark S. Vidergauz	Mgmt	For	Withhold
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i></p>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				

Montauk Renewables, Inc.

Meeting Date: 06/05/2024	Country: USA	Ticker: MNTK
	Meeting Type: Annual	
		Primary ISIN: US61218C1036
		Primary SEDOL: BN6HHQ0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mohamed H. Ahmed	Mgmt	For	For
1b	Elect Director John A. Copelyn	Mgmt	For	Withhold
<p><i>Voter Rationale: The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

Montrose Environmental Group, Inc.

Meeting Date: 05/07/2024	Country: USA	Ticker: MEG
	Meeting Type: Annual	
		Primary ISIN: US6151111019
		Primary SEDOL: BLCB610

Montrose Environmental Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director J. Miguel Fernandez de Castro	Mgmt	For	For
<p><i>Voter Rationale: WITHHOLD votes are warranted for incumbent director nominees Vijay Manthripragada, J. Miguel Fernandez de Castro, and Robin Newmark for the board's failure to address the majority withhold votes with respect to the re-election of Peter Graham at last year's annual meeting. WITHHOLD votes are warranted for all director nominees for demonstrating poor responsiveness to shareholder concerns following consecutive years of low say-on-pay support.</i></p>				
1.2	Elect Director Vijay Manthripragada	Mgmt	For	For
<p><i>Voter Rationale: WITHHOLD votes are warranted for incumbent director nominees Vijay Manthripragada, J. Miguel Fernandez de Castro, and Robin Newmark for the board's failure to address the majority withhold votes with respect to the re-election of Peter Graham at last year's annual meeting. WITHHOLD votes are warranted for all director nominees for demonstrating poor responsiveness to shareholder concerns following consecutive years of low say-on-pay support.</i></p>				
1.3	Elect Director Robin L. Newmark	Mgmt	For	Withhold
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i></p>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i></p>				
4	Eliminate Supermajority Vote Requirements	Mgmt	For	For
<p><i>Voter Rationale: Board efforts to reduce supermajority provisions are appreciated, as they create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i></p>				

Moody's Corporation

Meeting Date: 04/16/2024

Country: USA

Ticker: MCO

Meeting Type: Annual

Primary ISIN: US6153691059

Primary SEDOL: 2252058

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jorge A. Bermudez	Mgmt	For	For
1b	Elect Director Therese Esperdy	Mgmt	For	For
1c	Elect Director Robert Fauber	Mgmt	For	For
1d	Elect Director Vincent A. Forlenza	Mgmt	For	For
1e	Elect Director Kathryn M. Hill	Mgmt	For	For
1f	Elect Director Lloyd W. Howell, Jr.	Mgmt	For	For
1g	Elect Director Jose M. Minaya	Mgmt	For	For

Moody's Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1h	Elect Director Leslie F. Seidman	Mgmt	For	For
1i	Elect Director Zig Serafin	Mgmt	For	For
1j	Elect Director Bruce Van Saun	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Provide Right to Call Special Meeting	Mgmt	For	For
5	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For
<i>Voter Rationale: Holders of significant share capital should be entitled to call a special meeting. A total holding requirement of 10% is a suitable threshold to prevent abuse.</i>				

MoonLake Immunotherapeutics

Meeting Date: 06/05/2024

Country: Cayman Islands

Ticker: MLTX

Meeting Type: Annual

Primary ISIN: KY61559X1045

Primary SEDOL: BNG3F86

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Catherine Moukheibir	Mgmt	For	For
1.2	Elect Director Ramnik Xavier	Mgmt	For	For
2	Ratify Baker Tilly US, 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
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

Morgan Stanley

Meeting Date: 05/23/2024

Country: USA

Ticker: MS

Meeting Type: Annual

Primary ISIN: US6174464486

Primary SEDOL: 2262314

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Megan Butler	Mgmt	For	For
1b	Elect Director Thomas H. Glocer	Mgmt	For	For
1c	Elect Director James P. Gorman	Mgmt	For	For
1d	Elect Director Robert H. Herz	Mgmt	For	For
1e	Elect Director Erika H. James	Mgmt	For	For
1f	Elect Director Hironori Kamezawa	Mgmt	For	For
1g	Elect Director Shelley B. Leibowitz	Mgmt	For	For
1h	Elect Director Stephen J. Luczo	Mgmt	For	For
1i	Elect Director Jami Miscik	Mgmt	For	For
1j	Elect Director Masato Miyachi	Mgmt	For	For
1k	Elect Director Dennis M. Nally	Mgmt	For	For
1l	Elect Director Edward (Ted) Pick	Mgmt	For	For
1m	Elect Director Mary L. Schapiro	Mgmt	For	For
1n	Elect Director Perry M. Traquina	Mgmt	For	For
1o	Elect Director Rayford Wilkins, Jr.	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Approve Nonqualified Employee Stock Purchase Plan	Mgmt	For	For
5	Report on Overseeing Risks Related to Discrimination Including Religious/Political Views	SH	Against	Against
6	Report on Lobbying Payments and Policy	SH	Against	For
<i>Voter Rationale: Comprehensive, aggregate disclosure on political spending is best practice. Disclosure should include all state and local donations including support for 527 organizations and ballot initiatives. In addition, the company should identify key relationships with trade associations that engage in lobbying on the corporation's behalf, as well as describe its policies and processes for giving. We ask that the board provide ultimate oversight for political donations.</i>				
7	Report on Clean Energy Supply Financing Ratio	SH	Against	For
<i>Voter Rationale: A vote FOR this resolution is warranted. Measuring and disclosing this statistic will give shareholders increased information on how the bank is progressing on its goal to align its financing activities with a net zero by 2050 pathway.</i>				

Morguard Corporation

Meeting Date: 05/08/2024

Country: Canada

Ticker: MRC

Meeting Type: Annual

Primary ISIN: CA6175771014

Primary SEDOL: 2005809

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director William J. Braithwaite	Mgmt	For	Against
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 30% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>			
1.2	Elect Director Chris J. Cahill	Mgmt	For	For
1.3	Elect Director Bruce K. Robertson	Mgmt	For	Against
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
1.4	Elect Director Angela Sahi	Mgmt	For	For
1.5	Elect Director K. Rai Sahi	Mgmt	For	For
	<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>			
1.6	Elect Director Leonard Peter Sharpe	Mgmt	For	Against
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
1.7	Elect Director Stephen R. Taylor	Mgmt	For	For
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>			

Morguard North American Residential Real Estate Investment Trust

Meeting Date: 05/08/2024

Country: Canada

Ticker: MRG.UN

Meeting Type: Annual

Primary ISIN: CA61761E1007

Primary SEDOL: B5ZPY46

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Trustee Avtar T. Bains	Mgmt	For	Withhold
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
1.2	Elect Trustee Dino Chiesa	Mgmt	For	Withhold
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			

Morguard North American Residential Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Trustee Mel Leiderman	Mgmt	For	For
1.4	Elect Trustee Frank Munsters	Mgmt	For	Withhold
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 30% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i></p>				
1.5	Elect Trustee Bruce K. Robertson	Mgmt	For	For
1.6	Elect Trustee K. Rai Sahi	Mgmt	For	For
<p><i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				
1.7	Elect Trustee William O. Wallace	Mgmt	For	Withhold
<p><i>Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.</i></p>				
2	Approve Ernst & Young LLP as Auditors and Authorize Trustees to Fix Their Remuneration	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

Morningstar, Inc.

Meeting Date: 05/10/2024	Country: USA	Ticker: MORN
	Meeting Type: Annual	
	Primary ISIN: US6177001095	Primary SEDOL: B081VR8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Joe Mansueto	Mgmt	For	For
1b	Elect Director Kunal Kapoor	Mgmt	For	For
1c	Elect Director Robin Diamonte	Mgmt	For	For
<p><i>Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.</i></p>				
1d	Elect Director Cheryl Francis	Mgmt	For	Against
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i></p>				
1e	Elect Director Steve Joynt	Mgmt	For	For
1f	Elect Director Steve Kaplan	Mgmt	For	Against
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i></p>				

Morningstar, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director Gail Landis	Mgmt	For	For
	<i>Voter Rationale: .</i>			
1h	Elect Director Bill Lyons	Mgmt	For	Against
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
1i	Elect Director Doniel Sutton	Mgmt	For	For
	<i>Voter Rationale: .</i>			
1j	Elect Director Caroline Tsay	Mgmt	For	For
	<i>Voter Rationale: .</i>			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>			
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>			

Motorola Solutions, Inc.

Meeting Date: 05/14/2024

Country: USA

Ticker: MSI

Meeting Type: Annual

Primary ISIN: US6200763075

Primary SEDOL: B5BKPQ4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Gregory Q. Brown	Mgmt	For	For
1b	Elect Director Nicole Anasenes	Mgmt	For	For
1c	Elect Director Kenneth D. Denman	Mgmt	For	For
1d	Elect Director Ayanna M. Howard	Mgmt	For	For
1e	Elect Director Clayton M. Jones	Mgmt	For	For
1f	Elect Director Judy C. Lewent	Mgmt	For	For
1g	Elect Director Gregory K. Mondre	Mgmt	For	For
1h	Elect Director Joseph M. Tucci	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>			

Motorola Solutions, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Amend Certificate of Incorporation to Provide for the Exculpation of Certain Officers	Mgmt	For	For

MP Materials Corp.

Meeting Date: 06/11/2024 **Country:** USA **Ticker:** MP
Meeting Type: Annual
Primary ISIN: US5533681012 **Primary SEDOL:** BN15Y35

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director James H. Litinsky	Mgmt	For	For
1b	Elect Director Andrew A. McKnight	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For

Mr. Cooper Group Inc.

Meeting Date: 05/23/2024 **Country:** USA **Ticker:** COOP
Meeting Type: Annual
Primary ISIN: US62482R1077 **Primary SEDOL:** BGHKHS1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jay Bray	Mgmt	For	For
1.2	Elect Director Busy Burr	Mgmt	For	For
1.3	Elect Director Roy Guthrie	Mgmt	For	For
1.4	Elect Director Daniela Jorge	Mgmt	For	For
1.5	Elect Director Michael Malone	Mgmt	For	For
1.6	Elect Director Shveta Mujumdar	Mgmt	For	For
1.7	Elect Director Tagar Olson	Mgmt	For	For
1.8	Elect Director Steve Scheiwe	Mgmt	For	For

Mr. Cooper Group Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

MS&AD Insurance Group Holdings, Inc.

Meeting Date: 06/24/2024 **Country:** Japan **Ticker:** 8725
Meeting Type: Annual **Primary ISIN:** JP3890310000 **Primary SEDOL:** B2Q4CS1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 150	Mgmt	For	For
2.1	Elect Director Hara, Noriyuki	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's capital misallocation. It is not appropriate for a director convicted of market misconduct to remain on the board.</i>				
2.2	Elect Director Kanasugi, Yasuzo	Mgmt	For	For
2.3	Elect Director Funabiki, Shinichiro	Mgmt	For	For
2.4	Elect Director Higuchi, Tetsuji	Mgmt	For	For
2.5	Elect Director Shimazu, Tomoyuki	Mgmt	For	For
2.6	Elect Director Shirai, Yusuke	Mgmt	For	For
2.7	Elect Director Bando, Mariko	Mgmt	For	For
2.8	Elect Director Tobimatsu, Junichi	Mgmt	For	For
2.9	Elect Director Rochelle Kopp	Mgmt	For	For
2.10	Elect Director Ishiwata, Akemi	Mgmt	For	For
2.11	Elect Director Suzuki, Jun	Mgmt	For	For
3	Appoint Statutory Auditor Kunii, Taisei	Mgmt	For	For

MSA Safety, Inc.

Meeting Date: 05/10/2024 **Country:** USA **Ticker:** MSA
Meeting Type: Annual **Primary ISIN:** US5534981064 **Primary SEDOL:** BKM4S16

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Steven C. Blanco	Mgmt	For	For
1.2	Elect Director Sandra Phillips Rogers	Mgmt	For	For
1.3	Elect Director Luca Savi	Mgmt	For	For
2	Approve Non-Employee Director Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

MTR Corporation Limited

Meeting Date: 05/22/2024 **Country:** Hong Kong **Ticker:** 66
Meeting Type: Annual
Primary ISIN: HK0066009694 **Primary SEDOL:** 6290054

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 Christopher Hui Ching-yu as Director	Mgmt	For	Against
<i>Voter Rationale: The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties. The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>				
3b	Elect Hui Siu-wai as Director	Mgmt	For	For
3c	Elect Adrian Wong Koon-man as Director	Mgmt	For	For
4	Elect Ayesha Abbas Macpherson as Director	Mgmt	For	For
5	Approve KPMG as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	Against
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

MTR Corporation Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For
7	Authorize Repurchase of Issued Share Capital	Mgmt	For	For

Muenchener Rueckversicherungs-Gesellschaft AG

Meeting Date: 04/25/2024

Country: Germany

Ticker: MUV2

Meeting Type: Annual

Primary ISIN: DE0008430026

Primary SEDOL: 5294121

Did Not Vote Due to Ballot Shareblocking

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 15.00 per Share	Mgmt	For	Do Not Vote
3.1	Approve Discharge of Management Board Member Joachim Wenning for Fiscal Year 2023	Mgmt	For	Do Not Vote
3.2	Approve Discharge of Management Board Member Thomas Blunck for Fiscal Year 2023	Mgmt	For	Do Not Vote
3.3	Approve Discharge of Management Board Member Nicholas Gartside for Fiscal Year 2023	Mgmt	For	Do Not Vote
3.4	Approve Discharge of Management Board Member Stefan Golling for Fiscal Year 2023	Mgmt	For	Do Not Vote
3.5	Approve Discharge of Management Board Member Christoph Jurecka for Fiscal Year 2023	Mgmt	For	Do Not Vote
3.6	Approve Discharge of Management Board Member Achim Kassow for Fiscal Year 2023	Mgmt	For	Do Not Vote
3.7	Approve Discharge of Management Board Member Michael Kerner for Fiscal Year 2023	Mgmt	For	Do Not Vote
3.8	Approve Discharge of Management Board Member Clarisse Kopff for Fiscal Year 2023	Mgmt	For	Do Not Vote
3.9	Approve Discharge of Management Board Member Mari-Lizette Malherbe for Fiscal Year 2023	Mgmt	For	Do Not Vote
3.10	Approve Discharge of Management Board Member Markus Riess for Fiscal Year 2023	Mgmt	For	Do Not Vote

Muenchener Rueckversicherungs-Gesellschaft AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.1	Approve Discharge of Supervisory Board Member Nikolaus von Bomhard for Fiscal Year 2023	Mgmt	For	Do Not Vote
4.2	Approve Discharge of Supervisory Board Member Anne Horstmann for Fiscal Year 2023	Mgmt	For	Do Not Vote
4.3	Approve Discharge of Supervisory Board Member Ann-Kristin Achleitner for Fiscal Year 2023	Mgmt	For	Do Not Vote
4.4	Approve Discharge of Supervisory Board Member Clement Booth for Fiscal Year 2023	Mgmt	For	Do Not Vote
4.5	Approve Discharge of Supervisory Board Member Ruth Brown for Fiscal Year 2023	Mgmt	For	Do Not Vote
4.6	Approve Discharge of Supervisory Board Member Stephan Eberl for Fiscal Year 2023	Mgmt	For	Do Not Vote
4.7	Approve Discharge of Supervisory Board Member Frank Fassin for Fiscal Year 2023	Mgmt	For	Do Not Vote
4.8	Approve Discharge of Supervisory Board Member Ursula Gather for Fiscal Year 2023	Mgmt	For	Do Not Vote
4.9	Approve Discharge of Supervisory Board Member Gerd Haeusler for Fiscal Year 2023	Mgmt	For	Do Not Vote
4.10	Approve Discharge of Supervisory Board Member Angelika Herzog for Fiscal Year 2023	Mgmt	For	Do Not Vote
4.11	Approve Discharge of Supervisory Board Member Renata Bruengger for Fiscal Year 2023	Mgmt	For	Do Not Vote
4.12	Approve Discharge of Supervisory Board Member Stefan Kaindl for Fiscal Year 2023	Mgmt	For	Do Not Vote
4.13	Approve Discharge of Supervisory Board Member Carinne Knoche-Brouillon for Fiscal Year 2023	Mgmt	For	Do Not Vote
4.14	Approve Discharge of Supervisory Board Member Gabriele Muecke for Fiscal Year 2023	Mgmt	For	Do Not Vote
4.15	Approve Discharge of Supervisory Board Member Ulrich Plottke for Fiscal Year 2023	Mgmt	For	Do Not Vote
4.16	Approve Discharge of Supervisory Board Member Manfred Rassy for Fiscal Year 2023	Mgmt	For	Do Not Vote
4.17	Approve Discharge of Supervisory Board Member Carsten Spohr for Fiscal Year 2023	Mgmt	For	Do Not Vote
4.18	Approve Discharge of Supervisory Board Member Karl-Heinz Streibich for Fiscal Year 2023	Mgmt	For	Do Not Vote

Muenchener Rueckversicherungs-Gesellschaft AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.19	Approve Discharge of Supervisory Board Member Markus Wagner for Fiscal Year 2023	Mgmt	For	Do Not Vote
4.20	Approve Discharge of Supervisory Board Member Maximilian Zimmerer for Fiscal Year 2023	Mgmt	For	Do Not Vote
5.1	Ratify EY GmbH & Co. KG as Auditors for Fiscal Year 2024 and for the Review of the Interim Financial Statements for Fiscal Year 2024 and First Quarter of Fiscal Year 2025	Mgmt	For	Do Not Vote
5.2	Ratify EY GmbH & Co. KG as Auditors of Sustainability Report for Fiscal Year 2024	Mgmt	For	Do Not Vote
6	Approve Remuneration Report	Mgmt	For	Do Not Vote
7.1	Elect Nikolaus von Bomhard to the Supervisory Board	Mgmt	For	Do Not Vote
7.2	Elect Clement Booth to the Supervisory Board	Mgmt	For	Do Not Vote
7.3	Elect Roland Busch to the Supervisory Board	Mgmt	For	Do Not Vote
7.4	Elect Julia Jaekel to the Supervisory Board	Mgmt	For	Do Not Vote
7.5	Elect Renata Bruengger to the Supervisory Board	Mgmt	For	Do Not Vote
7.6	Elect Carinne Knoche-Brouillon to the Supervisory Board	Mgmt	For	Do Not Vote
7.7	Elect Victoria Ossadnik to the Supervisory Board	Mgmt	For	Do Not Vote
7.8	Elect Carsten Spohr to the Supervisory Board	Mgmt	For	Do Not Vote
7.9	Elect Jens Weidmann to the Supervisory Board	Mgmt	For	Do Not Vote
7.10	Elect Maximilian Zimmerer to the Supervisory Board	Mgmt	For	Do Not Vote
8	Approve Remuneration Policy for the Supervisory Board	Mgmt	For	Do Not Vote
9	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	Do Not Vote

Mullen Group Ltd.

Meeting Date: 05/07/2024

Country: Canada

Ticker: MTL

Meeting Type: Annual

Primary ISIN: CA6252841045

Primary SEDOL: B4MMW16

Mullen Group Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Fix Number of Directors at Eight	Mgmt	For	For
2.1	Elect Director Christine E. McGinley	Mgmt	For	For
2.2	Elect Director Stephen H. Lockwood	Mgmt	For	For
2.3	Elect Director Laura Hartwell	Mgmt	For	For
2.4	Elect Director Murray K. Mullen	Mgmt	For	For
2.5	Elect Director Sonia Tibbatts	Mgmt	For	For
<i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
2.6	Elect Director Jamil Murji	Mgmt	For	For
2.7	Elect Director Richard Whitley	Mgmt	For	For
2.8	Elect Director Benoit Durand	Mgmt	For	For
3	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

Murata Manufacturing Co. Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 6981

Meeting Type: Annual

Primary ISIN: JP3914400001

Primary SEDOL: 6610403

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 27	Mgmt	For	For
2	Amend Articles to Clarify Director Authority on Board Meetings - Authorize Board to Determine Income Allocation	Mgmt	For	Against
<i>Voter Rationale: Excess cash should be returned to shareholders when it is not otherwise invested. Shareholders should retain the right to approve the company's dividend policy.</i>				
3.1	Elect Director Nakajima, Norio	Mgmt	For	For
3.2	Elect Director Iwatsubo, Hiroshi	Mgmt	For	For
3.3	Elect Director Minamide, Masanori	Mgmt	For	For

Murata Manufacturing Co. Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.4	Elect Director Izumitani, Hiroshi	Mgmt	For	For
3.5	Elect Director Murata, Takaki	Mgmt	For	For
3.6	Elect Director Yasuda, Yuko	Mgmt	For	For
3.7	Elect Director Nishijima, Takashi	Mgmt	For	For
3.8	Elect Director Ina, Hiroyuki	Mgmt	For	For
4.1	Elect Director and Audit Committee Member Ozawa, Yoshiro	Mgmt	For	For
4.2	Elect Director and Audit Committee Member Yamamoto, Takatoshi	Mgmt	For	For
4.3	Elect Director and Audit Committee Member Munakata, Naoko	Mgmt	For	For
4.4	Elect Director and Audit Committee Member Enomoto, Seiichi	Mgmt	For	For

Nabors Industries Ltd.

Meeting Date: 06/04/2024

Country: Bermuda

Ticker: NBR

Meeting Type: Annual

Primary ISIN: BMG6359F1370

Primary SEDOL: BK953M8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Tanya S. Beder	Mgmt	For	Withhold
	<i>Voter Rationale: Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.2	Elect Director Anthony R. Chase	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.3	Elect Director James R. Crane	Mgmt	For	Withhold
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
1.4	Elect Director John P. Kotts	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.5	Elect Director Michael C. Linn	Mgmt	For	Withhold
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
1.6	Elect Director Anthony G. Petrello	Mgmt	For	For
	<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>			

Nabors Industries Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director John Yearwood	Mgmt	For	Withhold
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
2	Approve PricewaterhouseCoopers LLP Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>			
4	Amend Omnibus Stock Plan	Mgmt	For	For
	<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>			

Nagawa Co., Ltd.

Meeting Date: 06/18/2024

Country: Japan

Ticker: 9663

Meeting Type: Annual

Primary ISIN: JP3648700007

Primary SEDOL: 6620350

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Appoint Statutory Auditor Takahashi, Manabu	Mgmt	For	Against
	<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>			
1.2	Appoint Statutory Auditor Toriumi, Takao	Mgmt	For	For
1.3	Appoint Statutory Auditor Motohashi, Nobutaka	Mgmt	For	Against
	<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>			
2	Approve Allocation of Income, With a Final Dividend of JPY 60	Mgmt	For	For
3	Approve Annual Bonus	Mgmt	For	For

Nagoya Railroad Co., Ltd.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 9048

Meeting Type: Annual

Primary ISIN: JP3649800004

Primary SEDOL: 6619864

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 27.5	Mgmt	For	For
2.1	Elect Director Ando, Takashi	Mgmt	For	For
2.2	Elect Director Takasaki, Hiroki	Mgmt	For	For
2.3	Elect Director Suzuki, Kiyomi	Mgmt	For	For
2.4	Elect Director Furuhashi, Yukinaga	Mgmt	For	For
2.5	Elect Director Kato, Satoshi	Mgmt	For	For
2.6	Elect Director Fukushima, Atsuko	Mgmt	For	For
2.7	Elect Director Naito, Hiroyasu	Mgmt	For	For
2.8	Elect Director Murakami, Nobuhiko	Mgmt	For	For
2.9	Elect Director Banno, Kimiharu	Mgmt	For	For
2.10	Elect Director Takamura, Etsuko	Mgmt	For	For
3.1	Appoint Statutory Auditor Matsushita, Akira	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.2	Appoint Statutory Auditor Sakurai, Tetsuya	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.3	Appoint Statutory Auditor Mizuno, Akihisa	Mgmt	For	For
3.4	Appoint Statutory Auditor Ogasawara, Takeshi	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				

Nankai Electric Railway Co., Ltd.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 9044

Meeting Type: Annual

Primary ISIN: JP3653000004

Primary SEDOL: 6621472

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 35	Mgmt	For	For

Nankai Electric Railway Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.1	Elect Director Achikita, Teruhiko	Mgmt	For	For
2.2	Elect Director Okajima, Nobuyuki	Mgmt	For	For
2.3	Elect Director Ashibe, Naoto	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.4	Elect Director Kajitani, Satoshi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.5	Elect Director Otsuka, Takahiro	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.6	Elect Director Tsunekage, Hitoshi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.7	Elect Director Kozuka, Miharu	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.8	Elect Director Mochizuki, Aiko	Mgmt	For	For
2.9	Elect Director Hori, Naoki	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				

NARI Technology Co., Ltd.

Meeting Date: 05/20/2024

Country: China

Ticker: 600406

Meeting Type: Annual

Primary ISIN: CNE000001G38

Primary SEDOL: 6695228

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Financial Statements	Mgmt	For	For
2	Approve Report of the Independent Directors	Mgmt	For	For
3	Approve Report of the Board of Directors	Mgmt	For	For
4	Approve Report of the Board of Supervisors	Mgmt	For	For
5	Approve Financial Budget Report	Mgmt	For	For
6	Approve Investment Plan	Mgmt	For	For
7	Approve Related Party Transaction	Mgmt	For	For
8	Approve Financial Business Services Agreement	Mgmt	For	Against

Voter Rationale: The proposed investment could expose the company to unnecessary risks.

NARI Technology Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9	Approve Appointment of Financial Auditor and Internal Control Auditor	Mgmt	For	For
10	Approve to Adjust the Allowance of Independent Directors	Mgmt	For	For
11	Approve Amendments to Articles of Association	Mgmt	For	For
12	Amend Rules and Procedures Regarding General Meetings of Shareholders	Mgmt	For	For
13	Amend Rules and Procedures Regarding Meetings of Board of Directors	Mgmt	For	For
14	Amend Working System for Independent Directors	Mgmt	For	For
15	Approve Profit Distribution and Interim Profit Distribution	Mgmt	For	For
16	Approve Annual Report and Summary	Mgmt	For	For
	ELECT INDEPENDENTS DIRECTOR VIA CUMULATIVE VOTING	Mgmt		
17.1	Elect Yang Xiongsheng as Director	Mgmt	For	For
	<i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>			
17.2	Elect Zeng Yang as Director	Mgmt	For	For

Nasdaq, Inc.

Meeting Date: 06/11/2024

Country: USA

Ticker: NDAQ

Meeting Type: Annual

Primary ISIN: US6311031081

Primary SEDOL: 2965107

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Melissa M. Arnoldi	Mgmt	For	For
1b	Elect Director Charlene T. Begley	Mgmt	For	For
1c	Elect Director Adena T. Friedman	Mgmt	For	For
1d	Elect Director Essa Kazim	Mgmt	For	For
1e	Elect Director Thomas A. Kloet	Mgmt	For	For
1f	Elect Director Kathryn A. Koch	Mgmt	For	For
1g	Elect Director Holden Spaht	Mgmt	For	For
1h	Elect Director Michael R. Splinter	Mgmt	For	For
1i	Elect Director Johan Torgeby	Mgmt	For	For

Nasdaq, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1j	Elect Director Toni Townes-Whitley	Mgmt	For	For
1k	Elect Director Jeffery W. Yabuki	Mgmt	For	For
1l	Elect Director Alfred W. Zollar	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i></p>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For
<p><i>Voter Rationale: Holders of significant share capital should be entitled to call a special meeting. A total holding requirement of 10% is a suitable threshold to prevent abuse.</i></p>				

Natera, Inc.

Meeting Date: 06/12/2024

Country: USA

Ticker: NTRA

Meeting Type: Annual

Primary ISIN: US6323071042

Primary SEDOL: BYQRG48

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Roelof F. Botha	Mgmt	For	For
<p><i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly.</i></p>				
1.2	Elect Director Steven L. Chapman	Mgmt	For	For
1.3	Elect Director Matthew Rabinowitz	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Variable remuneration should not contain a significant overlap of metrics. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				

Natera, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Amend Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				

National Bank of Canada

Meeting Date: 04/19/2024 **Country:** Canada **Ticker:** NA
Meeting Type: Annual/Special **Primary ISIN:** CA6330671034 **Primary SEDOL:** 2077303

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Pierre Blouin	Mgmt	For	For
1.2	Elect Director Pierre Boivin	Mgmt	For	For
1.3	Elect Director Yvon Charest	Mgmt	For	For
<p><i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i></p>				
1.4	Elect Director Patricia Curadeau-Grou	Mgmt	For	For
1.5	Elect Director Laurent Ferreira	Mgmt	For	For
1.6	Elect Director Annick Guerard	Mgmt	For	For
1.7	Elect Director Karen Kinsley	Mgmt	For	For
1.8	Elect Director Lynn Loewen	Mgmt	For	For
1.9	Elect Director Rebecca McKillican	Mgmt	For	For
1.10	Elect Director Arielle Meloul-Wechsler	Mgmt	For	For
1.11	Elect Director Robert Pare	Mgmt	For	For
1.12	Elect Director Pierre Pomerleau	Mgmt	For	For
1.13	Elect Director Macky Tall	Mgmt	For	For
2	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i></p>				
3	Ratify Deloitte LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				
4	Approve Increase in Aggregate Amount of Compensation of Directors	Mgmt	For	For

National Bank of Canada

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Increase Maximum Aggregate Consideration Limit of First Preferred Shares	Mgmt	For	For
	Shareholder Proposals	Mgmt		
7.1	SP 1: Disclose Non-Confidential Information Relating to the Bank's Country-by-Country Reporting	SH	Against	Against
	<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks</i>			
7.2	SP 2: Advisory Vote on Environmental Policies	SH	Against	Against
	<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks</i>			

National Health Investors, Inc.

Meeting Date: 05/22/2024 **Country:** USA **Ticker:** NHI
Meeting Type: Annual **Primary ISIN:** US63633D1046 **Primary SEDOL:** 2626125

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director D. Eric Mendelsohn	Mgmt	For	For
1b	Elect Director Charlotte A. Swafford	Mgmt	For	Against
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
1c	Elect Director Robert T. Webb	Mgmt	For	Against
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>			
3	Ratify BDO USA, P. C. as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>			

National Research Corporation

Meeting Date: 05/08/2024 **Country:** USA **Ticker:** NRC
Meeting Type: Annual **Primary ISIN:** US6373722023 **Primary SEDOL:** B8W3QK4

National Research Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael D. Hays	Mgmt	For	For
1.2	Elect Director John N. Nunnely	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				

National Storage Affiliates Trust

Meeting Date: 05/13/2024

Country: USA

Ticker: NSA

Meeting Type: Annual

Primary ISIN: US6378701063

Primary SEDOL: BWWCK85

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Tamara D. Fischer	Mgmt	For	For
1b	Elect Director Arlen D. Nordhagen	Mgmt	For	For
1c	Elect Director David G. Cramer	Mgmt	For	For
1d	Elect Director Lisa R. Cohn	Mgmt	For	For
1e	Elect Director Paul W. Hylbert, Jr.	Mgmt	For	For
1f	Elect Director Chad L. Meisinger	Mgmt	For	For
1g	Elect Director Steven G. Osgood	Mgmt	For	For
1h	Elect Director Dominic M. Palazzo	Mgmt	For	For
1i	Elect Director Michael J. Schall	Mgmt	For	For
1j	Elect Director Rebecca L. Steinfort	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i>				
1k	Elect Director Mark Van Mourick	Mgmt	For	For
1l	Elect Director Charles F. Wu	Mgmt	For	For

National Storage Affiliates Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
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
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
5	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

National Vision Holdings, Inc.

Meeting Date: 06/12/2024

Country: USA

Ticker: EYE

Meeting Type: Annual

Primary ISIN: US63845R1077

Primary SEDOL: BYP71H7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jose Armario	Mgmt	For	For
1.2	Elect Director L. Reade Fahs	Mgmt	For	For
1.3	Elect Director Virginia A. Hepner	Mgmt	For	For
1.4	Elect Director Susan Somersille Johnson	Mgmt	For	For
1.5	Elect Director Naomi Kelman	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.6	Elect Director Susan O'Farrell	Mgmt	For	For
1.7	Elect Director D. Randolph Peeler	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.8	Elect Director Thomas V. Taylor, Jr.	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

National Vision Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
5	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

NatWest Group Plc

Meeting Date: 04/23/2024

Country: United Kingdom

Ticker: NWG

Meeting Type: Annual

Primary ISIN: GB00BM8PJY71

Primary SEDOL: BM8PJY7

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	Elect Rick Haythornthwaite as Director	Mgmt	For	For
5	Elect Paul Thwaite as Director	Mgmt	For	For
6	Re-elect Katie Murray as Director	Mgmt	For	For
7	Re-elect Frank Dangeard as Director	Mgmt	For	For
8	Re-elect Roisin Donnelly as Director	Mgmt	For	For
9	Re-elect Patrick Flynn as Director	Mgmt	For	For
10	Re-elect Yasmin Jetha as Director	Mgmt	For	For
11	Re-elect Stuart Lewis as Director	Mgmt	For	For
12	Re-elect Mark Seligman as Director	Mgmt	For	For
13	Re-elect Lena Wilson as Director	Mgmt	For	For
14	Reappoint Ernst and Young LLP as Auditors	Mgmt	For	For
15	Authorise the Group Audit Committee to Fix Remuneration of Auditors	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

NatWest Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
19	Authorise Issue of Equity in Connection with Equity Convertible Notes	Mgmt	For	For
20	Authorise Issue of Equity without Pre-emptive Rights in Connection with Equity Convertible Notes	Mgmt	For	For
21	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For
22	Authorise UK Political Donations and Expenditure	Mgmt	For	For
23	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
24	Approve Amendments to Directed Buyback Contract	Mgmt	For	For
25	Authorise Off-Market Purchase of Ordinary Shares from HM Treasury	Mgmt	For	For
26	Authorise Off-Market Purchase of Preference Shares	Mgmt	For	For
27	Approve Employee Share Plan	Mgmt	For	For
28	Authorise Board to Offer Scrip Dividend	Mgmt	For	For

Navient Corporation

Meeting Date: 05/23/2024

Country: USA

Ticker: NAVI

Meeting Type: Annual

Primary ISIN: US63938C1080

Primary SEDOL: BLP5GX1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Frederick Arnold	Mgmt	For	For
1b	Elect Director Edward J. Bramson	Mgmt	For	For
1c	Elect Director Anna Escobedo Cabral	Mgmt	For	For
1d	Elect Director Larry A. Klane	Mgmt	For	For
1e	Elect Director Michael A. Lawson	Mgmt	For	For
1f	Elect Director Linda A. Mills	Mgmt	For	For
1g	Elect Director Jane J. Thompson	Mgmt	For	For
1h	Elect Director David L. Yowan	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For

Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.

Navient Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Navitas Semiconductor Corporation

Meeting Date: 06/07/2024	Country: USA	Ticker: NVTX
	Meeting Type: Annual	
	Primary ISIN: US63942X1063	Primary SEDOL: BMGMH68

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Richard J. Hendrix	Mgmt	For	For
1.2	Elect Director Gary K. Wunderlich, Jr.	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Ratify Moss Adams LLP as Auditors	Mgmt	For	For

NCR Voyix Corporation

Meeting Date: 05/29/2024	Country: USA	Ticker: VYX
	Meeting Type: Annual	
	Primary ISIN: US62886E1082	Primary SEDOL: 2632650

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director James G. Kelly	Mgmt	For	For
1b	Elect Director David Wilkinson	Mgmt	For	For
1c	Elect Director Catherine L. Burke	Mgmt	For	For
1d	Elect Director Janet Haugen	Mgmt	For	For
1e	Elect Director Irv Henderson	Mgmt	For	For
1f	Elect Director Kirk T. Larsen	Mgmt	For	For
1g	Elect Director Laura Miller	Mgmt	For	For
1h	Elect Director Kevin Reddy	Mgmt	For	For
1i	Elect Director Laura Sen	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: While the company can make some improvements to the compensation structure, such as better disclosure of targets and a greater emphasis on performance based pay, the company has just completed a spin-off and it is reasonable to allow it to find its footing.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

NEC Corp.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 6701

Meeting Type: Annual

Primary ISIN: JP3733000008

Primary SEDOL: 6640400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Christina Ahmadjian	Mgmt	For	For
1.2	Elect Director Oka, Masashi	Mgmt	For	For
1.3	Elect Director Okada, Kyoko	Mgmt	For	For
1.4	Elect Director Mochizuki, Harufumi	Mgmt	For	For
1.5	Elect Director Okada, Joji	Mgmt	For	For
1.6	Elect Director Yamada, Yoshihito	Mgmt	For	For
1.7	Elect Director Sato, Shinjiro	Mgmt	For	For
1.8	Elect Director Nagata, Shiori	Mgmt	For	For
1.9	Elect Director Niino, Takashi	Mgmt	For	For

NEC Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.10	Elect Director Morita, Takayuki	Mgmt	For	For
1.11	Elect Director Fujikawa, Osamu	Mgmt	For	For
1.12	Elect Director Matsukura, Hajime	Mgmt	For	For
1.13	Elect Director Obata, Shinobu	Mgmt	For	For

Nelnet, Inc.

Meeting Date: 05/16/2024

Country: USA

Ticker: NNI

Meeting Type: Annual

Primary ISIN: US64031N1081

Primary SEDOL: 2196190

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Preeta D. Bansal	Mgmt	For	For
1b	Elect Director Michael S. Dunlap	Mgmt	For	Against
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>				
1c	Elect Director Jona M. Van Deun	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
4	Amend Restricted Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Nemetschek SE

Meeting Date: 05/23/2024

Country: Germany

Ticker: NEM

Meeting Type: Annual

Primary ISIN: DE0006452907

Primary SEDOL: 5633962

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt		

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Allocation of Income and Dividends of EUR 0.48 per Share	Mgmt	For	For
3.1	Approve Discharge of Management Board Member Yves Padrines for Fiscal Year 2023	Mgmt	For	For
3.2	Approve Discharge of Management Board Member Louise Ofverstrom for Fiscal Year 2023	Mgmt	For	For
3.3	Approve Discharge of Management Board Member Viktor Varkonyi (until June 30, 2023) for Fiscal Year 2023	Mgmt	For	For
3.4	Approve Discharge of Management Board Member Jon Elliott (until Sep. 5, 2023) for Fiscal Year 2023	Mgmt	For	For
4.1	Approve Discharge of Supervisory Board Member Kurt Dobitsch for Fiscal Year 2023	Mgmt	For	Against
<i>Voter Rationale: The company should reduce director terms and, ideally, introduce annual re-elections, in order to facilitate a more dynamic board refreshment process.</i>				
4.2	Approve Discharge of Supervisory Board Member Bill Krouch for Fiscal Year 2023	Mgmt	For	For
4.3	Approve Discharge of Supervisory Board Member Patricia Geibel-Conrad (until June 30, 2023) for Fiscal Year 2023	Mgmt	For	For
4.4	Approve Discharge of Supervisory Board Member Christine Schoeneweis for Fiscal Year 2023	Mgmt	For	For
4.5	Approve Discharge of Supervisory Board Member Andreas Soeffing for Fiscal Year 2023	Mgmt	For	For
4.6	Approve Discharge of Supervisory Board Member Gernot Strube for Fiscal Year 2023	Mgmt	For	For
4.7	Approve Discharge of Supervisory Board Member Iris Helke (from July 1, 2023) for Fiscal Year 2023	Mgmt	For	For
5	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2024 and for the Review of Interim Financial Statements for the First Half of Fiscal Year 2024	Mgmt	For	For
6	Elect Iris Helke to the Supervisory Board	Mgmt	For	For
<i>Voter Rationale: The company should reduce director terms and, ideally, introduce annual re-elections, in order to facilitate a more dynamic board refreshment process.</i>				
7	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	For
<i>Voter Rationale: .</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Approve Remuneration Report	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns. Companies should consider extending vesting periods for long-term incentive plans to 4 years or longer or as a minimum introduce an additional holding or deferral period.</i></p>				

NeoGenomics, Inc.

Meeting Date: 05/23/2024	Country: USA	Ticker: NEO
	Meeting Type: Annual	
	Primary ISIN: US64049M2098	Primary SEDOL: 2598246

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Lynn A. Tetrault	Mgmt	For	For
<p><i>Voter Rationale: A WITHHOLD vote is warranted for incumbent compensation committee members Lynn Tetrault and Michael Kelly given the committee's failure to demonstrate sufficient responsiveness to last year's low say-on-pay vote results. A vote FOR all other director nominees is warranted.</i></p>				
1b	Elect Director Christopher M. Smith	Mgmt	For	For
1c	Elect Director Alison L. Hannah	Mgmt	For	For
1d	Elect Director Stephen M. Kanovsky	Mgmt	For	For
1e	Elect Director Michael A. Kelly	Mgmt	For	For
1f	Elect Director David B. Perez	Mgmt	For	For
1g	Elect Director Anthony P. Zook	Mgmt	For	For
1h	Elect Director Elizabeth Floegel	Mgmt	For	For
1i	Elect Director Neil Gunn	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				
3	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Meeting Date: 04/18/2024

Country: Switzerland

Ticker: NESN

Meeting Type: Annual

Primary ISIN: CH0038863350

Primary SEDOL: 7123870

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Management Proposals	Mgmt		
1.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
1.2	Approve Remuneration Report	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns.</i></p>				
1.3	Approve Non-Financial Report	Mgmt	For	For
2	Approve Discharge of Board and Senior Management	Mgmt	For	For
3	Approve Allocation of Income and Dividends of CHF 3.00 per Share	Mgmt	For	For
4.1.a	Reelect Paul Bulcke as Director and Board Chair	Mgmt	For	For
<p><i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i></p>				
4.1.b	Reelect Ulf Schneider as Director	Mgmt	For	For
4.1.c	Reelect Renato Fassbind as Director	Mgmt	For	For
4.1.d	Reelect Pablo Isla as Director	Mgmt	For	For
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 40% of the board. Given the recent updates to the board, we will keep this matter under review.</i></p>				
4.1.e	Reelect Patrick Aebischer as Director	Mgmt	For	For
4.1.f	Reelect Dick Boer as Director	Mgmt	For	For
4.1.g	Reelect Dinesh Paliwal as Director	Mgmt	For	For
4.1.h	Reelect Hanne Jimenez de Mora as Director	Mgmt	For	For
4.1.i	Reelect Lindiwe Sibanda as Director	Mgmt	For	For
4.1.j	Reelect Chris Leong as Director	Mgmt	For	For
4.1.k	Reelect Luca Maestri as Director	Mgmt	For	For
4.1.l	Reelect Rainer Blair as Director	Mgmt	For	For
4.1.m	Reelect Marie-Gabrielle Ineichen-Fleisch as Director	Mgmt	For	For
4.2	Elect Geraldine Matchett as Director	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.3.1	Reappoint Dick Boer as Member of the Compensation Committee	Mgmt	For	Against
<i>Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.</i>				
4.3.2	Reappoint Patrick Aebischer as Member of the Compensation Committee	Mgmt	For	For
4.3.3	Reappoint Pablo Isla as Member of the Compensation Committee	Mgmt	For	For
4.3.4	Reappoint Dinesh Paliwal 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 80 Million	Mgmt	For	For
6	Approve CHF 5 Million Reduction in Share Capital as Part of the Share Buyback Program via Cancellation of Repurchased Shares	Mgmt	For	For
	Shareholder Proposal	Mgmt		
7	Report on Non-Financial Matters Regarding Sales of Healthier and Less Healthy Foods	SH	Against	Against
	Management Proposal	Mgmt		
8	Transact Other Business (Voting)	Mgmt	Against	Against
<i>Voter Rationale: Any Other Business' should not be a voting item.</i>				

Net One Systems Co., Ltd.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 7518

Meeting Type: Annual

Primary ISIN: JP3758200004

Primary SEDOL: 6036548

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 Takeshita, Takafumi	Mgmt	For	For
2.2	Elect Director Tanaka, Takuya	Mgmt	For	For
2.3	Elect Director Ito, Maya	Mgmt	For	For
2.4	Elect Director Wada, Masayoshi	Mgmt	For	For

Net One Systems Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.5	Elect Director Umino, Shinobu	Mgmt	For	For
2.6	Elect Director Uehara, Yuka	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Noguchi, Kazuhiro	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Kiuchi, Mitsuru	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
3.3	Elect Director and Audit Committee Member Iizuka, Sachiko	Mgmt	For	For

NetEase, Inc.

Meeting Date: 06/26/2024

Country: Cayman Islands

Ticker: 9999

Meeting Type: Annual

Primary ISIN: KYG6427A1022

Primary SEDOL: BM93SF4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect William Lei Ding as Director	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1b	Elect Alice Yu-Fen Cheng as Director	Mgmt	For	Against
<i>Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
1c	Elect Grace Hui Tang as Director	Mgmt	For	Against
<i>Voter Rationale: The Company should disclose a detailed record of the proxy voting results from the last annual meeting, especially the results of director election, and allows shareholders to assess significant opposition to specific resolutions</i>				
1d	Elect Joseph Tze Kay Tong as Director	Mgmt	For	Against
<i>Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
1e	Elect Michael Man Kit Leung as Director	Mgmt	For	Against
<i>Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.</i>				
2	Ratify Appointment of PricewaterhouseCoopers Zhong Tian LLP and PricewaterhouseCoopers as Auditors	Mgmt	For	Against
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Meeting Date: 06/06/2024

Country: USA

Ticker: NFLX

Meeting Type: Annual

Primary ISIN: US64110L1061

Primary SEDOL: 2857817

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Richard N. Barton	Mgmt	For	For
1b	Elect Director Mathias Dopfner	Mgmt	For	For
1c	Elect Director Reed Hastings	Mgmt	For	For
1d	Elect Director Jay C. Hoag	Mgmt	For	For
1e	Elect Director Greg Peters	Mgmt	For	For
1f	Elect Director Susan E. Rice	Mgmt	For	For
1g	Elect Director Ted Sarandos	Mgmt	For	For
1h	Elect Director Bradford L. Smith	Mgmt	For	For
1i	Elect Director Anne M. Sweeney	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
4	Report on Use of Artificial Intelligence	SH	Against	For
<i>Voter Rationale: Shareholders would benefit from further transparency on the company's approach to Responsible AI including the framework and principles it aligns with, its AI governance process and its use of AI.</i>				
5	Establish Committee on Corporate Sustainability	SH	Against	Against
<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>				
6	Amend Director Election Resignation Bylaw	SH	Against	Against
<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>				
7	Amend Code of Ethics and Report on Board Compliance with the Amended Code	SH	Against	Against
<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>				
8	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For
<i>Voter Rationale: Holders of significant share capital should be entitled to call a special meeting. A total holding requirement of 15% is a suitable threshold to prevent abuse.</i>				

NetSTREIT Corp.

Meeting Date: 05/16/2024

Country: USA

Ticker: NTST

Meeting Type: Annual

Primary ISIN: US64119V3033

Primary SEDOL: BMFLYL0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mark Manheimer	Mgmt	For	For
1b	Elect Director Todd Minnis	Mgmt	For	For
1c	Elect Director Michael Christodolou	Mgmt	For	For
1d	Elect Director Heidi Everett	Mgmt	For	For
1e	Elect Director Matthew Troxell	Mgmt	For	For
1f	Elect Director Lori Wittman	Mgmt	For	For
1g	Elect Director Robin Zeigler	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Neuren Pharmaceuticals Limited

Meeting Date: 05/28/2024

Country: New Zealand

Ticker: NEU

Meeting Type: Annual

Primary ISIN: NZNEUE0001S8

Primary SEDOL: B04LVF0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Patrick Davies as Director	Mgmt	For	Against
	<i>Voter Rationale: The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s).</i>			
2	Authorize Board to Fix Remuneration of the Auditors	Mgmt	For	For

Neurocrine Biosciences, Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: NBIX

Meeting Type: Annual

Primary ISIN: US64125C1099

Primary SEDOL: 2623911

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director William H. Rastetter	Mgmt	For	Withhold

Neurocrine Biosciences, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	<i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>			
1.2	Elect Director George J. Morrow	Mgmt	For	For
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>			
1.3	Elect Director Leslie V. Norwalk	Mgmt	For	For
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>			
1.4	Elect Director Christine A. Poon	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: The majority of annual bonus incentives should be quantitative. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>			
3	Amend Omnibus Stock Plan	Mgmt	For	For
	<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>			
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>			

New Fortress Energy Inc.

Meeting Date: 06/11/2024

Country: USA

Ticker: NFE

Meeting Type: Annual

Primary ISIN: US6443931000

Primary SEDOL: BH3Z4P3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David J. Grain	Mgmt	For	For
1.2	Elect Director C. William Griffin	Mgmt	For	For
1.3	Elect Director Timothy W. Jay	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

New York Community Bancorp, Inc.

Meeting Date: 06/05/2024

Country: USA

Ticker: NYCB

Meeting Type: Annual

Primary ISIN: US6494451031

Primary SEDOL: 2711656

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Milton Berlinski	Mgmt	For	For
1b	Elect Director Alan Frank	Mgmt	For	For
1c	Elect Director Jennifer R. Whip	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
4	Increase Authorized Common Stock	Mgmt	For	For
5	Approve Reverse Stock Split	Mgmt	For	For
6	Amend Certificate of Incorporation to Limit the Voting Rights of Shares Beneficially Owned in Excess of 10% of the Outstanding Voting Stock	Mgmt	For	For
7	Approve Issuance of Common Shares Upon Conversion of Preferred Shares	Mgmt	For	For
8	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
9	Eliminate Supermajority Vote Requirement	Mgmt	For	For
<i>Voter Rationale: Board efforts to reduce supermajority provisions are appreciated, as they create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				
10	Adopt Simple Majority Vote	SH	Against	For
<i>Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				
11	Adjourn Meeting	Mgmt	For	For

NewMarket Corporation

Meeting Date: 04/25/2024

Country: USA

Ticker: NEU

Meeting Type: Annual

Primary ISIN: US6515871076

Primary SEDOL: B01CGF1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mark M. Gambill	Mgmt	For	For
1.2	Elect Director Bruce C. Gottwald	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1.3	Elect Director Thomas E. Gottwald	Mgmt	For	For
1.4	Elect Director H. Hiter Harris, III	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1.5	Elect Director James E. Rogers	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1.6	Elect Director Lilo S. Ukrop	Mgmt	For	For
1.7	Elect Director Ting Xu	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Newmont Corporation

Meeting Date: 04/24/2024

Country: USA

Ticker: NEM

Meeting Type: Annual

Primary ISIN: US6516391066

Primary SEDOL: 2636607

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Philip Aiken	Mgmt	For	For
1.2	Elect Director Gregory H. Boyce	Mgmt	For	For
1.3	Elect Director Bruce R. Brook	Mgmt	For	For
1.4	Elect Director Maura J. Clark	Mgmt	For	For
1.5	Elect Director Emma FitzGerald	Mgmt	For	For
1.6	Elect Director Sally-Anne Layman	Mgmt	For	For

Newmont Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Jose Manuel Madero	Mgmt	For	For
1.8	Elect Director Rene Medori	Mgmt	For	For
1.9	Elect Director Jane Nelson	Mgmt	For	For
1.10	Elect Director Thomas R. Palmer	Mgmt	For	For
1.11	Elect Director Julio M. Quintana	Mgmt	For	For
1.12	Elect Director Susan N. Story	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
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Nexi SpA

Meeting Date: 04/30/2024

Country: Italy

Ticker: NEXI

Meeting Type: Annual/Special

Primary ISIN: IT0005366767

Primary SEDOL: BJ1F880

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
2a	Approve Remuneration Policy	Mgmt	For	Against
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Severance payments should not exceed two year's pay. Larger severance packages should be subject to a separate shareholder approval. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>			
2b	Approve Second Section of the Remuneration Report	Mgmt	For	Against
	<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. We also have concerns regarding a pay for performance disconnect given CEO total compensation remains significantly higher than peers while there has been share price underperformance.</i>			
3	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For

Voter Rationale: While the company does not disclose the maximum number of shares eligible for repurchase, it does disclose that the maximum disbursement limit is EUR 500 million. At current share price, that amounts to approximately 6.9%.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Elect Francesco Casiraghi as Director and Approve Director's Remuneration	Mgmt	For	For
	Extraordinary Business	Mgmt		
1	Authorize Cancellation of Treasury Shares without Reduction of Share Capital	Mgmt	For	For

Voter Rationale: While the company does not disclose the maximum number of shares eligible for repurchase, it does disclose that the maximum disbursement limit is EUR 500 million. At current share price, that amounts to approximately 6.9%.

Nexstar Media Group, Inc.

Meeting Date: 06/18/2024 **Country:** USA **Ticker:** NXST
Meeting Type: Annual **Primary ISIN:** US65336K1034 **Primary SEDOL:** 2949758

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Perry A. Sook	Mgmt	For	For
1.2	Elect Director Geoff Armstrong	Mgmt	For	For
<i>Voter Rationale: While we note the average board tenure at the company significantly exceeds the market average, the company has recently undergone board refreshment. We will continue to monitor this.</i>				
1.3	Elect Director Bernadette S. Aulestia	Mgmt	For	For
1.4	Elect Director Dennis J. FitzSimons	Mgmt	For	For
1.5	Elect Director Jay M. Grossman	Mgmt	For	For
<i>Voter Rationale: While we note the average board tenure at the company significantly exceeds the market average, the company has recently undergone board refreshment. We will continue to monitor this.</i>				
1.6	Elect Director C. Thomas McMillen	Mgmt	For	For
<i>Voter Rationale: While we would like to see the company increase its board gender diversity, we note the board has recently undergone refreshment, adding an additional racially diverse director. We will continue to monitor this.</i>				
1.7	Elect Director Lisbeth McNabb	Mgmt	For	For
1.8	Elect Director John R. Muse	Mgmt	For	For
1.9	Elect Director Tony Wells	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: While we appreciate that the company outperformed its peer group, the compensation program does not have a cap on equity incentives where TSR is negative, which has led to a large increase in CEO compensation despite overall negative stock performance. This concern is exacerbated by the one-year performance period used for the TSR assessment. We encourage the company to implement a cap when TSR is negative and to increase the performance period to three years, both of which better align with long-term shareholder experience.</i>				

NextEra Energy Partners, LP

Meeting Date: 04/22/2024

Country: USA

Ticker: NEP

Meeting Type: Annual

Primary ISIN: US65341B1061

Primary SEDOL: BNGY4Q0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Susan D. Austin	Mgmt	For	For
1b	Elect Director Robert J. Byrne	Mgmt	For	For
1c	Elect Director John W. Ketchum	Mgmt	For	For
<i>Voter Rationale: The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s).</i>				
1d	Elect Director Peter H. Kind	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: Companies should provide sufficient information on directors standing for election well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
4	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

NextEra Energy, Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: NEE

Meeting Type: Annual

Primary ISIN: US65339F1012

Primary SEDOL: 2328915

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Nicole S. Arnaboldi	Mgmt	For	For
1b	Elect Director James L. Camaren	Mgmt	For	For
1c	Elect Director Naren K. Gursahaney	Mgmt	For	For
1d	Elect Director Kirk S. Hachigian	Mgmt	For	For
1e	Elect Director Maria G. Henry	Mgmt	For	For
1f	Elect Director John W. Ketchum	Mgmt	For	For
1g	Elect Director Amy B. Lane	Mgmt	For	For
1h	Elect Director David L. Porges	Mgmt	For	For
1i	Elect Director Deborah L. "Dev" Stahlkopf	Mgmt	For	For
1j	Elect Director John A. Stall	Mgmt	For	For

NextEra Energy, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1k	Elect Director Darryl L. Wilson	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Disclose Board Skills and Diversity Matrix	SH	Against	For
<i>Voter Rationale: On balance, shareholders may benefit from additional disclosure regarding this matter.</i>				
5	Report on Climate Lobbying	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				

Nexus Industrial REIT

Meeting Date: 05/14/2024

Country: Canada

Ticker: NXR.UN

Meeting Type: Annual

Primary ISIN: CA65344U1012

Primary SEDOL: BNC3CQ7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Trustee Floriana Cipollone	Mgmt	For	For
1B	Elect Trustee Bradley (Brad) Cutsey	Mgmt	For	For
1C	Elect Trustee Justine Delisle	Mgmt	For	For
1D	Elect Trustee Louie DiNunzio	Mgmt	For	For
<i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
1E	Elect Trustee Kelly C. Hanczyk	Mgmt	For	For
1F	Elect Trustee Ben Rodney	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Trustees to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

NGK Insulators, Ltd.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 5333

Meeting Type: Annual

Primary ISIN: JP3695200000

Primary SEDOL: 6619507

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 25	Mgmt	For	For
2.1	Elect Director Oshima, Taku	Mgmt	For	For
2.2	Elect Director Kobayashi, Shigeru	Mgmt	For	For
2.3	Elect Director Niwa, Chiaki	Mgmt	For	For
2.4	Elect Director Iwasaki, Ryohei	Mgmt	For	For
2.5	Elect Director Shindo, Hideaki	Mgmt	For	For
2.6	Elect Director Inagaki, Mayumi	Mgmt	For	For
2.7	Elect Director Hamada, Emiko	Mgmt	For	For
2.8	Elect Director Sakuma, Hiroshi	Mgmt	For	For
2.9	Elect Director Kawakami, Noriko	Mgmt	For	For
2.10	Elect Director Miyamoto, Kengo	Mgmt	For	For

Nicolet Bankshares, Inc.

Meeting Date: 05/20/2024

Country: USA

Ticker: NIC

Meeting Type: Annual

Primary ISIN: US65406E1029

Primary SEDOL: 2012865

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Marcia M. Anderson	Mgmt	For	For
1.2	Elect Director Robert B. Atwell	Mgmt	For	For
1.3	Elect Director Hector Colon	Mgmt	For	For
1.4	Elect Director Michael E. Daniels	Mgmt	For	For
1.5	Elect Director Lynn D. Davis	Mgmt	For	For
1.6	Elect Director John N. Dykema	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.7	Elect Director Christopher J. Ghidorzi	Mgmt	For	For
1.8	Elect Director Andrew F. Hetzel, Jr.	Mgmt	For	For
1.9	Elect Director Brenda L. Johnson	Mgmt	For	For

Nicolet Bankshares, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.10	Elect Director Donald J. Long, Jr.	Mgmt	For	For
1.11	Elect Director Dustin J. McClone	Mgmt	For	For
1.12	Elect Director Susan L. Merkatoris	Mgmt	For	For
1.13	Elect Director Oliver Pierce Smith	Mgmt	For	For
1.14	Elect Director Glen E. Tellock	Mgmt	For	For
1.15	Elect Director Robert J. Weyers	Mgmt	For	For
2	Ratify FORVIS, LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

NIDEC Corp.

Meeting Date: 06/18/2024

Country: Japan

Ticker: 6594

Meeting Type: Annual

Primary ISIN: JP3734800000

Primary SEDOL: 6640682

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Clarify Director Authority on Shareholder Meetings - Amend Provisions on Director Titles - Clarify Director Authority on Board Meetings	Mgmt	For	For
2.1	Elect Director Nagamori, Shigenobu	Mgmt	For	For
2.2	Elect Director Kishida, Mitsuya	Mgmt	For	For
2.3	Elect Director Kobe, Hiroshi	Mgmt	For	For
2.4	Elect Director Sato, Shinichi	Mgmt	For	For
2.5	Elect Director Komatsu, Yayoi	Mgmt	For	For
2.6	Elect Director Sakai, Takako	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Murakami, Kazuya	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
3.2	Elect Director and Audit Committee Member Ochiai, Hiroyuki	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
3.3	Elect Director and Audit Committee Member Yamada, Aya	Mgmt	For	For

NIDEC Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.4	Elect Director and Audit Committee Member Umeda, Kunio	Mgmt	For	For
4	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

Nien Made Enterprise Co., Ltd.

Meeting Date: 06/18/2024

Country: Taiwan

Ticker: 8464

Meeting Type: Annual

Primary ISIN: TW0008464009

Primary SEDOL: BSZLN15

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Business Operations Report and Financial Statements	Mgmt	For	For
<i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.</i>				
2	Approve Plan on Profit Distribution	Mgmt	For	For

Nifco, Inc.

Meeting Date: 06/20/2024

Country: Japan

Ticker: 7988

Meeting Type: Annual

Primary ISIN: JP3756200006

Primary SEDOL: 6639163

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 32	Mgmt	For	For
2.1	Elect Director Shibao, Masaharu	Mgmt	For	For
2.2	Elect Director Yauchi, Toshiki	Mgmt	For	For
2.3	Elect Director Nonogaki, Yoshiko	Mgmt	For	For
2.4	Elect Director Abe, Masayuki	Mgmt	For	For
2.5	Elect Director Kometani, Yoshio	Mgmt	For	For
3	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

Nihon M&A Center Holdings Inc.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 2127

Meeting Type: Annual

Primary ISIN: JP3689050007

Primary SEDOL: B1DN466

Nihon M&A Center Holdings Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 12	Mgmt	For	For
2.1	Elect Director Miyake, Suguru	Mgmt	For	For
2.2	Elect Director Naraki, Takamaro	Mgmt	For	For
2.3	Elect Director Otsuki, Masahiko	Mgmt	For	For
2.4	Elect Director Takeuchi, Naoki	Mgmt	For	For
2.5	Elect Director Takeda, Yasuhiro	Mgmt	For	For
2.6	Elect Director Mori, Tokihiko	Mgmt	For	For
2.7	Elect Director Takeuchi, Minako	Mgmt	For	For
2.8	Elect Director Nishikido, Keiichi	Mgmt	For	For
2.9	Elect Director Osato, Mariko	Mgmt	For	For
2.10	Elect Director Shimizu, Takao	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Hirayama, Iwao	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
3.2	Elect Director and Audit Committee Member Yamada, Yoshinori	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Matsunaga, Takayuki	Mgmt	For	For
4	Elect Alternate Director and Audit Committee Member Nakano, Kiyofumi	Mgmt	For	For
5	Approve Restricted Stock Plan	Mgmt	For	Against
<i>Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.</i>				

NIKKON Holdings Co., Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 9072

Meeting Type: Annual

Primary ISIN: JP3709600005

Primary SEDOL: 6642202

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kuroiwa, Masakatsu	Mgmt	For	For
1.2	Elect Director Ooka, Seiji	Mgmt	For	For
1.3	Elect Director Matsuda, Yasunori	Mgmt	For	For
1.4	Elect Director Motohashi, Hidehiro	Mgmt	For	For

NIKKON Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director Yamada, Kioi	Mgmt	For	For
1.6	Elect Director Koma, Aiko	Mgmt	For	For
1.7	Elect Director Ozeki, Ryutaro	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Okuda, Tetsuya	Mgmt	For	For
2.2	Elect Director and Audit Committee Member Kawasaki, Hideki	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
2.3	Elect Director and Audit Committee Member Takeda, Kanako	Mgmt	For	For

Nikola Corporation

Meeting Date: 06/05/2024

Country: USA

Ticker: NKLA

Meeting Type: Annual

Primary ISIN: US6541101050

Primary SEDOL: BMBM6H7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Stephen J. Girsky	Mgmt	For	For
1.2	Elect Director Michael L. Mansuetti	Mgmt	For	For
1.3	Elect Director Jonathan M. Pertchik	Mgmt	For	For
1.4	Elect Director Mary L. Petrovich	Mgmt	For	For
1.5	Elect Director Steven M. Shindler	Mgmt	For	For
1.6	Elect Director Bruce L. Smith	Mgmt	For	For
1.7	Elect Director Carla M. Tully	Mgmt	For	For
1.8	Elect Director John C. Vesco	Mgmt	For	For
1.9	Elect Director Andrew M. Vesey	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i>				
2a	Approve Reverse Stock Split	Mgmt	For	For
2b	Reduce Authorized Common Stock	Mgmt	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	Against

*Voter Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The plan cost is excessive; * The three-year average burn rate is excessive; * The estimated duration of available and proposed shares exceeds six years; * The disclosure of change-in-control ("CIC") vesting treatment is incomplete (or is otherwise considered discretionary); * The plan permits liberal recycling of shares; and * The plan allows broad discretion to accelerate vesting.*

Nikola Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: A vote AGAINST this proposal is warranted. While the NEOs' FY23 annual-cycle equity awards were entirely performance based, the CEO's equity value was exceedingly large compared to CEO peers – and on the backdrop of sustained shareholder losses. Additionally, concerns are noted about the CEO's outsized base salary, and the lack of a cap on equity awards in the event of negative TSR.</i></p>				
5	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For

Nikon Corp.

Meeting Date: 06/24/2024 **Country:** Japan **Ticker:** 7731
Meeting Type: Annual **Primary ISIN:** JP3657400002 **Primary SEDOL:** 6642321

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 Change Location of Head Office - Clarify Director Authority on Shareholder Meetings	Mgmt	For	For
3.1	Elect Director Umatate, Toshikazu	Mgmt	For	For
3.2	Elect Director Tokunari, Muneaki	Mgmt	For	For
3.3	Elect Director Omura, Yasuhiro	Mgmt	For	For
3.4	Elect Director Hiruta, Shiro	Mgmt	For	For
3.5	Elect Director Sumita, Makoto	Mgmt	For	For
3.6	Elect Director Tatsuoka, Tsuneyoshi	Mgmt	For	For
4.1	Elect Director and Audit Committee Member Kikuchi, Seiji	Mgmt	For	Against
<p><i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i></p>				
4.2	Elect Director and Audit Committee Member Murayama, Shigeru	Mgmt	For	For
4.3	Elect Director and Audit Committee Member Yamagami, Asako	Mgmt	For	For
5	Approve Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For

Nintendo Co., Ltd.

Meeting Date: 06/27/2024 **Country:** Japan **Ticker:** 7974
Meeting Type: Annual **Primary ISIN:** JP3756600007 **Primary SEDOL:** 6639550

Nintendo Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 131	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 Shibata, Satoru	Mgmt	For	For
2.5	Elect Director Shiota, Ko	Mgmt	For	For
2.6	Elect Director Beppu, Yusuke	Mgmt	For	For
2.7	Elect Director Chris Meledandri	Mgmt	For	For
2.8	Elect Director Miyoko Demay	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Yoshimura, Takuya	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Umeyama, Katsuhiko	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Shinkawa, Asa	Mgmt	For	For
3.4	Elect Director and Audit Committee Member Osawa, Eiko	Mgmt	For	For
3.5	Elect Director and Audit Committee Member Akashi, Keiko	Mgmt	For	For
4	Approve Fixed Cash Compensation Ceiling and Performance-Based Cash Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For

Nippon Pillar Packing Co., Ltd.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 6490

Meeting Type: Annual

Primary ISIN: JP3747800005

Primary SEDOL: 6641135

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 99	Mgmt	For	For
2	Amend Articles to Change Company Name - Amend Business Lines	Mgmt	For	For
3.1	Elect Director Iwanami, Kiyohisa	Mgmt	For	Abstain

Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.

Nippon Pillar Packing Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.2	Elect Director Iwanami, Yoshinobu	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
3.3	Elect Director Hoshikawa, Ikuo	Mgmt	For	For
3.4	Elect Director Shukunami, Katsuhiko	Mgmt	For	For
3.5	Elect Director Suzuki, Yoshinori	Mgmt	For	For
3.6	Elect Director Komamura, Junichi	Mgmt	For	For
4	Elect Director and Audit Committee Member Yoshida, Tomonobu	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				

Nippon Sanso Holdings Corp.

Meeting Date: 06/19/2024

Country: Japan

Ticker: 4091

Meeting Type: Annual

Primary ISIN: JP3711600001

Primary SEDOL: 6640541

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 24	Mgmt	For	For
2.1	Elect Director Hamada, Toshihiko	Mgmt	For	For
2.2	Elect Director Nagata, Kenji	Mgmt	For	For
2.3	Elect Director Thomas Scott Kallman	Mgmt	For	For
2.4	Elect Director Raoul Giudici	Mgmt	For	For
2.5	Elect Director Hara, Miri	Mgmt	For	For
2.6	Elect Director Nagasawa, Katsumi	Mgmt	For	For
2.7	Elect Director Miyatake, Masako	Mgmt	For	For
2.8	Elect Director Nakajima, Hideo	Mgmt	For	For
2.9	Elect Director Yamaji, Katsuhito	Mgmt	For	For
3.1	Appoint Statutory Auditor Akashi, Kentaro	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.2	Appoint Statutory Auditor Ichiya, Kohei	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				

Nippon Shinyaku Co., Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 4516

Meeting Type: Annual

Primary ISIN: JP3717600005

Primary SEDOL: 6640563

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 62	Mgmt	For	For
2.1	Elect Director Maekawa, Shigenobu	Mgmt	For	For
2.2	Elect Director Nakai, Toru	Mgmt	For	For
2.3	Elect Director Sano, Shozo	Mgmt	For	For
2.4	Elect Director Takaya, Takashi	Mgmt	For	For
2.5	Elect Director Edamitsu, Takanori	Mgmt	For	For
2.6	Elect Director Takagaki, Kazuchika	Mgmt	For	For
2.7	Elect Director Ishizawa, Hitoshi	Mgmt	For	For
2.8	Elect Director Kimura, Hitomi	Mgmt	For	For
2.9	Elect Director Sakurai, Miyuki	Mgmt	For	For
2.10	Elect Director Wada, Yoshinao	Mgmt	For	For
2.11	Elect Director Kobayashi, Yukari	Mgmt	For	For
2.12	Elect Director Nishi, Mayumi	Mgmt	For	For
3.1	Appoint Statutory Auditor Doi, Eriko	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.2	Appoint Statutory Auditor Chaki, Mariko	Mgmt	For	For
4	Approve Restricted Stock Plan	Mgmt	For	For

NIPPON STEEL CORP.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 5401

Meeting Type: Annual

Primary ISIN: JP3381000003

Primary SEDOL: 6642569

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 Hashimoto, Eiji	Mgmt	For	For
2.2	Elect Director Imai, Tadashi	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.3	Elect Director Mori, Takahiro	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.4	Elect Director Sato, Naoki	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.5	Elect Director Hirose, Takashi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.6	Elect Director Fukuda, Kazuhisa	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.7	Elect Director Funakoshi, Hirofumi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.8	Elect Director Minato, Hiroyuki	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.9	Elect Director Tomita, Tetsuro	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.10	Elect Director Urano, Kuniko	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Shinkai, Kazumasa	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>			
3.2	Elect Director and Audit Committee Member Sogo, Eiji	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>			
3.3	Elect Director and Audit Committee Member Hiramatsu, Kenji	Mgmt	For	For
3.4	Elect Director and Audit Committee Member Sekine, Aiko	Mgmt	For	For
3.5	Elect Director and Audit Committee Member Takeuchi, Sumiko	Mgmt	For	For
4	Approve Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For
5	Approve Compensation Ceiling for Directors Who Are Audit Committee Members	Mgmt	For	For
6	Amend Articles to Set and Disclose Greenhouse Gas Emission Reduction Targets Aligned with Goals of Paris Agreement	SH	Against	Against

NIPPON STEEL CORP.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Amend Articles to Introduce Executive Compensation System Linked to Greenhouse Gas Emission Reduction Target and Disclose How Compensation Policy Contributes to Achievement of the Target	SH	Against	For
<p><i>Voter Rationale: A vote FOR this shareholder proposal is recommended because: * In spite of its leading role in Japan's steel industry and its influence on the global warming, NIPPON STEEL currently does not have executive compensation system in place, which explicitly factors in the company's environmental performance in determining compensation for executives.</i></p>				
8	Amend Articles to Report on Corporate Climate Lobbying	SH	Against	For
<p><i>Voter Rationale: A vote FOR this shareholder proposal is recommended because: * The company provides insufficient information about its lobbying activities and how the company assesses its trade association partners' lobbying activities vis-a-vis Paris Agreement goals and steps it would take when significant misalignment is found. This information could help reduce the risk of the company supporting organizations at cross purposes to its goals.</i></p>				

Nippon Telegraph & Telephone Corp.

Meeting Date: 06/20/2024	Country: Japan	Ticker: 9432
	Meeting Type: Annual	
	Primary ISIN: JP3735400008	Primary SEDOL: 6641373

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 2.6	Mgmt	For	For
2.1	Elect Director Sawada, Jun	Mgmt	For	For
2.2	Elect Director Shimada, Akira	Mgmt	For	Against
<p><i>Voter Rationale: We have concerns regarding oversight at the company given the significant period of time leaked customer data occurred, concerns that are exacerbated by an investigation in 2022 that found no issues. While the resignation of NTT West Masaaki Moribayashi is a step in the right direction, we are also holding this director, who served as a director at NTT West from 2012 to 2018, accountable.</i></p>				
2.3	Elect Director Kawazoe, Katsuhiko	Mgmt	For	For
2.4	Elect Director Hiroi, Takashi	Mgmt	For	For
2.5	Elect Director Onishi, Sachiko	Mgmt	For	For
2.6	Elect Director Sakamura, Ken	Mgmt	For	For
2.7	Elect Director Uchinaga, Yukako	Mgmt	For	For
2.8	Elect Director Watanabe, Koichiro	Mgmt	For	For
2.9	Elect Director Endo, Noriko	Mgmt	For	For
2.10	Elect Director Takei, Natsuko	Mgmt	For	For
3	Appoint Shareholder Director Nominee Maeda, Tomoki	SH	Against	Against
<p><i>Voter Rationale: The proponent fails to present a compelling case specifically explaining why a change to the board is needed.</i></p>				

Nippon Television Holdings, Inc.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 9404

Meeting Type: Annual

Primary ISIN: JP3732200005

Primary SEDOL: 6644060

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Allow Virtual Only Shareholder Meetings	Mgmt	For	Against
<i>Voter Rationale: In-person shareholder meetings enable essential scrutiny of boards and management. There should be an annual physical meeting of the shareholders, and all the directors of the company should attend.</i>				
2	Amend Articles to Allow Distribution of Dividends to Foreign Shareholders and Other Shareholders, Who Are Not Listed on Shareholders' Registry	Mgmt	For	For
3	Approve Allocation of Income, With a Final Dividend of JPY 30	Mgmt	For	For
4.1	Elect Director Yamaguchi, Toshikazu	Mgmt	For	For
4.2	Elect Director Sugiyama, Yoshikuni	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance. The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Given the recent updates to the board, we will keep this matter under review.</i>				
4.3	Elect Director Ishizawa, Akira	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance. The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Given the recent updates to the board, we will keep this matter under review.</i>				
4.4	Elect Director Fukuda, Hiroyuki	Mgmt	For	For
4.5	Elect Director Watanabe, Tsuneo	Mgmt	For	For
4.6	Elect Director Sato, Ken	Mgmt	For	For
4.7	Elect Director Kakizoe, Tadao	Mgmt	For	For
4.8	Elect Director Manago, Yasushi	Mgmt	For	For
4.9	Elect Director Katsu, Eijiro	Mgmt	For	For
4.10	Elect Director Komoda, Masanobu	Mgmt	For	For
4.11	Elect Director Suwa, Takako	Mgmt	For	For
5	Appoint Statutory Auditor Matsuda, Yozo	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
6	Appoint Alternate Statutory Auditor Yoshida, Makoto	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
7	Appoint Ernst & Young ShinNihon LLC as New External Audit Firm	Mgmt	For	For

Nippon Yusen KK

Meeting Date: 06/19/2024

Country: Japan

Ticker: 9101

Meeting Type: Annual

Primary ISIN: JP3753000003

Primary SEDOL: 6643960

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 Nagasawa, Hitoshi	Mgmt	For	For
2.2	Elect Director Soga, Takaya	Mgmt	For	For
2.3	Elect Director Kono, Akira	Mgmt	For	For
2.4	Elect Director Higurashi, Yutaka	Mgmt	For	For
2.5	Elect Director Tanabe, Eiichi	Mgmt	For	For
2.6	Elect Director Kanehara, Nobukatsu	Mgmt	For	For
2.7	Elect Director Shisai, Satoko	Mgmt	For	For

Nipro Corp.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 8086

Meeting Type: Annual

Primary ISIN: JP3673600007

Primary SEDOL: 6641599

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	Amend Articles to Reduce Directors' Term	Mgmt	For	For
3.1	Elect Director Sano, Yoshihiko	Mgmt	For	For
<i>Voter Rationale: To ensure the effectiveness of the board, the board should include between 5 and 15 directors.</i>				
3.2	Elect Director Yoshioka, Kiyotaka	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.3	Elect Director Yamazaki, Tsuyoshi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.4	Elect Director Yogo, Takehito	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.5	Elect Director Masuda, Toshiaki	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				

Nipro Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.6	Elect Director Kobayashi, Kyoetsu	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
3.7	Elect Director Minora, Kimihito	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
3.8	Elect Director Sano, Kazuhiko	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
3.9	Elect Director Nishida, Kenichi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
3.10	Elect Director Oyama, Yasushi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
3.11	Elect Director Nakamura, Hideto	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
3.12	Elect Director Yoshida, Toyoshi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
3.13	Elect Director Tanaka, Yoshiko	Mgmt	For	For
3.14	Elect Director Shimamori, Yoshiko	Mgmt	For	For
3.15	Elect Director Hattori, Toshiaki	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
3.16	Elect Director Yoshimori, Toshikazu	Mgmt	For	For
3.17	Elect Director Imaizumi, Yasuhiko	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
3.18	Elect Director Kushida, Yuka	Mgmt	For	For
4	Appoint Alternate Statutory Auditor Sano, Motoaki	Mgmt	For	For

Nishimatsu Construction Co., Ltd.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 1820

Meeting Type: Annual

Primary ISIN: JP3659200004

Primary SEDOL: 6640983

Nishimatsu Construction Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 140	Mgmt	For	For
2.1	Elect Director Takase, Nobutoshi	Mgmt	For	For
2.2	Elect Director Hosokawa, Masakazu	Mgmt	For	For
2.3	Elect Director Isshiki, Makoto	Mgmt	For	For
2.4	Elect Director Kono, Yuichi	Mgmt	For	For
2.5	Elect Director Sawai, Yoshiyuki	Mgmt	For	For
2.6	Elect Director Hamada, Kazutoyo	Mgmt	For	For
2.7	Elect Director Matsuzaka, Hidetaka	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Kawano, Hideyuki	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Kubo, Toshihiro	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Oshita, Hajime	Mgmt	For	For

Nishi-Nippon Financial Holdings, Inc.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 7189

Meeting Type: Annual

Primary ISIN: JP3658850007

Primary SEDOL: BD57ZM3

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 Tanigawa, Hiromichi	Mgmt	For	For
<i>Voter Rationale: The company has disclosed a plan to reduce cross-shareholdings and continues to reduce these strategic holdings each year, which we find positive. We will continue to monitor this.</i>				
2.2	Elect Director Murakami, Hideyuki	Mgmt	For	For
<i>Voter Rationale: The company has disclosed a plan to reduce cross-shareholdings and continues to reduce these strategic holdings each year, which we find positive. We will continue to monitor this.</i>				
2.3	Elect Director Irie, Hiroyuki	Mgmt	For	For
2.4	Elect Director Takeo, Hiroyuki	Mgmt	For	For
2.5	Elect Director Honda, Takashige	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Ito, Tomoko	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Fujioka, Hiroshi	Mgmt	For	For

Nishi-Nippon Financial Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.3	Elect Director and Audit Committee Member Miyamoto, Sachiko	Mgmt	For	For
4	Elect Alternate Director and Audit Committee Member Uchitomi, Makoto	Mgmt	For	For

Nishi-Nippon Railroad Co., Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 9031

Meeting Type: Annual

Primary ISIN: JP3658800002

Primary SEDOL: 6642967

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 22.5	Mgmt	For	For
2.1	Elect Director Kuratomi, Sumio	Mgmt	For	For
2.2	Elect Director Hayashida, Koichi	Mgmt	For	For
2.3	Elect Director Toda, Koichiro	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.4	Elect Director Matsufuji, Satoru	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.5	Elect Director Tsuno, Kikuyo	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.1	Elect Director and Audit Committee Member Nagasao, Tetsuya	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
3.2	Elect Director and Audit Committee Member Kawaharabata, Toru	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Shibato, Takashige	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
3.4	Elect Director and Audit Committee Member Kitamura, Madoka	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
3.5	Elect Director and Audit Committee Member Matsuoka, Kyoko	Mgmt	For	For

Nishi-Nippon Railroad Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Takeover Defense Plan (Poison Pill)	Mgmt	For	Against
<i>Voter Rationale: Where poison pills are adopted, they should be approved by shareholders prior to deployment at least every three years, include independent oversight, and be of a limited duration. The best defence against a take-over is strong management.</i>				

Nissan Chemical Corp.

Meeting Date: 06/26/2024	Country: Japan	Ticker: 4021
	Meeting Type: Annual	
	Primary ISIN: JP3670800006	Primary SEDOL: 6641588

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 94	Mgmt	For	For
2.1	Elect Director Kinoshita, Kojiro	Mgmt	For	For
2.2	Elect Director Yagi, Shinsuke	Mgmt	For	For
2.3	Elect Director Honda, Takashi	Mgmt	For	For
2.4	Elect Director Ishikawa, Motoaki	Mgmt	For	For
2.5	Elect Director Daimon, Hideki	Mgmt	For	For
2.6	Elect Director Matsuoka, Takeshi	Mgmt	For	For
2.7	Elect Director Obayashi, Hidehito	Mgmt	For	For
2.8	Elect Director Kataoka, Kazunori	Mgmt	For	For
2.9	Elect Director Nakagawa, Miyuki	Mgmt	For	For
2.10	Elect Director Takeoka, Yuko	Mgmt	For	For
3	Appoint Statutory Auditor Takahama, Shigeru	Mgmt	For	For

Nissin Foods Holdings Co., Ltd.

Meeting Date: 06/26/2024	Country: Japan	Ticker: 2897
	Meeting Type: Annual	
	Primary ISIN: JP3675600005	Primary SEDOL: 6641760

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 Ando, Koki	Mgmt	For	For

Nissin Foods Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Elect Director Ando, Noritaka	Mgmt	For	For
2.3	Elect Director Yokoyama, Yukio	Mgmt	For	For
2.4	Elect Director Kobayashi, Ken	Mgmt	For	For
2.5	Elect Director Okafuji, Masahiro	Mgmt	For	For
2.6	Elect Director Mizuno, Masato	Mgmt	For	For
2.7	Elect Director Nakagawa, Yukiko	Mgmt	For	For
2.8	Elect Director Sakuraba, Eietsu	Mgmt	For	For
2.9	Elect Director Ogasawara, Yuka	Mgmt	For	For
2.10	Elect Director Yamaguchi, Keiko	Mgmt	For	For
3	Appoint Statutory Auditor Nishikawa, Kyo	Mgmt	For	Against

Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.

Niterra Co., Ltd.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 5334

Meeting Type: Annual

Primary ISIN: JP3738600000

Primary SEDOL: 6619604

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Odo, Shinichi	Mgmt	For	For
1.2	Elect Director Kawai, Takeshi	Mgmt	For	For
1.3	Elect Director Matsui, Toru	Mgmt	For	For
1.4	Elect Director Doi, Miwako	Mgmt	For	For
1.5	Elect Director Takakura, Chiharu	Mgmt	For	For
1.6	Elect Director Mimura, Takayoshi	Mgmt	For	For
1.7	Elect Director Makaya, Hisanori	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Isobe, Kenji	Mgmt	For	For
2.2	Elect Director and Audit Committee Member Nagatomi, Fumiko	Mgmt	For	For
2.3	Elect Director and Audit Committee Member Christina L. Ahmadjian	Mgmt	For	For
2.4	Elect Director and Audit Committee Member Uchiyama, Hideyo	Mgmt	For	For

Nitori Holdings Co., Ltd.

Meeting Date: 06/20/2024

Country: Japan

Ticker: 9843

Meeting Type: Annual

Primary ISIN: JP3756100008

Primary SEDOL: 6644800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nitori, Akio	Mgmt	For	For
1.2	Elect Director Shirai, Toshiyuki	Mgmt	For	For
1.3	Elect Director Sudo, Fumihiro	Mgmt	For	For
1.4	Elect Director Takeda, Masanori	Mgmt	For	For
1.5	Elect Director Abiko, Hiromi	Mgmt	For	For
1.6	Elect Director Okano, Takaaki	Mgmt	For	For
1.7	Elect Director Miyauchi, Yoshihiko	Mgmt	For	For
1.8	Elect Director Yoshizawa, Naoko	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Kubo, Takao	Mgmt	For	For
2.2	Elect Director and Audit Committee Member Izawa, Yoshiyuki	Mgmt	For	For
2.3	Elect Director and Audit Committee Member Ando, Hisayoshi	Mgmt	For	For

Nitto Boseki Co., Ltd.

Meeting Date: 06/20/2024

Country: Japan

Ticker: 3110

Meeting Type: Annual

Primary ISIN: JP3684400009

Primary SEDOL: 6641083

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 32.5	Mgmt	For	For
2.1	Elect Director Tsuji, Yuichi	Mgmt	For	For
2.2	Elect Director Tada, Hiroyuki	Mgmt	For	For
2.3	Elect Director Matsunaga, Takanobu	Mgmt	For	For
2.4	Elect Director Fujishige, Sadayoshi	Mgmt	For	For
2.5	Elect Director Naito, Agasa	Mgmt	For	For
2.6	Elect Director Nakajima, Yasuharu	Mgmt	For	For
2.7	Elect Director Miida, Takeshi	Mgmt	For	For

Nitto Denko Corp.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 6988

Meeting Type: Annual

Primary ISIN: JP3684000007

Primary SEDOL: 6641801

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 130	Mgmt	For	For
2.1	Elect Director Takasaki, Hideo	Mgmt	For	For
2.2	Elect Director Miki, Yosuke	Mgmt	For	For
2.3	Elect Director Iseyama, Yasuhiro	Mgmt	For	For
2.4	Elect Director Owaki, Yasuhito	Mgmt	For	For
2.5	Elect Director Akagi, Tatsuya	Mgmt	For	For
2.6	Elect Director Furuse, Yoichiro	Mgmt	For	For
2.7	Elect Director Wong Lai Yong	Mgmt	For	For
2.8	Elect Director Sawada, Michitaka	Mgmt	For	For
2.9	Elect Director Yamada, Yasuhiro	Mgmt	For	For
2.10	Elect Director Eto, Mariko	Mgmt	For	For
3.1	Appoint Statutory Auditor Sono, Kiyoshi	Mgmt	For	For
3.2	Appoint Statutory Auditor Hattori, Tsuyoki	Mgmt	For	For

NMI Holdings, Inc.

Meeting Date: 05/09/2024

Country: USA

Ticker: NMIH

Meeting Type: Annual

Primary ISIN: US6292093050

Primary SEDOL: BGDW5G5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Bradley M. Shuster	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1.2	Elect Director Adam S. Pollitzer	Mgmt	For	For
1.3	Elect Director Michael Emblar	Mgmt	For	For
1.4	Elect Director John C. Erickson	Mgmt	For	For
1.5	Elect Director Priya Huskins	Mgmt	For	For

NMI Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director Lynn S. McCreary	Mgmt	For	For
1.7	Elect Director Michael Montgomery	Mgmt	For	For
1.8	Elect Director Regina Muehlhauser	Mgmt	For	For
1.9	Elect Director Steven L. Scheid	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
3	Ratify BDO USA, P.C. as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
4	Amend Certificate of Incorporation to Provide for the Exculpation of Certain Officers	Mgmt	For	For

NN Group NV

Meeting Date: 05/24/2024

Country: Netherlands

Ticker: NN

Meeting Type: Annual

Primary ISIN: NL0010773842

Primary SEDOL: BNG8PQ9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Open Meeting	Mgmt		
2	Receive Annual Report	Mgmt		
3	Discussion on Company's Corporate Governance Structure	Mgmt		
4	Approve Remuneration Report	Mgmt	For	For
5.A	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
5.B	Receive Explanation on Company's Dividend Policy	Mgmt		
5.C	Approve Dividends	Mgmt	For	For
6.A	Approve Discharge of Executive Board	Mgmt	For	For
6.B	Approve Discharge of Supervisory Board	Mgmt	For	For
7	Discuss Updated Profile of the Supervisory Board	Mgmt		
8.A	Elect Robert Jenkins to Supervisory Board	Mgmt	For	For
8.B	Elect Koos Timmermans to Supervisory Board	Mgmt	For	For

NN Group NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9.A	Adopt Remuneration Policy for the Executive Board	Mgmt	For	For
9.B	Adopt Remuneration Policy for the Supervisory Board	Mgmt	For	For
10	Grant Board Authority to Issue Shares in the Context of Issuing Contingent Convertible Securities	Mgmt	For	For
11.A1	Grant Board Authority to Issue Ordinary Shares Up To 10 Percent of Issued Capital	Mgmt	For	For
11.A2	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For
11.B	Grant Board Authority to Issue Shares Up To 20 Percent of Issued Capital in Connection with a Rights Issue	Mgmt	For	For
12	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
13	Approve Reduction in Share Capital through Cancellation of Shares	Mgmt	For	For
14	Close Meeting	Mgmt		

NNN REIT, Inc.

Meeting Date: 05/15/2024

Country: USA

Ticker: NNN

Meeting Type: Annual

Primary ISIN: US6374171063

Primary SEDOL: 2211811

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Pamela K. M. Beall	Mgmt	For	For
1b	Elect Director Steven D. Cosler	Mgmt	For	For
1c	Elect Director David M. Fick	Mgmt	For	For
1d	Elect Director Edward J. Fritsch	Mgmt	For	For
1e	Elect Director Elizabeth C. Gulacsy	Mgmt	For	For
1f	Elect Director Kevin B. Habicht	Mgmt	For	For
1g	Elect Director Betsy D. Holden	Mgmt	For	For
1h	Elect Director Stephen A. Horn, Jr.	Mgmt	For	For
1i	Elect Director Kamau O. Witherspoon	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against

Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.

NNN REIT, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Noble Corporation plc

Meeting Date: 05/21/2024	Country: United Kingdom	Ticker: NE
	Meeting Type: Annual	Primary ISIN: GB00BMXNWH07
		Primary SEDOL: BN2QTL0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Director Robert W. Eifler	Mgmt	For	For
2	Elect Director Claus V. Hemmingsen	Mgmt	For	For
3	Elect Director Alan J. Hirshberg	Mgmt	For	For
4	Elect Director Kristin H. Holth	Mgmt	For	For
5	Elect Director H. Keith Jennings	Mgmt	For	For
6	Elect Director Alastair J. Maxwell	Mgmt	For	For
7	Elect Director Ann D. Pickard	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
8	Elect Director Charles M. Sledge	Mgmt	For	For
9	Ratify PricewaterhouseCoopers LLP (US) as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
10	Ratify PricewaterhouseCoopers LLP (UK) as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
11	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
12	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
13	Approve Remuneration Report	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
14	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

NOF Corp.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 4403

Meeting Type: Annual

Primary ISIN: JP3753400005

Primary SEDOL: 6640488

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 58	Mgmt	For	For
2	Amend Articles to Amend Provisions on Number of Directors	Mgmt	For	For
3.1	Elect Director Miyaji, Takeo	Mgmt	For	For
3.2	Elect Director Sawamura, Koji	Mgmt	For	For
3.3	Elect Director Saito, Manabu	Mgmt	For	For
3.4	Elect Director Yamauchi, Kazuyoshi	Mgmt	For	For
3.5	Elect Director Unami, Shingo	Mgmt	For	For
3.6	Elect Director Hayashi, Izumi	Mgmt	For	For

Nomura Holdings, Inc.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 8604

Meeting Type: Annual

Primary ISIN: JP3762600009

Primary SEDOL: 6643108

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nagai, Koji	Mgmt	For	For
1.2	Elect Director Okuda, Kentaro	Mgmt	For	For
1.3	Elect Director Nakajima, Yutaka	Mgmt	For	For
1.4	Elect Director Ogawa, Shoji	Mgmt	For	For
1.5	Elect Director Laura Simone Unger	Mgmt	For	For
1.6	Elect Director Victor Chu	Mgmt	For	For
1.7	Elect Director J.Christopher Giancarlo	Mgmt	For	For
1.8	Elect Director Patricia Mosser	Mgmt	For	For
1.9	Elect Director Takahara, Takahisa	Mgmt	For	For
1.10	Elect Director Ishiguro, Miyuki	Mgmt	For	For
1.11	Elect Director Ishizuka, Masahiro	Mgmt	For	For
1.12	Elect Director Oshima, Taku	Mgmt	For	For

Nomura Real Estate Holdings, Inc.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 3231

Meeting Type: Annual

Primary ISIN: JP3762900003

Primary SEDOL: B1CWJM5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kutsukake, Eiji	Mgmt	For	For
1.2	Elect Director Arai, Satoshi	Mgmt	For	For
1.3	Elect Director Matsuo, Daisaku	Mgmt	For	For
1.4	Elect Director Haga, Makoto	Mgmt	For	For
1.5	Elect Director Kurokawa, Hiroshi	Mgmt	For	For
1.6	Elect Director Takakura, Chiharu	Mgmt	For	For
1.7	Elect Director Yamashita, Yoshinori	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Takahashi, Tetsu	Mgmt	For	For
2.2	Elect Director and Audit Committee Member Suemura, Aogi	Mgmt	For	For
3	Approve Compensation Ceiling for Directors Who Are Audit Committee Members	Mgmt	For	For

Nomura Research Institute Ltd.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 4307

Meeting Type: Annual

Primary ISIN: JP3762800005

Primary SEDOL: 6390921

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Konomoto, Shingo	Mgmt	For	For
1.2	Elect Director Akatsuka, Yo	Mgmt	For	For
1.3	Elect Director Yanagisawa, Kaga	Mgmt	For	For
1.4	Elect Director Ebato, Ken	Mgmt	For	For
1.5	Elect Director Anzai, Hidenori	Mgmt	For	For
1.6	Elect Director Sagano, Fumihiko	Mgmt	For	For
1.7	Elect Director Sakata, Shinoi	Mgmt	For	For
1.8	Elect Director Ohashi, Tetsuji	Mgmt	For	For
1.9	Elect Director Kobori, Hideki	Mgmt	For	For

Nomura Research Institute Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Appoint Statutory Auditor Hihara, Takeshi	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				

Norfolk Southern Corporation

Meeting Date: 05/09/2024 **Country:** USA **Ticker:** NSC
Meeting Type: Proxy Contest **Primary ISIN:** US6558441084 **Primary SEDOL:** 2641894

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Management Universal Proxy (White Proxy Card)	Mgmt		
	From the Combined List of Management & Dissident Nominees - Elect 13 Directors	Mgmt		
1a	Elect Management Nominee Director Richard H. Anderson	Mgmt	For	Do Not Vote
<i>Voter Rationale: DO NOT VOTE on this card.</i>				
1b	Elect Management Nominee Director Philip S. Davidson	Mgmt	For	Do Not Vote
<i>Voter Rationale: DO NOT VOTE on this card.</i>				
1c	Elect Management Nominee Director Francesca A. DeBiase	Mgmt	For	Do Not Vote
<i>Voter Rationale: DO NOT VOTE on this card.</i>				
1d	Elect Management Nominee Director Marcela E. Donadio	Mgmt	For	Do Not Vote
<i>Voter Rationale: DO NOT VOTE on this card.</i>				
1e	Elect Management Nominee Director Mary Kathryn "Heidi" Heitkamp	Mgmt	For	Do Not Vote
<i>Voter Rationale: DO NOT VOTE on this card.</i>				
1f	Elect Management Nominee Director John C. Huffard, Jr.	Mgmt	For	Do Not Vote
<i>Voter Rationale: DO NOT VOTE on this card.</i>				
1g	Elect Management Nominee Director Christopher T. Jones	Mgmt	For	Do Not Vote
<i>Voter Rationale: DO NOT VOTE on this card.</i>				
1h	Elect Management Nominee Director Thomas C. Kelleher	Mgmt	For	Do Not Vote
<i>Voter Rationale: DO NOT VOTE on this card.</i>				
1i	Elect Management Nominee Director Amy E. Miles	Mgmt	For	Do Not Vote
<i>Voter Rationale: DO NOT VOTE on this card.</i>				

Norfolk Southern Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1j	Elect Management Nominee Director Claude Mongeau	Mgmt	For	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1k	Elect Management Nominee Director Jennifer F. Scanlon	Mgmt	For	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1l	Elect Management Nominee Director Alan H. Shaw	Mgmt	For	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1m	Elect Management Nominee Director John R. Thompson	Mgmt	For	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1n	Elect Dissident Nominee Director Betsy Atkins	SH	Withhold	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1o	Elect Dissident Nominee Director James Barber, Jr.	SH	Withhold	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1p	Elect Dissident Nominee Director William Clyburn, Jr.	SH	Withhold	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1q	Elect Dissident Nominee Director Sameh Fahmy	SH	Withhold	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1r	Elect Dissident Nominee Director John Kasich	SH	Withhold	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1s	Elect Dissident Nominee Director Gilbert Lamphere	SH	Withhold	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1t	Elect Dissident Nominee Director Allison Landry	SH	Withhold	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
2	Ratify KPMG LLP as Auditors	Mgmt	For	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
4	Report on Lobbying Payments and Policy	SH	Against	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
5	Repeal Any Bylaw Provisions Without Shareholder Approval Subsequent to July 25, 2023	SH	Against	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			

Norfolk Southern Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Dissident Universal Proxy (Blue Proxy Card)	Mgmt		
	From the Combined List of Management & Dissident Nominees - Elect 13 Directors	Mgmt		
1a	Elect Dissident Nominee Director Betsy Atkins	SH	For	For
	<i>Voter Rationale: The dissident has presented a compelling case for substantial board change, though the underlying concerns do not rise to a level suggesting that a change in board control is immediately required. As such, votes FOR dissident nominees William Clyburn, Sameh Fahmy, John Kasich, Gilbert Lamphere, and Allison Landry are warranted. Votes FOR management nominees John Huffard, Claude Mongeau, Alan Shaw, Richard Anderson, Philip Davidson, Francesca DeBiase, Marcela Donadio, and Christopher Jones are also warranted.</i>			
1b	Elect Dissident Nominee Director James Barber, Jr.	SH	For	For
	<i>Voter Rationale: The dissident has presented a compelling case for substantial board change, though the underlying concerns do not rise to a level suggesting that a change in board control is immediately required. As such, votes FOR dissident nominees William Clyburn, Sameh Fahmy, John Kasich, Gilbert Lamphere, and Allison Landry are warranted. Votes FOR management nominees John Huffard, Claude Mongeau, Alan Shaw, Richard Anderson, Philip Davidson, Francesca DeBiase, Marcela Donadio, and Christopher Jones are also warranted.</i>			
1c	Elect Dissident Nominee Director William Clyburn, Jr.	SH	For	For
	<i>Voter Rationale: The dissident has presented a compelling case for substantial board change, though the underlying concerns do not rise to a level suggesting that a change in board control is immediately required. As such, votes FOR dissident nominees William Clyburn, Sameh Fahmy, John Kasich, Gilbert Lamphere, and Allison Landry are warranted. Votes FOR management nominees John Huffard, Claude Mongeau, Alan Shaw, Richard Anderson, Philip Davidson, Francesca DeBiase, Marcela Donadio, and Christopher Jones are also warranted.</i>			
1d	Elect Dissident Nominee Director Sameh Fahmy	SH	For	For
	<i>Voter Rationale: The dissident has presented a compelling case for substantial board change, though the underlying concerns do not rise to a level suggesting that a change in board control is immediately required. As such, votes FOR dissident nominees William Clyburn, Sameh Fahmy, John Kasich, Gilbert Lamphere, and Allison Landry are warranted. Votes FOR management nominees John Huffard, Claude Mongeau, Alan Shaw, Richard Anderson, Philip Davidson, Francesca DeBiase, Marcela Donadio, and Christopher Jones are also warranted.</i>			
1e	Elect Dissident Nominee Director John Kasich	SH	For	For
	<i>Voter Rationale: The dissident has presented a compelling case for substantial board change, though the underlying concerns do not rise to a level suggesting that a change in board control is immediately required. As such, votes FOR dissident nominees William Clyburn, Sameh Fahmy, John Kasich, Gilbert Lamphere, and Allison Landry are warranted. Votes FOR management nominees John Huffard, Claude Mongeau, Alan Shaw, Richard Anderson, Philip Davidson, Francesca DeBiase, Marcela Donadio, and Christopher Jones are also warranted.</i>			
1f	Elect Dissident Nominee Director Gilbert Lamphere	SH	For	For
	<i>Voter Rationale: The dissident has presented a compelling case for substantial board change, though the underlying concerns do not rise to a level suggesting that a change in board control is immediately required. As such, votes FOR dissident nominees William Clyburn, Sameh Fahmy, John Kasich, Gilbert Lamphere, and Allison Landry are warranted. Votes FOR management nominees John Huffard, Claude Mongeau, Alan Shaw, Richard Anderson, Philip Davidson, Francesca DeBiase, Marcela Donadio, and Christopher Jones are also warranted.</i>			
1g	Elect Dissident Nominee Director Allison Landry	SH	For	For
1h	Elect Management Nominee Director Mary Kathryn "Heidi" Heitkamp	Mgmt	Withhold	Withhold
	<i>Voter Rationale: Compelling case presented by dissident.</i>			
1i	Elect Management Nominee Director John C. Huffard, Jr.	Mgmt	Withhold	Withhold
	<i>Voter Rationale: Compelling case presented by dissident.</i>			

Norfolk Southern Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1j	Elect Management Nominee Director Claude Mongeau	Mgmt	Withhold	Withhold
	<i>Voter Rationale: Compelling case presented by dissident.</i>			
1k	Elect Management Nominee Director Amy E. Miles	Mgmt	Withhold	Withhold
	<i>Voter Rationale: Compelling case presented by dissident.</i>			
1l	Elect Management Nominee Director Jennifer F. Scanlon	Mgmt	Withhold	Withhold
	<i>Voter Rationale: Compelling case presented by dissident.</i>			
1m	Elect Management Nominee Director Alan H. Shaw	Mgmt	Withhold	Withhold
	<i>Voter Rationale: Compelling case presented by dissident.</i>			
1n	Elect Management Nominee Director John R. Thompson	Mgmt	Withhold	Withhold
	<i>Voter Rationale: Compelling case presented by dissident.</i>			
1o	Elect Management Nominee Director Richard H. Anderson	Mgmt	None	For
	<i>Voter Rationale: The dissident has presented a compelling case for substantial board change, though the underlying concerns do not rise to a level suggesting that a change in board control is immediately required. As such, votes FOR dissident nominees William Clyburn, Sameh Fahmy, John Kasich, Gilbert Lamphere, and Allison Landry are warranted. Votes FOR management nominees John Huffard, Claude Mongeau, Alan Shaw, Richard Anderson, Philip Davidson, Francesca DeBiase, Marcela Donadio, and Christopher Jones are also warranted.</i>			
1p	Elect Management Nominee Director Philip S. Davidson	Mgmt	None	For
	<i>Voter Rationale: The dissident has presented a compelling case for substantial board change, though the underlying concerns do not rise to a level suggesting that a change in board control is immediately required. As such, votes FOR dissident nominees William Clyburn, Sameh Fahmy, John Kasich, Gilbert Lamphere, and Allison Landry are warranted. Votes FOR management nominees John Huffard, Claude Mongeau, Alan Shaw, Richard Anderson, Philip Davidson, Francesca DeBiase, Marcela Donadio, and Christopher Jones are also warranted.</i>			
1q	Elect Management Nominee Director Francesca A. DeBiase	Mgmt	None	For
	<i>Voter Rationale: The dissident has presented a compelling case for substantial board change, though the underlying concerns do not rise to a level suggesting that a change in board control is immediately required. As such, votes FOR dissident nominees William Clyburn, Sameh Fahmy, John Kasich, Gilbert Lamphere, and Allison Landry are warranted. Votes FOR management nominees John Huffard, Claude Mongeau, Alan Shaw, Richard Anderson, Philip Davidson, Francesca DeBiase, Marcela Donadio, and Christopher Jones are also warranted.</i>			
1r	Elect Management Nominee Director Marcela E. Donadio	Mgmt	None	For
	<i>Voter Rationale: The dissident has presented a compelling case for substantial board change, though the underlying concerns do not rise to a level suggesting that a change in board control is immediately required. As such, votes FOR dissident nominees William Clyburn, Sameh Fahmy, John Kasich, Gilbert Lamphere, and Allison Landry are warranted. Votes FOR management nominees John Huffard, Claude Mongeau, Alan Shaw, Richard Anderson, Philip Davidson, Francesca DeBiase, Marcela Donadio, and Christopher Jones are also warranted.</i>			
1s	Elect Management Nominee Director Christopher T. Jones	Mgmt	None	For
	<i>Voter Rationale: The dissident has presented a compelling case for substantial board change, though the underlying concerns do not rise to a level suggesting that a change in board control is immediately required. As such, votes FOR dissident nominees William Clyburn, Sameh Fahmy, John Kasich, Gilbert Lamphere, and Allison Landry are warranted. Votes FOR management nominees John Huffard, Claude Mongeau, Alan Shaw, Richard Anderson, Philip Davidson, Francesca DeBiase, Marcela Donadio, and Christopher Jones are also warranted.</i>			

Norfolk Southern Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1t	Elect Management Nominee Director Thomas C. Kelleher	Mgmt	None	For
<p><i>Voter Rationale: The dissident has presented a compelling case for substantial board change, though the underlying concerns do not rise to a level suggesting that a change in board control is immediately required. As such, votes FOR dissident nominees William Clyburn, Sameh Fahmy, John Kasich, Gilbert Lamphere, and Allison Landry are warranted. Votes FOR management nominees John Huffard, Claude Mongeau, Alan Shaw, Richard Anderson, Philip Davidson, Francesca DeBiase, Marcela Donadio, and Christopher Jones are also warranted.</i></p>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	None	For
<p><i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i></p>				
4	Report on Lobbying Payments and Policy	SH	None	For
<p><i>Voter Rationale: Comprehensive, aggregate disclosure on political spending is best practice. Disclosure should include all state and local donations including support for 527 organizations and ballot initiatives. In addition, the company should identify key relationships with trade associations that engage in lobbying on the corporation's behalf, as well as describe its policies and processes for giving. We ask that the board provide ultimate oversight for political donations.</i></p>				
5	Repeal Any Bylaw Provisions Without Shareholder Approval Subsequent to July 25, 2023	Mgmt	For	For

North Pacific Bank, Ltd.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 8524

Meeting Type: Annual

Primary ISIN: JP3843400007

Primary SEDOL: B7VKZP7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 5	Mgmt	For	For
2	Amend Articles to Adopt Board Structure with Audit Committee - Amend Provisions on Number of Directors - Authorize Directors to Execute Day to Day Operations without Full Board Approval - Authorize Board to Determine Income Allocation	Mgmt	For	Against
<p><i>Voter Rationale: Excess cash should be returned to shareholders when it is not otherwise invested. Shareholders should retain the right to approve the company's dividend policy.</i></p>				
3.1	Elect Director Yasuda, Mitsuharu	Mgmt	For	Against
<p><i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i></p>				

North Pacific Bank, Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.2	Elect Director Tsuyama, Hironobu	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				
3.3	Elect Director Masuda, Hitoshi	Mgmt	For	For
3.4	Elect Director Yamada, Akira	Mgmt	For	For
3.5	Elect Director Yoneta, Kazushi	Mgmt	For	For
3.6	Elect Director Kobe, Toshiaki	Mgmt	For	For
4.1	Elect Director and Audit Committee Member Oshino, Hitoshi	Mgmt	For	For
4.2	Elect Director and Audit Committee Member Nishita, Naoki	Mgmt	For	For
4.3	Elect Director and Audit Committee Member Taniguchi, Masako	Mgmt	For	For
4.4	Elect Director and Audit Committee Member Tahara, Sakuyo	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
7	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

Northern Trust Corporation

Meeting Date: 04/16/2024

Country: USA

Ticker: NTRS

Meeting Type: Annual

Primary ISIN: US6658591044

Primary SEDOL: 2648668

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Linda Walker Bynoe	Mgmt	For	For
1b	Elect Director Susan Crown	Mgmt	For	For
1c	Elect Director Dean M. Harrison	Mgmt	For	For
1d	Elect Director Jay L. Henderson	Mgmt	For	For
1e	Elect Director Marcy S. Klevorn	Mgmt	For	For
1f	Elect Director Siddharth N. "Bobby" Mehta	Mgmt	For	For
1g	Elect Director Michael G. O'Grady	Mgmt	For	For
1h	Elect Director Martin P. Slark	Mgmt	For	For
1i	Elect Director David H. B. Smith, Jr.	Mgmt	For	For
1j	Elect Director Donald Thompson	Mgmt	For	For

Northern Trust Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1k	Elect Director Charles A. Tribbett, III	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
4	Report on Risks of Misaligning Proxy Votes with Client Preferences	SH	Against	Against

Northfield Bancorp, Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: NFBK

Meeting Type: Annual

Primary ISIN: US66611T1088

Primary SEDOL: B8NB2R6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Timothy C. Harrison	Mgmt	For	For
1.2	Elect Director Karen J. Kessler	Mgmt	For	For
1.3	Elect Director Rachana A. Kulkarni	Mgmt	For	For
1.4	Elect Director Patrick L. Ryan	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Crowe LLP as Auditors	Mgmt	For	For

Northland Power Inc.

Meeting Date: 05/22/2024

Country: Canada

Ticker: NPI

Meeting Type: Annual

Primary ISIN: CA6665111002

Primary SEDOL: B68XHC3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Director John W. Brace	Mgmt	For	For
2	Elect Director Doyle Beneby	Mgmt	For	For
3	Elect Director Lisa Colnett	Mgmt	For	For

Northland Power Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Elect Director Kevin Glass	Mgmt	For	For
5	Elect Director Keith Halbert	Mgmt	For	For
6	Elect Director Helen Mallovy Hicks	Mgmt	For	For
7	Elect Director Ian Pearce	Mgmt	For	For
<i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
8	Elect Director Eckhardt Ruemmler	Mgmt	For	For
9	Elect Director Ellen Smith	Mgmt	For	For
10	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
11	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against
<i>Voter Rationale: The majority of annual bonus incentives should be quantitative. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs.</i>				

Norwegian Cruise Line Holdings Ltd.

Meeting Date: 06/13/2024

Country: Bermuda

Ticker: NCLH

Meeting Type: Annual

Primary ISIN: BMG667211046

Primary SEDOL: B9CGTC3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Stella David	Mgmt	For	For
1b	Elect Director Mary E. Landry	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Approve PricewaterhouseCoopers LLP Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

NOV Inc.

Meeting Date: 05/15/2024

Country: USA

Ticker: NOV

Meeting Type: Annual

Primary ISIN: US62955J1034

Primary SEDOL: BN2RYW9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Clay C. Williams	Mgmt	For	For
1b	Elect Director Greg L. Armstrong	Mgmt	For	For
1c	Elect Director Marcela E. Donadio	Mgmt	For	For
1d	Elect Director Ben A. Guill	Mgmt	For	For
1e	Elect Director David D. Harrison	Mgmt	For	For
1f	Elect Director Patricia Martinez	Mgmt	For	For
1g	Elect Director Eric L. Mattson	Mgmt	For	For
1h	Elect Director Patricia B. Melcher	Mgmt	For	For
1i	Elect Director William R. Thomas	Mgmt	For	For
1j	Elect Director Robert S. Welborn	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: Severance payments should not exceed three years' pay. Larger severance packages should be subject to a separate shareholder approval. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>			

Novanta Inc.

Meeting Date: 05/08/2024

Country: Canada

Ticker: NOV

Meeting Type: Annual

Primary ISIN: CA67000B1040

Primary SEDOL: BD8S5H8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Lonny J. Carpenter	Mgmt	For	For
1B	Elect Director Matthijs Glastra	Mgmt	For	For
1C	Elect Director Barbara B. Hult	Mgmt	For	For
1D	Elect Director R. Matthew Johnson	Mgmt	For	For
1E	Elect Director Maxine L. Mauricio	Mgmt	For	For
1F	Elect Director Katherine A. Owen	Mgmt	For	For
1G	Elect Director Thomas N. Secor	Mgmt	For	For

Novanta Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1H	Elect Director Darlene J.S. Solomon	Mgmt	For	For
1I	Elect Director Frank A. Wilson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

NovoCure Limited

Meeting Date: 06/05/2024

Country: Jersey

Ticker: NVCR

Meeting Type: Annual

Primary ISIN: JE00BYSS4X48

Primary SEDOL: BYSS4X4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Asaf Danziger	Mgmt	For	For
1b	Elect Director William Doyle	Mgmt	For	For
1c	Elect Director Jeryl Hilleman	Mgmt	For	For
1d	Elect Director David Hung	Mgmt	For	For
1e	Elect Director Kinyip Gabriel Leung	Mgmt	For	For
1f	Elect Director Martin Madden	Mgmt	For	For
1g	Elect Director Allyson Ocean	Mgmt	For	For
1h	Elect Director Timothy Scannell	Mgmt	For	For
1i	Elect Director Kristin Stafford	Mgmt	For	For
1j	Elect Director William Vernon	Mgmt	For	For
2	Ratify Kost Forer Gabbay & Kasierer as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The majority of long-term incentives should be quantitative.</i>				
4	Approve Omnibus Stock Plan	Mgmt	For	Against
<i>Voter Rationale: This plan could lead to excessive dilution. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

Novonesis AS Novozymes AS

Meeting Date: 04/30/2024

Country: Denmark

Ticker: NSIS.B

Meeting Type: Annual

Primary ISIN: DK0060336014

Primary SEDOL: B798FW0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Report of Board	Mgmt		
2	Accept Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of DKK 2 Per Share	Mgmt	For	For
4	Approve Remuneration Report (Advisory Vote)	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i></p>				
5	Approve Remuneration of Directors in the Amount of DKK 1.6 Million for Chairman, DKK 1.09 Million for Vice Chairman and DKK 545,700 for Other Directors; Approve Remuneration for Committee Work; Approve Remuneration for Committee Work	Mgmt	For	For
6.a	Reelect Cornelis (Cees) de Jong (Chair) as Director	Mgmt	For	Abstain
<p><i>Voter Rationale: Similar to recent years, we are not unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 40% of the board. Given the recent changes to the board, we will keep this matter under review. The Board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i></p>				
7.a	Reelect Jesper Brandgaard (Vice Chair) as Director	Mgmt	For	For
8.a	Reelect Heine Dalsgaard as Director	Mgmt	For	For
8.b	Reelect Sharon James as Director	Mgmt	For	For
8.c	Reelect Kasim Kutay as Director	Mgmt	For	Abstain
<p><i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders.</i></p>				
8.d	Reelect Lise Kaae as Director	Mgmt	For	For
8.e	Reelect Kevin Lane as Director	Mgmt	For	For
8.f	Reelect Morten Otto Alexander Sommer as Director	Mgmt	For	For
8.g	Reelect Kim Stratton as Director	Mgmt	For	For
9.a	Ratify Ernst & Young as Auditors	Mgmt	For	For

Novonosis AS Novozymes AS

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10.a	Approve Creation of DKK 93.7 Million Pool of Capital in B Shares without Preemptive Rights; DKK 93.7 Million Pool of Capital with Preemptive Rights; and Pool of Capital in Warrants without Preemptive Rights	Mgmt	For	For
10.b	Authorize Share Repurchase Program	Mgmt	For	For
10.c	Authorize Board to Decide on the Distribution of Extraordinary Dividends	Mgmt	For	For
10.d1	Allow General Meetings to be Held in English	Mgmt	For	For
10.d2	Approve Maximum Increase in Share Under Articles 5.1, 5.2 and 5.3 up to DKK 103 Million	Mgmt	For	For
10.d3	Approve Indemnification of Members of the Board of Directors and Executive Management	Mgmt	For	For
10.d4	Amend Articles Re: Editorial Changes	Mgmt	For	For
11	Amend Remuneration Policy	Mgmt	For	For
<i>Voter Rationale: Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>				
12	Authorize Editorial Changes to Adopted Resolutions in Connection with Registration with Danish Authorities	Mgmt	For	For
13	Other Business	Mgmt		

NSD Co., Ltd.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 9759

Meeting Type: Annual

Primary ISIN: JP3712600000

Primary SEDOL: 6639602

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Imajo, Yoshikazu	Mgmt	For	For
1.2	Elect Director Maekawa, Hideshi	Mgmt	For	For
1.3	Elect Director Yamoto, Osamu	Mgmt	For	For
1.4	Elect Director Kikawada, Hidetaka	Mgmt	For	For
1.5	Elect Director Kajiwara, Yuriko	Mgmt	For	For
1.6	Elect Director Kawamata, Atsuhiko	Mgmt	For	For
1.7	Elect Director Jinnochi, Kumiko	Mgmt	For	For
1.8	Elect Director Takeuchi, Toru	Mgmt	For	For
2	Appoint Statutory Auditor Yagi, Kiyokimi	Mgmt	For	For

NSD Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve Merger Agreement with Trigger K.K	Mgmt	For	For
<i>Voter Rationale: Refer in case right of withdrawal available to shareholders.</i>				

NTT DATA Group Corp.

Meeting Date: 06/18/2024	Country: Japan	Ticker: 9613	
	Meeting Type: Annual		
		Primary ISIN: JP3165700000	Primary SEDOL: 6125639

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 11.5	Mgmt	For	For
2.1	Elect Director Sasaki, Yutaka	Mgmt	For	For
2.2	Elect Director Nakayama, Kazuhiko	Mgmt	For	For
2.3	Elect Director Nishimura, Tadaoki	Mgmt	For	For
2.4	Elect Director Fujii, Mariko	Mgmt	For	For
2.5	Elect Director Patrizio Mapelli	Mgmt	For	For
2.6	Elect Director Ike, Fumihiko	Mgmt	For	For
2.7	Elect Director Ishiguro, Shigenao	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Hoshi, Tomoko	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Tainaka, Nobuyuki	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Sakamoto, Eiichi	Mgmt	For	For
3.4	Elect Director and Audit Committee Member Inamasu, Mitsuko	Mgmt	For	For

Nu Skin Enterprises, Inc.

Meeting Date: 06/05/2024	Country: USA	Ticker: NUS	
	Meeting Type: Annual		
		Primary ISIN: US67018T1051	Primary SEDOL: 2616870

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Emma S. Battle	Mgmt	For	For
1b	Elect Director Daniel W. Campbell	Mgmt	For	For

Nu Skin Enterprises, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1c	Elect Director Steven J. Lund	Mgmt	For	For
1d	Elect Director Ryan S. Napierski	Mgmt	For	For
1e	Elect Director Laura Nathanson	Mgmt	For	For
1f	Elect Director Thomas R. Pisano	Mgmt	For	For
1g	Elect Director Zheqing (Simon) Shen	Mgmt	For	For
1h	Elect Director Edwina D. Woodbury	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				
3	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Nucor Corporation

Meeting Date: 05/09/2024

Country: USA

Ticker: NUE

Meeting Type: Annual

Primary ISIN: US6703461052

Primary SEDOL: 2651086

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Norma B. Clayton	Mgmt	For	For
1.2	Elect Director Patrick J. Dempsey	Mgmt	For	For
1.3	Elect Director Nicholas C. Gangestad	Mgmt	For	For
1.4	Elect Director Christopher J. Kearney	Mgmt	For	For
1.5	Elect Director Laurette T. Koellner	Mgmt	For	For
1.6	Elect Director Michael W. Lamach	Mgmt	For	For
1.7	Elect Director Leon J. Topalian	Mgmt	For	For
1.8	Elect Director Nadja Y. West	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Nuvalent, Inc.

Meeting Date: 06/12/2024

Country: USA

Ticker: NUVL

Meeting Type: Annual

Primary ISIN: US6707031075

Primary SEDOL: BMVBZD3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Emily Drabant Conley	Mgmt	For	For
1b	Elect Director Sapna Srivastava	Mgmt	For	For
1c	Elect Director Cameron A. Wheeler	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Ratify KPMG LLP as Auditors	Mgmt	For	For

nVent Electric plc

Meeting Date: 05/17/2024

Country: Ireland

Ticker: NVT

Meeting Type: Annual

Primary ISIN: IE00BDVJJQ56

Primary SEDOL: BDVJJQ5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Sherry A. Aaholm	Mgmt	For	For
1b	Elect Director Jerry W. Burris	Mgmt	For	For
1c	Elect Director Susan M. Cameron	Mgmt	For	For
1d	Elect Director Michael L. Ducker	Mgmt	For	For
1e	Elect Director Danita K. Ostling	Mgmt	For	For
1f	Elect Director Nicola Palmer	Mgmt	For	For
1g	Elect Director Herbert K. Parker	Mgmt	For	For
1h	Elect Director Greg Scheu	Mgmt	For	For
1i	Elect Director Beth A. Wozniak	Mgmt	For	For

nVent Electric plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i></p>				
3	Approve Deloitte & Touche LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
4	Authorize Board to Issue of Shares under Irish Law	Mgmt	For	For
5	Authorize the Board's Authority to Opt-Out of Statutory Pre-Emptions Rights Under Irish Law	Mgmt	For	For
6	Authorize Price Range for Reissuance of Treasury Shares	Mgmt	For	For

NVIDIA Corporation

Meeting Date: 06/26/2024

Country: USA

Ticker: NVDA

Meeting Type: Annual

Primary ISIN: US67066G1040

Primary SEDOL: 2379504

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
<p><i>Voter Rationale: While we note that the average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning, the company is undergoing board refreshment with a new nominee appointed at this AGM.</i></p>				
1c	Elect Director John O. Dabiri	Mgmt	For	For
1d	Elect Director Persis S. Drell	Mgmt	For	For
1e	Elect Director Jen-Hsun Huang	Mgmt	For	For
1f	Elect Director Dawn Hudson	Mgmt	For	For
1g	Elect Director Harvey C. Jones	Mgmt	For	For
<p><i>Voter Rationale: While we note that the average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning, the company is undergoing board refreshment with a new nominee appointed at this AGM.</i></p>				
1h	Elect Director Melissa B. Lora	Mgmt	For	For
1i	Elect Director Stephen C. Neal	Mgmt	For	For
<p><i>Voter Rationale: While we note that the average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning, the company is undergoing board refreshment with a new nominee appointed at this AGM.</i></p>				
1j	Elect Director A. Brooke Seawell	Mgmt	For	For
1k	Elect Director Aarti Shah	Mgmt	For	For
1l	Elect Director Mark A. Stevens	Mgmt	For	For

NVIDIA Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: While we would like to see minor improvements in the structure of the overall compensation program, such as a longer performance period assessment under the long-term incentive plan and more stretching targets under the relative TSR metric, there is no pay for performance disconnect and, on the whole, pay is well structured.</i></p>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				
4	Adopt Simple Majority Vote	SH	None	For
<p><i>Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i></p>				

NVR, Inc.

Meeting Date: 05/07/2024

Country: USA

Ticker: NVR

Meeting Type: Annual

Primary ISIN: US62944T1051

Primary SEDOL: 2637785

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Paul C. Saville	Mgmt	For	For
1b	Elect Director C. E. Andrews	Mgmt	For	For
1c	Elect Director Sallie B. Bailey	Mgmt	For	For
1d	Elect Director Thomas D. Eckert	Mgmt	For	For
1e	Elect Director Alfred E. Festa	Mgmt	For	Against
<p><i>Voter Rationale: The company is in our Climate VAM universe. As a minimum we expect companies to disclose their emissions profile (scope 1 & 2 and material scope 3 categories) and set targets over scope 1&2 emissions. Currently the company does not meet these expectations.</i></p>				
1f	Elect Director Alexandra A. Jung	Mgmt	For	For
1g	Elect Director Mel Martinez	Mgmt	For	For
1h	Elect Director David A. Preiser	Mgmt	For	For
1i	Elect Director W. Grady Rosier	Mgmt	For	For
1j	Elect Director Susan Williamson Ross	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

NVR, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Report on Effectiveness of Diversity, Equity and Inclusion Efforts and Metrics	SH	Against	For
<p><i>Voter Rationale: The company should disclose its demographic workforce data as per the EEO-1 requirement. This will help to increase transparency and aid shareholders in assessing the effectiveness of the company's stated efforts to address related human capital material risks and opportunities.</i></p>				
5	Report on Political Contributions	SH	Against	For
<p><i>Voter Rationale: Comprehensive, aggregate disclosure on political spending is best practice. Disclosure should include all state and local donations including support for 527 organizations and ballot initiatives. In addition, the company should identify key relationships with trade associations that engage in lobbying on the corporation's behalf, as well as describe its policies and processes for giving. We ask that the board provide ultimate oversight for political donations.</i></p>				

NXP Semiconductors N.V.

Meeting Date: 05/29/2024	Country: Netherlands	Ticker: NXPI
	Meeting Type: Annual	
	Primary ISIN: NL0009538784	Primary SEDOL: B505PN7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Discharge of Board Members	Mgmt	For	For
3a	Reelect Kurt Sievers as Executive Director	Mgmt	For	For
3b	Reelect Annette Clayton as Non-Executive Director	Mgmt	For	For
3c	Reelect Anthony Foxx as Non-Executive Director	Mgmt	For	For
3d	Reelect Moshe Gavrielov as Non-Executive Director	Mgmt	For	For
3e	Reelect Chunyuan Gu as Non-Executive Director	Mgmt	For	For
3f	Reelect Lena Olving as Non-Executive Director	Mgmt	For	For
3g	Reelect Julie Southern as Non-Executive Director	Mgmt	For	For
3h	Reelect Jasmin Staiblin as Non-Executive Director	Mgmt	For	For
3i	Reelect Gregory Summe as Non-Executive Director	Mgmt	For	For
3j	Reelect Karl-Henrik Sundstrom as Non-Executive Director	Mgmt	For	For
4	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital	Mgmt	For	For
5	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For
6	Authorize Share Repurchase Program	Mgmt	For	For

NXP Semiconductors N.V.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Approve Cancellation of Ordinary Shares	Mgmt	For	For
8	Ratify Ernst & Young Accountants LLP as Auditors	Mgmt	For	For
9	Approve Remuneration of the Non Executive Members of the Board	Mgmt	For	For
10	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.

Obayashi Corp.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 1802

Meeting Type: Annual

Primary ISIN: JP3190000004

Primary SEDOL: 6656407

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 54	Mgmt	For	For
2.1	Elect Director Obayashi, Takeo	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				
2.2	Elect Director Hasuwa, Kenji	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				
2.3	Elect Director Sasagawa, Atsushi	Mgmt	For	For
2.4	Elect Director Sato, Toshimi	Mgmt	For	For
2.5	Elect Director Orii, Masako	Mgmt	For	For
2.6	Elect Director Kato, Hiroyuki	Mgmt	For	For
2.7	Elect Director Kuroda, Yukiko	Mgmt	For	For
2.8	Elect Director Shime, Hiroyuki	Mgmt	For	For
2.9	Elect Director Ikegawa, Yoshihiro	Mgmt	For	For
3	Appoint Statutory Auditor Okano, Eiichiro	Mgmt	For	Against

Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.

OBIC Business Consultants Co., Ltd.

Meeting Date: 06/24/2024

Country: Japan

Ticker: 4733

Meeting Type: Annual

Primary ISIN: JP3173500004

Primary SEDOL: 6174620

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 45	Mgmt	For	For
2.1	Elect Director Noda, Masahiro	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Wada, Shigefumi	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.3	Elect Director Wada, Hiroko	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.4	Elect Director Karakama, Katsuhiko	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.5	Elect Director Ogino, Toshio	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.6	Elect Director Tachibana, Shoichi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.7	Elect Director Ito, Chiaki	Mgmt	For	For
2.8	Elect Director Narita, Junji	Mgmt	For	For
2.9	Elect Director Murata, Hiroyuki	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3	Appoint Ernst & Young ShinNihon LLC as New External Audit Firm	Mgmt	For	For

OBIC Co. Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 4684

Meeting Type: Annual

Primary ISIN: JP3173400007

Primary SEDOL: 6136749

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 170	Mgmt	For	For
2.1	Elect Director Noda, Masahiro	Mgmt	For	For
2.2	Elect Director Tachibana, Shoichi	Mgmt	For	For

OBIC Co. Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.3	Elect Director Fujimoto, Takao	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.4	Elect Director Okada, Takeshi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.5	Elect Director Gomi, Yasumasa	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.6	Elect Director Ejiri, Takashi	Mgmt	For	For
2.7	Elect Director Egami, Mime	Mgmt	For	For

Occidental Petroleum Corporation

Meeting Date: 05/02/2024

Country: USA

Ticker: OXY

Meeting Type: Annual

Primary ISIN: US6745991058

Primary SEDOL: 2655408

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Vicky A. Bailey	Mgmt	For	For
1b	Elect Director Andrew F. Gould	Mgmt	For	For
1c	Elect Director Carlos M. Gutierrez	Mgmt	For	For
1d	Elect Director Vicki Hollub	Mgmt	For	For
1e	Elect Director William R. Klesse	Mgmt	For	For
1f	Elect Director Jack B. Moore	Mgmt	For	For
1g	Elect Director Claire O'Neill	Mgmt	For	For
1h	Elect Director Avedick B. Poladian	Mgmt	For	For
1i	Elect Director Kenneth B. Robinson	Mgmt	For	For
1j	Elect Director Robert M. Shearer	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>			
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>			

Occidental Petroleum Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Report on Lobbying Payments and Policy	SH	Against	For

Voter Rationale: Comprehensive, aggregate disclosure on political spending is best practice. Disclosure should include all state and local donations including support for 527 organizations and ballot initiatives. In addition, the company should identify key relationships with trade associations that engage in lobbying on the corporation's behalf, as well as describe its policies and processes for giving. We ask that the board provide ultimate oversight for political donations.

Oceaneering International, Inc.

Meeting Date: 05/10/2024	Country: USA	Ticker: OII	
	Meeting Type: Annual		
		Primary ISIN: US6752321025	Primary SEDOL: 2655583

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Karen H. Beachy	Mgmt	For	For
1b	Elect Director Deanna L. Goodwin	Mgmt	For	For
1c	Elect Director Steven A. Webster	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
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Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

OceanFirst Financial Corp.

Meeting Date: 05/21/2024	Country: USA	Ticker: OCFC	
	Meeting Type: Annual		
		Primary ISIN: US6752341080	Primary SEDOL: 2125901

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John F. Barros	Mgmt	For	For
1.2	Elect Director Anthony R. Coscia	Mgmt	For	For
1.3	Elect Director Jack M. Farris	Mgmt	For	For
<i>Voter Rationale: -</i>				
1.4	Elect Director Robert C. Garrett	Mgmt	For	For
1.5	Elect Director Kimberly M. Guadagno	Mgmt	For	For

Voter Rationale: -

OceanFirst Financial Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director Nicos Katsoulis	Mgmt	For	For
1.7	Elect Director Joseph J. Lebel, III	Mgmt	For	For
1.8	Elect Director Christopher D. Maher	Mgmt	For	For
1.9	Elect Director Joseph M. Murphy, Jr.	Mgmt	For	For
1.10	Elect Director Steven M. Scopellite	Mgmt	For	For
1.11	Elect Director Grace C. Torres	Mgmt	For	For
<i>Voter Rationale: -</i>				
1.12	Elect Director Patricia L. Turner	Mgmt	For	For
1.13	Elect Director Dalila Wilson-Scott	Mgmt	For	For
<i>Voter Rationale: -</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Odakyu Electric Railway Co., Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 9007

Meeting Type: Annual

Primary ISIN: JP3196000008

Primary SEDOL: 6656106

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 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 Hoshino, Koji	Mgmt	For	For
3.2	Elect Director Suzuki, Shigeru	Mgmt	For	For
3.3	Elect Director Tateyama, Akinori	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.4	Elect Director Ohara, Toru	Mgmt	For	For
3.5	Elect Director Itonaga, Takehide	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				

Odakyu Electric Railway Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.6	Elect Director Kondo, Shiro	Mgmt	For	For
3.7	Elect Director Kutsuzawa, Koichi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.8	Elect Director Mizuyoshi, Hideo	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.9	Elect Director Tsuyuki, Kaori	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
4.1	Elect Director and Audit Committee Member Hayama, Takashi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
4.2	Elect Director and Audit Committee Member Hayashi, Takeshi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
4.3	Elect Director and Audit Committee Member Wagatsuma, Yukako	Mgmt	For	For
4.4	Elect Director and Audit Committee Member Taki, Junko	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
7	Approve Trust-Type Equity Compensation Plan	Mgmt	For	Against
<i>Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.</i>				

Oil Co. LUKOIL PJSC

Meeting Date: 04/26/2024

Country: Russia

Ticker: LKOH

Meeting Type: Annual

Primary ISIN: RU0009024277

Primary SEDOL: B59SNS8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Annual Report and Financial Statements	Mgmt	For	Do Not Vote
2	Approve Allocation of Income and Dividends of RUB 498 per Share	Mgmt	For	Do Not Vote

Oil Co. LUKOIL PJSC

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Elect 9 Directors by Cumulative Voting	Mgmt		
3.1	Elect Viktor Blazheev as Director	Mgmt	None	Do Not Vote
3.2	Elect Nataliia Zvereva as Director	Mgmt	None	Do Not Vote
3.3	Elect Sergei Kochkurov as Director	Mgmt	None	Do Not Vote
3.4	Elect Aleksandr Matytsyn as Director	Mgmt	None	Do Not Vote
3.5	Elect Sergei Mikhailov as Director	Mgmt	None	Do Not Vote
3.6	Elect Boris Porfirev as Director	Mgmt	None	Do Not Vote
3.7	Elect Anatolii Tashkinov as Director	Mgmt	None	Do Not Vote
3.8	Elect Liubov Khoba as Director	Mgmt	None	Do Not Vote
3.9	Elect Sergei Shatalov as Director	Mgmt	None	Do Not Vote
4.1	Approve Remuneration of Directors	Mgmt	For	Do Not Vote
4.2	Approve Terms of Remuneration of Newly Elected Directors	Mgmt	For	Do Not Vote
5	Ratify JSC Kept as Auditor	Mgmt	For	Do Not Vote

Oisix ra daichi, Inc.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 3182

Meeting Type: Annual

Primary ISIN: JP3174190003

Primary SEDOL: B7KT0D8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Amend Business Lines	Mgmt	For	For
2.1	Elect Director Takashima, Kohei	Mgmt	For	For
2.2	Elect Director Tsutsumi, Yusuke	Mgmt	For	For
2.3	Elect Director Ozaki, Hiroyuki	Mgmt	For	For
2.4	Elect Director Matsumoto, Kohei	Mgmt	For	For
2.5	Elect Director Hanada, Mitsuyo	Mgmt	For	For
2.6	Elect Director Tanaka, Hitoshi	Mgmt	For	For
2.7	Elect Director Watabe, Junko	Mgmt	For	For
2.8	Elect Director Sakurai, Wakako	Mgmt	For	For

Oisix ra daichi, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.9	Elect Director Kowaki, Misato	Mgmt	For	For
3.1	Appoint Statutory Auditor Otobe, Chika	Mgmt	For	For
3.2	Appoint Statutory Auditor Moroe, Yukihiro	Mgmt	For	For
3.3	Appoint Statutory Auditor Kokubo, Takashi	Mgmt	For	For
3.4	Appoint Statutory Auditor Wada, Kengo	Mgmt	For	For

Okasan Securities Group, Inc.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 8609

Meeting Type: Annual

Primary ISIN: JP3190800007

Primary SEDOL: 6657949

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Shinshiba, Hiroyuki	Mgmt	For	For
1.2	Elect Director Ikeda, Yoshihiro	Mgmt	For	For
2	Elect Director and Audit Committee Member Yoshida, Shinichi	Mgmt	For	For
3	Elect Alternate Director and Audit Committee Member Kono, Hirokazu	Mgmt	For	For

Okinawa Financial Group, Inc.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 7350

Meeting Type: Annual

Primary ISIN: JP3194750000

Primary SEDOL: BMT97H7

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 Yamashiro, Masayasu	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				
2.2	Elect Director Iha, Kazuya	Mgmt	For	For
2.3	Elect Director Murakami, Naoko	Mgmt	For	For
3	Elect Director and Audit Committee Member Sakima, Yutaka	Mgmt	For	For
4	Approve Annual Bonus	Mgmt	For	For

Okinawa Financial Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

Okta, Inc.

Meeting Date: 06/20/2024

Country: USA

Ticker: OKTA

Meeting Type: Annual

Primary ISIN: US6792951054

Primary SEDOL: BDFZSP1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Emilie Choi	Mgmt	For	For
1.2	Elect Director Todd McKinnon	Mgmt	For	For
1.3	Elect Director Michael Stankey	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

Okuma Corp.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 6103

Meeting Type: Annual

Primary ISIN: JP3172100004

Primary SEDOL: 6657789

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 Accounting Transfers	Mgmt	For	For

Okuma Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.1	Elect Director Ieki, Atsushi	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
3.2	Elect Director Ryoki, Masato	Mgmt	For	For
3.3	Elect Director Horie, Chikashi	Mgmt	For	For
3.4	Elect Director Yamamoto, Takeshi	Mgmt	For	For
3.5	Elect Director Senda, Harumitsu	Mgmt	For	For
3.6	Elect Director Komura, Kinya	Mgmt	For	For
3.7	Elect Director Asahi, Yasuhiro	Mgmt	For	For
3.8	Elect Director Moriwaki, Toshimichi	Mgmt	For	For
3.9	Elect Director Takenaka, Hiroki	Mgmt	For	For
3.10	Elect Director Inoue, Shoji	Mgmt	For	For
3.11	Elect Director Asai, Noriko	Mgmt	For	For
4	Appoint Statutory Auditor Nakayama, Shinji	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				

Olaplex Holdings, Inc.

Meeting Date: 06/12/2024

Country: USA

Ticker: OLPX

Meeting Type: Annual

Primary ISIN: US6793691089

Primary SEDOL: BNKJ933

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Amanda Baldwin	Mgmt	For	For
1.2	Elect Director Christine Dagousset	Mgmt	For	For
1.3	Elect Director Tricia Glynn	Mgmt	For	Withhold
<i>Voter Rationale: The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. This director is not sufficiently independent to serve as the independent lead director.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: A vote AGAINST this proposal is warranted as the pay-for-performance misalignment is not mitigated at this time. The new CEO received outsized new hire awards which were entirely time-vesting. While it is not uncommon for newly hired executives to receive larger sign-on awards, the size of the new CEO's awards was excessive. In addition, annual equity awards were time-vesting and it is unclear whether the CEO's future equity grants will include performance-based awards.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Olaplex Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation and to Remove Obsolete Provisions	Mgmt	For	Against

Voter Rationale: A vote AGAINST this proposal is warranted, as the company is controlled, and decisions regarding the company's response to shareholder litigation would be made by a board that lacks accountability.

Old Dominion Freight Line, Inc.

Meeting Date: 05/15/2024	Country: USA	Ticker: ODFL
	Meeting Type: Annual	
	Primary ISIN: US6795801009	Primary SEDOL: 2656423

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sherry A. Aaholm	Mgmt	For	For
1.2	Elect Director David S. Congdon	Mgmt	For	For
1.3	Elect Director John R. Congdon, Jr.	Mgmt	For	For
1.4	Elect Director Andrew S. Davis	Mgmt	For	For
1.5	Elect Director Kevin M. Freeman	Mgmt	For	For
1.6	Elect Director Bradley R. Gabosch	Mgmt	For	For
1.7	Elect Director Greg C. Gantt	Mgmt	For	For
1.8	Elect Director John D. Kasarda	Mgmt	For	For

Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.

1.9	Elect Director Cheryl S. Miller	Mgmt	For	For
1.10	Elect Director Wendy T. Stallings	Mgmt	For	For
1.11	Elect Director Thomas A. Stith, III	Mgmt	For	For
1.12	Elect Director Leo H. Suggs	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.

3	Increase Authorized Common Stock	Mgmt	For	For
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

Old Dominion Freight Line, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Adopt GHG Emissions Reduction Targets Aligned with the Paris Agreement Goal	SH	Against	For

Voter Rationale: We are supportive of requests to enhance disclosure and transparency concerning climate risk so long as the resolution does not directly circumvent management discretion or seek to entirely redefine the company's existing business strategy. To meet the ambition of the Paris Agreement and avoid massive risk to shareholder value, corporations should demonstrate the nexus between their climate aspirations and business strategy via disclosure of credible Paris- or 1.5 degree-aligned emissions reduction targets. Current disclosure does not sufficiently provide investors such information.

Old National Bancorp

Meeting Date: 05/15/2024 **Country:** USA **Ticker:** ONB
Meeting Type: Annual **Primary ISIN:** US6800331075 **Primary SEDOL:** 2658441

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Barbara A. Boiegrain	Mgmt	For	For
1.2	Elect Director Thomas L. Brown	Mgmt	For	For
1.3	Elect Director Kathryn J. Hayley	Mgmt	For	For
1.4	Elect Director Peter J. Henseler	Mgmt	For	For
1.5	Elect Director Daniel S. Hermann	Mgmt	For	For
1.6	Elect Director Ryan C. Kitchell	Mgmt	For	For
1.7	Elect Director Austin M. Ramirez	Mgmt	For	For
1.8	Elect Director Ellen A. Rudnick	Mgmt	For	For
1.9	Elect Director James C. Ryan, III	Mgmt	For	For
1.10	Elect Director Thomas E. Salmon	Mgmt	For	For
1.11	Elect Director Rebecca S. Skillman	Mgmt	For	For
1.12	Elect Director Michael J. Small	Mgmt	For	For
1.13	Elect Director Derrick J. Stewart	Mgmt	For	For
1.14	Elect Director Stephen C. Van Arsdell	Mgmt	For	For
1.15	Elect Director Katherine E. White	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Old Republic International Corporation

Meeting Date: 05/23/2024

Country: USA

Ticker: ORI

Meeting Type: Annual

Primary ISIN: US6802231042

Primary SEDOL: 2659109

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Michael D. Kennedy	Mgmt	For	For
1b	Elect Director Spencer LeRoy, III	Mgmt	For	For
1c	Elect Director Peter B. McNitt	Mgmt	For	For
1d	Elect Director J. Eric Smith	Mgmt	For	For
1e	Elect Director Steven R. Walker	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

Old Second Bancorp, Inc.

Meeting Date: 05/21/2024

Country: USA

Ticker: OSBC

Meeting Type: Annual

Primary ISIN: US6802771005

Primary SEDOL: 2658429

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director James Eccher	Mgmt	For	For
1b	Elect Director Barry Finn	Mgmt	For	Against
1c	Elect Director Dennis Klaeser	Mgmt	For	For
1d	Elect Director Hugh McLean	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Plante & Moran, PLLC as Auditors	Mgmt	For	For

Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.

Ollie's Bargain Outlet Holdings, Inc.

Meeting Date: 06/13/2024

Country: USA

Ticker: OLLI

Meeting Type: Annual

Primary ISIN: US6811161099

Primary SEDOL: BZ22B38

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Alissa Ahlman	Mgmt	For	For
1b	Elect Director Mary Baglivo	Mgmt	For	For
1c	Elect Director Robert Fisch	Mgmt	For	For
1d	Elect Director Stanley Fleishman	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i>				
1e	Elect Director Thomas Hendrickson	Mgmt	For	For
1f	Elect Director Abid Rizvi	Mgmt	For	For
1g	Elect Director John Swygert	Mgmt	For	For
1h	Elect Director Stephen White	Mgmt	For	For
1i	Elect Director Richard Zannino	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Olympus Corp.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 7733

Meeting Type: Annual

Primary ISIN: JP3201200007

Primary SEDOL: 6658801

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Fujita, Sumitaka	Mgmt	For	For
1.2	Elect Director David Robert Hale	Mgmt	For	For
1.3	Elect Director Jimmy C. Beasley	Mgmt	For	For

Olympus Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Ichikawa, Sachiko	Mgmt	For	For
1.5	Elect Director Kan, Kohei	Mgmt	For	For
1.6	Elect Director Gary John Pruden	Mgmt	For	For
1.7	Elect Director Luann Marie Pendency	Mgmt	For	For
1.8	Elect Director Iwasaki, Masato	Mgmt	For	For
1.9	Elect Director Takeuchi, Yasuo	Mgmt	For	For
1.10	Elect Director Stefan Kaufmann	Mgmt	For	For
1.11	Elect Director Okubo, Toshihiko	Mgmt	For	Against

Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.

Omega Flex, Inc.

Meeting Date: 06/13/2024

Country: USA

Ticker: OFLX

Meeting Type: Annual

Primary ISIN: US6820951043

Primary SEDOL: B0FPH75

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Stewart B. Reed	Mgmt	For	For
1.2	Elect Director David K. Evans	Mgmt	For	Withhold

Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.

2	Ratify RSM US LLP as Auditors	Mgmt	For	For
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Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.

Omega Healthcare Investors, Inc.

Meeting Date: 06/07/2024

Country: USA

Ticker: OHI

Meeting Type: Annual

Primary ISIN: US6819361006

Primary SEDOL: 2043274

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kapila K. Anand	Mgmt	For	For
1b	Elect Director Craig R. Callen	Mgmt	For	For
1c	Elect Director Lisa C. Egbunu-Davis	Mgmt	For	For
1d	Elect Director Barbara B. Hill	Mgmt	For	For

Omega Healthcare Investors, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Kevin J. Jacobs	Mgmt	For	For
1f	Elect Director C. Taylor Pickett	Mgmt	For	For
1g	Elect Director Stephen D. Plavin	Mgmt	For	For
1h	Elect Director Burke W. Whitman	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

OmniAb, Inc.

Meeting Date: 06/18/2024

Country: USA

Ticker: OABI

Meeting Type: Annual

Primary ISIN: US68218J1034

Primary SEDOL: BN13S71

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sarah Boyce	Mgmt	For	For
1.2	Elect Director Steve Love	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Omnicell, Inc.

Meeting Date: 05/21/2024

Country: USA

Ticker: OMCL

Meeting Type: Annual

Primary ISIN: US68213N1090

Primary SEDOL: 2789523

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Randall A. Lipps	Mgmt	For	For
1.2	Elect Director Mark W. Parrish	Mgmt	For	For
1.3	Elect Director Kaushik "Bobby" Ghoshal	Mgmt	For	For

Omniceil, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Omnicom Group Inc.

Meeting Date: 05/07/2024

Country: USA

Ticker: OMC

Meeting Type: Annual

Primary ISIN: US6819191064

Primary SEDOL: 2279303

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John D. Wren	Mgmt	For	For
1.2	Elect Director Mary C. Choksi	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.3	Elect Director Leonard S. Coleman, Jr.	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.4	Elect Director Mark D. Gerstein	Mgmt	For	For
1.5	Elect Director Ronnie S. Hawkins	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.6	Elect Director Deborah J. Kissire	Mgmt	For	For
1.7	Elect Director Gracia C. Martore	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.8	Elect Director Patricia Salas Pineda	Mgmt	For	For

Omnicom Group Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.9	Elect Director Linda Johnson Rice	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.10	Elect Director Cassandra Santos	Mgmt	For	For
1.11	Elect Director Valerie M. Williams	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

OMRON Corp.

Meeting Date: 06/20/2024

Country: Japan

Ticker: 6645

Meeting Type: Annual

Primary ISIN: JP3197800000

Primary SEDOL: 6659428

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 52	Mgmt	For	For
2.1	Elect Director Yamada, Yoshihito	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Tsujinaga, Junta	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.3	Elect Director Miyata, Kiichiro	Mgmt	For	For
2.4	Elect Director Tomita, Masahiko	Mgmt	For	For
2.5	Elect Director Yukumoto, Shizuto	Mgmt	For	For
2.6	Elect Director Kamigama, Takehiro	Mgmt	For	For
2.7	Elect Director Kobayashi, Izumi	Mgmt	For	For
2.8	Elect Director Suzuki, Yoshihisa	Mgmt	For	For
3	Appoint Statutory Auditor Miura, Hiroshi	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Appoint Alternate Statutory Auditor Watanabe, Toru	Mgmt	For	For

OMV AG

Meeting Date: 05/28/2024 **Country:** Austria **Ticker:** OMV
Meeting Type: Annual **Primary ISIN:** AT0000743059 **Primary SEDOL:** 4651459

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt		
2.1	Approve Allocation of Income and Dividends of EUR 2.95 per Share	Mgmt	For	For
2.2	Approve Special Dividends of EUR 2.10 per Share	Mgmt	For	For
3	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For
5	Ratify KPMG Austria GmbH as Auditors and as Auditor for the Sustainability Reporting for Fiscal Year 2024	Mgmt	For	For
6	Approve Remuneration Report	Mgmt	For	Against
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns.</i></p>				
7	Approve Remuneration Policy for the Supervisory Board	Mgmt	For	For
8	Approve Remuneration of Supervisory Board Members	Mgmt	For	For
9.1	Approve Long Term Incentive Plan for Key Employees	Mgmt	For	Against
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i></p>				
9.2	Approve Equity Deferral Plan	Mgmt	For	For
10.1	Elect Dorothee Deuring as Supervisory Board Member	Mgmt	For	For
10.2	Elect Patrick Lammers as Supervisory Board Member	Mgmt	For	For
10.3	Elect Khaled Salmeen as Supervisory Board Member	Mgmt	For	For
10.4	Elect Khaled Al Zaabi as Supervisory Board Member	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
11.1	Amend Corporate Purpose	Mgmt	For	For
11.2	Approve Virtual-Only or Hybrid Shareholder Meetings Until 2028	Mgmt	For	Against
<i>Voter Rationale: In-person shareholder meetings enable essential scrutiny of boards and management. There should be an annual physical meeting of the shareholders, and all the directors of the company should attend.</i>				
11.3	Amend Articles of Association	Mgmt	For	For
12	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	Against
<i>Voter Rationale: Shares should not be repurchased at a premium/discount to the market price of more than 10%.</i>				

ON Semiconductor Corporation

Meeting Date: 05/16/2024 **Country:** USA **Ticker:** ON
Meeting Type: Annual **Primary ISIN:** US6821891057 **Primary SEDOL:** 2583576

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Atsushi Abe	Mgmt	For	For
1b	Elect Director Alan Campbell	Mgmt	For	For
1c	Elect Director Susan K. Carter	Mgmt	For	For
1d	Elect Director Thomas L. Deitrich	Mgmt	For	For
1e	Elect Director Hassane El-Khoury	Mgmt	For	For
1f	Elect Director Bruce E. Kiddoo	Mgmt	For	For
1g	Elect Director Christina Lampe-Onnerud	Mgmt	For	For
1h	Elect Director Paul A. Mascarenas	Mgmt	For	For
1i	Elect Director Gregory L. Waters	Mgmt	For	For
1j	Elect Director Christine Y. Yan	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

One Liberty Properties, Inc.

Meeting Date: 06/10/2024

Country: USA

Ticker: OLP

Meeting Type: Annual

Primary ISIN: US6824061039

Primary SEDOL: 2659615

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Edward Gellert	Mgmt	For	For
1.2	Elect Director Fredric H. Gould	Mgmt	For	For
1.3	Elect Director Leor Siri	Mgmt	For	Against
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>			

OneMain Holdings, Inc.

Meeting Date: 06/12/2024

Country: USA

Ticker: OMF

Meeting Type: Annual

Primary ISIN: US68268W1036

Primary SEDOL: BYSZB89

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Philip L. Bronner	Mgmt	For	Against
	<i>Voter Rationale: A vote AGAINST board members Douglas (Doug) Shulman, Philip Bronner, and Toos Daruvala is warranted, in the absence of a say-on-pay proposal and compensation committee members on ballot, due to an unmitigated pay-for-performance misalignment.</i>			
1b	Elect Director Toos N. Daruvala	Mgmt	For	Against
	<i>Voter Rationale: A vote AGAINST board members Douglas (Doug) Shulman, Philip Bronner, and Toos Daruvala is warranted, in the absence of a say-on-pay proposal and compensation committee members on ballot, due to an unmitigated pay-for-performance misalignment.</i>			
1c	Elect Director Douglas H. Shulman	Mgmt	For	Against
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>			

ONEOK, Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: OKE

Meeting Type: Annual

Primary ISIN: US6826801036

Primary SEDOL: 2130109

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Brian L. Derksen	Mgmt	For	For
1.2	Elect Director Julie H. Edwards	Mgmt	For	For
1.3	Elect Director Lori A. Gobillot	Mgmt	For	For
1.4	Elect Director Mark W. Helderman	Mgmt	For	For
1.5	Elect Director Randall J. Larson	Mgmt	For	For
1.6	Elect Director Pattye L. Moore	Mgmt	For	For
1.7	Elect Director Pierce H. Norton, II	Mgmt	For	For
1.8	Elect Director Eduardo A. Rodriguez	Mgmt	For	For
1.9	Elect Director Gerald D. Smith	Mgmt	For	For
1.10	Elect Director Wayne T. Smith	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				

OneSpaWorld Holdings Limited

Meeting Date: 06/05/2024

Country: Bahamas

Ticker: OSW

Meeting Type: Annual

Primary ISIN: BSP736841136

Primary SEDOL: BJY21L2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Marc Magliacano	Mgmt	For	For
1b	Elect Director Walter F. McLallen	Mgmt	For	For
1c	Elect Director Jeffrey E. Stiefler	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				

OneSpaWorld Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<p><i>Voter Rationale: We support an annual say on pay frequency.</i></p>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Onex Corporation

Meeting Date: 05/09/2024

Country: Canada

Ticker: ONEX

Meeting Type: Annual/Special

Primary ISIN: CA68272K1030

Primary SEDOL: 2659518

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Lisa Carnoy	Mgmt	For	For
1B	Elect Director Robert M. Le Blanc	Mgmt	For	For
1C	Elect Director Sarabjit S. Marwah	Mgmt	For	Withhold
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i></p>				
1D	Elect Director Beth A. Wilkinson	Mgmt	For	Withhold
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i></p>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Authorize Board to Fix Remuneration of Auditors	Mgmt	For	For
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i></p>				
5	Adopt By-Law No. 5	Mgmt	For	For

Ono Pharmaceutical Co., Ltd.

Meeting Date: 06/20/2024

Country: Japan

Ticker: 4528

Meeting Type: Annual

Primary ISIN: JP3197600004

Primary SEDOL: 6660107

Ono Pharmaceutical Co., Ltd.

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 Sagara, Gyo	Mgmt	For	For
2.2	Elect Director Takino, Toichi	Mgmt	For	For
2.3	Elect Director Tsujinaka, Toshihiro	Mgmt	For	For
2.4	Elect Director Nomura, Masao	Mgmt	For	For
2.5	Elect Director Okuno, Akiko	Mgmt	For	For
2.6	Elect Director Nagae, Shusaku	Mgmt	For	For
3.1	Appoint Statutory Auditor Idemitsu, Kiyooki	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.2	Appoint Statutory Auditor Hishiyama, Yasuo	Mgmt	For	For

Onto Innovation Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: ONTO

Meeting Type: Annual

Primary ISIN: US6833441057

Primary SEDOL: BKZ7N95

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Leo Berlinghieri	Mgmt	For	For
1b	Elect Director Stephen D. Kelley	Mgmt	For	For
1c	Elect Director Susan D. Lynch	Mgmt	For	For
1d	Elect Director David B. Miller	Mgmt	For	For
1e	Elect Director Michael P. Plisinski	Mgmt	For	For
1f	Elect Director Christopher A. Seams	Mgmt	For	For
1g	Elect Director May Su	Mgmt	For	For
1h	Elect Director Christine A. Tsingos	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: .</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

oOh!media Limited

Meeting Date: 05/16/2024

Country: Australia

Ticker: OML

Meeting Type: Annual

Primary ISIN: AU000000OML6

Primary SEDOL: BSXN8D0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	None	For
2	Elect Tony Faure as Director	Mgmt	For	For
3	Elect Andrew Stevens as Director	Mgmt	For	For
4	Approve oOh!media's Equity Incentive Plan	Mgmt	For	For
5	Approve Grant of Performance Rights under the Equity Incentive Plan to Catherine O'Connor	Mgmt	For	For
6	Approve Grant of Deferred Restricted Shares under the Equity Incentive Plan to Catherine O'Connor	Mgmt	For	For

Option Care Health, Inc.

Meeting Date: 05/15/2024

Country: USA

Ticker: OPCH

Meeting Type: Annual

Primary ISIN: US68404L2016

Primary SEDOL: BKM5C62

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John J. Arlotta	Mgmt	For	For
1.2	Elect Director Elizabeth Q. Betten	Mgmt	For	For
1.3	Elect Director Elizabeth D. Bierbower	Mgmt	For	For
1.4	Elect Director Barbara W. Bodem	Mgmt	For	For
1.5	Elect Director Eric K. Brandt	Mgmt	For	For
1.6	Elect Director Natasha Deckmann	Mgmt	For	For
1.7	Elect Director David W. Golding	Mgmt	For	For
1.8	Elect Director Harry M. Jansen Kraemer, Jr.	Mgmt	For	For
1.9	Elect Director R. Carter Pate	Mgmt	For	For
1.10	Elect Director John C. Rademacher	Mgmt	For	For
1.11	Elect Director Timothy P. Sullivan	Mgmt	For	For
1.12	Elect Director Norman L. Wright	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For

Option Care Health, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale:</i> • All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. • Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. • Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</p>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale:</i> On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</p>				

Orange SA

Meeting Date: 05/22/2024

Country: France

Ticker: ORA

Meeting Type: Annual/Special

Primary ISIN: FR0000133308

Primary SEDOL: 5176177

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 0.72 per Share	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions Regarding One New Transaction	Mgmt	For	For
5	Reelect Christel Heydemann as Director	Mgmt	For	For
6	Reelect Frederic Sanchez as Director	Mgmt	For	For
7	Elect Thierry Chatelier as Representative of Employee Shareholders to the Board	Mgmt	For	For
8	Appoint Deloitte & Associates as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For
9	Appoint KPMG as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For
10	Approve Compensation Report	Mgmt	For	For
11	Approve Compensation of Christel Heydemann, CEO	Mgmt	For	Against
<p><i>Voter Rationale:</i> Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</p>				

Orange SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12	Approve Compensation of Jacques Aschenbroich, Chairman of the Board	Mgmt	For	For
13	Approve Remuneration Policy of CEO	Mgmt	For	Against
<i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>				
14	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For
15	Approve Remuneration Policy of Directors	Mgmt	For	For
16	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
17	Authorize up to 0.12 Percent of Issued Capital for Use in Restricted Stock Plans Reserved for Key Employees and Corporate Officers With Performance Conditions Attached	Mgmt	For	Against
<i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
18	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against
<i>Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.</i>				
19	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
20	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For
	Shareholder Proposal Submitted by Fonds Commun de Placement d'Entreprise Orange Actions	Mgmt		
A	Amending Item 17 of Current Meeting to either Align the Employees' Free Shares Plans to the Executives' LTIPs or Proceed to an Annual Issuance Reserved for Employees Aligned with the Terms of Issuances used in Employees Stock Purchase Plans	SH	Against	Against
<i>Voter Rationale: This proposal is overly prescriptive.</i>				

O'Reilly Automotive, Inc.

Meeting Date: 05/16/2024

Country: USA

Ticker: ORLY

Meeting Type: Annual

Primary ISIN: US67103H1077

Primary SEDOL: B65LWX6

O'Reilly Automotive, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Greg Henslee	Mgmt	For	For
1b	Elect Director David O'Reilly	Mgmt	For	For
1c	Elect Director Larry O'Reilly	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1d	Elect Director Gregory D. Johnson	Mgmt	For	For
1e	Elect Director Thomas T. Hendrickson	Mgmt	For	For
1f	Elect Director John R. Murphy	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1g	Elect Director Dana M. Perlman	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1h	Elect Director Maria A. Sastre	Mgmt	For	For
1i	Elect Director Andrea M. Weiss	Mgmt	For	For
1j	Elect Director Fred Whitfield	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
4	Require Independent Board Chair	SH	Against	For
<i>Voter Rationale: Appointing a fully independent chairman creates a balance of power that is more conducive to long-term performance. A board headed by management cannot reasonably provide the best oversight and evaluation of managements performance.</i>				

Organo Corp.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 6368

Meeting Type: Annual

Primary ISIN: JP3201600008

Primary SEDOL: 6470522

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 61	Mgmt	For	For
2.1	Elect Director Yamada, Masayuki	Mgmt	For	For

Organo Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Elect Director Nakayama, Yasutoshi	Mgmt	For	For
2.3	Elect Director Suda, Nobuyoshi	Mgmt	For	For
2.4	Elect Director Honda, Tetsushi	Mgmt	For	For
2.5	Elect Director Hirai, Kenji	Mgmt	For	For
2.6	Elect Director Wada, Morifumi	Mgmt	For	For
2.7	Elect Director Abe, Daisaku	Mgmt	For	For
2.8	Elect Director Hanano, Nobuko	Mgmt	For	For
2.9	Elect Director Kodama, Naomi	Mgmt	For	For
3.1	Appoint Alternate Statutory Auditor Furuchi, Chikara	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.2	Appoint Alternate Statutory Auditor Minaki, Mio	Mgmt	For	For

Organon & Co.

Meeting Date: 06/04/2024

Country: USA

Ticker: OGN

Meeting Type: Annual

Primary ISIN: US68622V1061

Primary SEDOL: BLDC8J4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kevin Ali	Mgmt	For	For
1b	Elect Director Martha E. McGarry	Mgmt	For	For
1c	Elect Director Philip Ozuah	Mgmt	For	For
1d	Elect Director Shalini Sharp	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Orient Corp.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 8585

Meeting Type: Annual

Primary ISIN: JP3199000005

Primary SEDOL: 6661122

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 Kono, Masaaki	Mgmt	For	For
2.2	Elect Director Iimori, Tetsuo	Mgmt	For	For
2.3	Elect Director Umemiya, Makoto	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.4	Elect Director Watanabe, Ichiro	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.5	Elect Director Nakanishi, Makoto	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.6	Elect Director Higuchi, Chiharu	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.7	Elect Director Mizuno, Tetsuro	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.8	Elect Director Nishino, Kazumi	Mgmt	For	For
2.9	Elect Director Honjo, Shigeaki	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Fukasawa, Yuji	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
3.2	Elect Director and Audit Committee Member Sakurai, Yuki	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
3.3	Elect Director and Audit Committee Member Matsui, Gan	Mgmt	For	For
3.4	Elect Director and Audit Committee Member Ogasawara, Yuka	Mgmt	For	For
4	Elect Alternate Director and Audit Committee Member Honjo, Shigeaki	Mgmt	For	For
5	Approve Trust-Type Equity Compensation Plan	Mgmt	For	Against
<i>Voter Rationale: Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.</i>				

Orient Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Approve Trust-Type Equity Compensation Plan	Mgmt	For	Against
<p><i>Voter Rationale: Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.</i></p>				

Oriental Land Co., Ltd.

Meeting Date: 06/27/2024	Country: Japan	Ticker: 4661
	Meeting Type: Annual	
	Primary ISIN: JP3198900007	Primary SEDOL: 6648891

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 8	Mgmt	For	For
2.1	Elect Director Kagami, Toshio	Mgmt	For	For
2.2	Elect Director Takano, Yumiko	Mgmt	For	For
2.3	Elect Director Yoshida, Kenji	Mgmt	For	For
2.4	Elect Director Katayama, Yuichi	Mgmt	For	For
2.5	Elect Director Takahashi, Wataru	Mgmt	For	For
2.6	Elect Director Kaneki, Yuichi	Mgmt	For	For
2.7	Elect Director Kambara, Rika	Mgmt	For	For
2.8	Elect Director Hanada, Tsutomu	Mgmt	For	For
2.9	Elect Director Mogi, Yuzaburo	Mgmt	For	For
2.10	Elect Director Tajiri, Kunio	Mgmt	For	For
2.11	Elect Director Kikuchi, Misao	Mgmt	For	For
2.12	Elect Director Watanabe, Koichiro	Mgmt	For	For
3.1	Appoint Statutory Auditor Suzuki, Shigeru	Mgmt	For	Against
<p><i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i></p>				
3.2	Appoint Statutory Auditor Kainaka, Tatsuo	Mgmt	For	For
3.3	Appoint Statutory Auditor Saigusa, Norio	Mgmt	For	Against
<p><i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i></p>				

Oriental Land Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.4	Appoint Statutory Auditor Mashimo, Yukihiro	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
4	Approve Trust-Type Equity Compensation Plan	Mgmt	For	Against
<i>Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.</i>				
5	Approve Compensation Ceiling for Statutory Auditors	Mgmt	For	For
6	Approve Donation of Treasury Shares to Oriental Land Happiness of Children Foundation	Mgmt	For	Against
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				

Origin Bancorp, Inc.

Meeting Date: 04/24/2024

Country: USA

Ticker: OBK

Meeting Type: Annual

Primary ISIN: US68621T1025

Primary SEDOL: BDFFBM9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Daniel Chu	Mgmt	For	Against
<i>Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.</i>				
1.2	Elect Director James S. D'Agostino, Jr.	Mgmt	For	For
1.3	Elect Director James E. Davison, Jr.	Mgmt	For	For
1.4	Elect Director Jay Dyer	Mgmt	For	For
1.5	Elect Director A. La'Verne Edney	Mgmt	For	For
1.6	Elect Director Meryl Farr	Mgmt	For	For
1.7	Elect Director Richard J. Gallot, Jr.	Mgmt	For	For
1.8	Elect Director Stacey Goff	Mgmt	For	Against
<i>Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.</i>				
1.9	Elect Director Michael Jones	Mgmt	For	For
1.10	Elect Director Gary E. Luffey	Mgmt	For	For
1.11	Elect Director Farrell J. Malone	Mgmt	For	For
1.12	Elect Director Drake Mills	Mgmt	For	For
1.13	Elect Director Lori Sirman	Mgmt	For	For

Origin Bancorp, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.14	Elect Director Elizabeth Solender	Mgmt	For	For
1.15	Elect Director Steven Taylor	Mgmt	For	For
2	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Ratify FORVIS, LLP as Auditors	Mgmt	For	For

ORIX Corp.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 8591

Meeting Type: Annual

Primary ISIN: JP3200450009

Primary SEDOL: 6661144

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Inoue, Makoto	Mgmt	For	For
1.2	Elect Director Matsuzaki, Satoru	Mgmt	For	For
1.3	Elect Director Stan Koyanagi	Mgmt	For	For
1.4	Elect Director Mikami, Yasuaki	Mgmt	For	For
1.5	Elect Director Takahashi, Hidetake	Mgmt	For	For
1.6	Elect Director Michael Cusumano	Mgmt	For	For
1.7	Elect Director Akiyama, Sakie	Mgmt	For	For
1.8	Elect Director Watanabe, Hiroshi	Mgmt	For	For
1.9	Elect Director Sekine, Aiko	Mgmt	For	For
1.10	Elect Director Hodo, Chikatomo	Mgmt	For	For
1.11	Elect Director Yanagawa, Noriyuki	Mgmt	For	For

Orla Mining Ltd.

Meeting Date: 06/20/2024

Country: Canada

Ticker: OLA

Meeting Type: Annual/Special

Primary ISIN: CA68634K1066

Primary SEDOL: BYZGJ92

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Charles Jeannes	Mgmt	For	For
1.2	Elect Director Jason Simpson	Mgmt	For	For
1.3	Elect Director Jean Robitaille	Mgmt	For	For
1.4	Elect Director Tim Haldane	Mgmt	For	For
1.5	Elect Director David Stephens	Mgmt	For	For
1.6	Elect Director Elizabeth McGregor	Mgmt	For	For
1.7	Elect Director Tamara Brown	Mgmt	For	For
1.8	Elect Director Ana Sofia Rios	Mgmt	For	For
1.9	Elect Director Rob Krcmarov	Mgmt	For	For
1.10	Elect Director Scott Langley	Mgmt	For	For
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Re-approve Stock Option Plan	Mgmt	For	Against
<i>Voter Rationale: Based on evaluation of the estimated cost, plan features, grant practices, and overriding negative factors using the Equity Plan Score Card (EPSC), vote AGAINST this stock option plan due to the following key factor(s): * The plan's estimated cost is excessive; * The company's potential dilution from equity plans is excessive;</i>				

ORLEN SA

Meeting Date: 06/25/2024

Country: Poland
Meeting Type: Annual

Ticker: PKN

Primary ISIN: PLPKN0000018

Primary SEDOL: 5810066

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Open Meeting	Mgmt		
2	Elect Meeting Chairman	Mgmt	For	For
3	Acknowledge Proper Convening of Meeting	Mgmt		
4	Approve Agenda of Meeting	Mgmt	For	For
5	Elect Members of Vote Counting Commission	Mgmt	For	For
6	Receive Management Board Report on Company's and Group's Operations	Mgmt		

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Receive Financial Statements and Management Board Proposal on Allocation of Income	Mgmt		
8	Receive Consolidated Financial Statements	Mgmt		
9	Receive Supervisory Board Report	Mgmt		
10	Receive Management Board Report on Expenses Related to Representation, Legal Services, Marketing Services, Public Relations Services, Social Communication Services, and Management Advisory Services	Mgmt		
11	Approve Management Board Report on Company's and Group's Operations	Mgmt	For	For
12	Approve Financial Statements	Mgmt	For	For
13	Approve Consolidated Financial Statements	Mgmt	For	For
<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
14	Approve Allocation of Income and Dividends of PLN 4.15 per Share	Mgmt	For	For
15	Approve Supervisory Board Report	Mgmt	For	For
16.1	Withhold Discharge of Daniel Obajtek (CEO)	Mgmt	For	For
16.2	Withhold Discharge of Armen Artwich (Management Board Member)	Mgmt	For	For
16.3	Withhold Discharge of Adam Burak (Management Board Member)	Mgmt	For	For
16.4	Withhold Discharge of Patrycja Klarecka (Management Board Member)	Mgmt	For	For
16.5	Withhold Discharge of Michal Rog (Management Board Member)	Mgmt	For	For
16.6	Withhold Discharge of Jan Szewczak (Management Board Member)	Mgmt	For	For
16.7	Withhold Discharge of Jozef Wegrecki (Management Board Member)	Mgmt	For	For
16.8	Withhold Discharge of Piotr Sabat (Management Board Member)	Mgmt	For	For
16.9	Withhold Discharge of Krzysztof Nowicki (Management Board Member)	Mgmt	For	For
16.10	Withhold Discharge of Iwona Waksmundzka-Olejniczak (Management Board Member)	Mgmt	For	For
16.11	Withhold Discharge of Robert Perkowski (Management Board Member)	Mgmt	For	For
16.12	Approve Discharge of Monika Standziak-Koresh (CEO of LOTOS SPV)	Mgmt	For	For
16.13	Approve Discharge of Jaroslaw Brzyski (Management Board Member of LOTOS SPV)	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
16.14	Approve Discharge of Wojciech Hatala-Sierant (Management Board Member of LOTOS SPV)	Mgmt	For	For
17.1	Withhold Discharge of Wojciech Jasinski (Supervisory Board Chairman)	Mgmt	For	For
17.2	Withhold Discharge of Andrzej Szumanski (Supervisory Board Deputy Chairman)	Mgmt	For	For
17.3	Withhold Discharge of Anna Wojcik (Supervisory Board Secretary)	Mgmt	For	For
17.4	Withhold Discharge of Barbara Jarzembowska (Supervisory Board Member)	Mgmt	For	For
17.5	Withhold Discharge of Andrzej Kapala (Supervisory Board Member)	Mgmt	For	For
17.6	Withhold Discharge of Michal Klimaszewski (Supervisory Board Member)	Mgmt	For	For
17.7	Withhold Discharge of Roman Kusz (Supervisory Board Member)	Mgmt	For	For
17.8	Withhold Discharge of Jadwiga Lesisz (Supervisory Board Member)	Mgmt	For	For
17.9	Withhold Discharge of Anna Sakowicz-Kacz (Supervisory Board Member)	Mgmt	For	For
17.10	Withhold Discharge of Janina Goss (Supervisory Board Member)	Mgmt	For	For
18	Approve Remuneration Report	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Retirement benefits should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.</i>				
19	Approve Remuneration Policy	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Retirement benefits should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable.</i>				
20	Fix Number of Supervisory Board Members at Ten	Mgmt	For	For
21	Elect Supervisory Board Member	Mgmt	For	Against
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
22	Approve Remuneration of Supervisory Board Members	Mgmt	For	For
23	Close Meeting	Mgmt		

Ormat Technologies, Inc.

Meeting Date: 05/08/2024

Country: USA

Ticker: ORA

Meeting Type: Annual

Primary ISIN: US6866881021

Primary SEDOL: B03L311

Ormat Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Isaac Angel	Mgmt	For	For
1B	Elect Director Ravit Barniv	Mgmt	For	For
1C	Elect Director Karin Corfee	Mgmt	For	For
1D	Elect Director David Granot	Mgmt	For	For
1E	Elect Director Michal Marom	Mgmt	For	For
1F	Elect Director Mike Nikkel	Mgmt	For	For
1G	Elect Director Dafna Sharir	Mgmt	For	For
1H	Elect Director Stanley B. Stern	Mgmt	For	For
1I	Elect Director Byron G. Wong	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Kesselman & Kesselman as Auditors	Mgmt	For	For
4	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For
5	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

OSAKA Titanium Technologies Co., Ltd.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 5726

Meeting Type: Annual

Primary ISIN: JP3407200009

Primary SEDOL: 6447719

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kawafuku, Junji	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Given the recent updates to the board, we will keep this matter under review.</i>				
1.2	Elect Director Takahashi, Satoru	Mgmt	For	For
1.3	Elect Director Arai, Tadao	Mgmt	For	For
1.4	Elect Director Matsuoka, Jun	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Shimamoto, Nobuhide	Mgmt	For	For
2.2	Elect Director and Audit Committee Member Yamaguchi, Shigehisa	Mgmt	For	For

OSAKA Titanium Technologies Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.3	Elect Director and Audit Committee Member Murata, Masashi	Mgmt	For	For
2.4	Elect Director and Audit Committee Member Oishi, Masami	Mgmt	For	For

Osisko Gold Royalties Ltd

Meeting Date: 05/09/2024

Country: Canada

Ticker: OR

Meeting Type: Annual

Primary ISIN: CA68827L1013

Primary SEDOL: BN60CQ4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jason Attew	Mgmt	For	For
1.2	Elect Director Joanne Ferstman	Mgmt	For	For
1.3	Elect Director Edie Hofmeister	Mgmt	For	For
1.4	Elect Director W. Murray John	Mgmt	For	For
1.5	Elect Director Robert Krcmarov	Mgmt	For	For
1.6	Elect Director Pierre Labbe	Mgmt	For	For
1.7	Elect Director Norman MacDonald	Mgmt	For	For
1.8	Elect Director Candace MacGibbon	Mgmt	For	For
1.9	Elect Director David Smith	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Re-approve Employee Share Purchase Plan	Mgmt	For	For
4	Re-approve Restricted Share Unit Plan	Mgmt	For	For
5	Advisory Vote on Executive Compensation Approach	Mgmt	For	For

Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.

Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

Otis Worldwide Corporation

Meeting Date: 05/16/2024

Country: USA

Ticker: OTIS

Meeting Type: Annual

Primary ISIN: US68902V1070

Primary SEDOL: BK531S8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Thomas A. Bartlett	Mgmt	For	For
1b	Elect Director Jeffrey H. Black	Mgmt	For	For
1c	Elect Director Jill C. Brannon	Mgmt	For	For
1d	Elect Director Nelda J. Connors	Mgmt	For	For
1e	Elect Director Kathy Hopinkah Hannan	Mgmt	For	For
1f	Elect Director Shailesh G. Jejurikar	Mgmt	For	For
1g	Elect Director Christopher J. Kearney	Mgmt	For	For
1h	Elect Director Judith F. Marks	Mgmt	For	For
1i	Elect Director Margaret M. V. Preston	Mgmt	For	For
1j	Elect Director Shelley Stewart, Jr.	Mgmt	For	For
1k	Elect Director John H. Walker	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i></p>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
4	Adopt Policy on Improved Majority Voting for Election of Directors	SH	Against	Against

OTP Bank Nyrt

Meeting Date: 04/26/2024

Country: Hungary

Ticker: OTP

Meeting Type: Annual

Primary ISIN: HU0000061726

Primary SEDOL: 7320154

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Members of Vote Counting Committee	Mgmt	For	For
2	Elect Keeper of Minutes, Shareholders to Authenticate Minutes	Mgmt	For	For
3	Approve Financial Statements, Statutory Reports, and Allocation of Income and Dividends	Mgmt	For	For
<p><i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.</i></p>				
4	Approve Company's Corporate Governance Statement	Mgmt	For	For
5	Approve Discharge of Management Board	Mgmt	For	For

OTP Bank Nyrt

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Approve Auditor and Fix Its Remuneration	Mgmt	For	For
7.1	Amend Bylaws by Joint Votes with Regard to Each Section	Mgmt	For	For
7.2	Amend Bylaws	Mgmt	For	For
8.1	Approve Remuneration Policy and Authorize Supervisory Board to Define Remuneration Rules in Details	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Severance payments should not exceed two year's pay. Larger severance packages should be subject to a separate shareholder approval. All cash or share-based awards and payments that fall outside the companys remuneration policy should require ex-ante shareholder approval. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date. The remuneration policy should provide details of the rules governing the award of the annual and long-term variable incentives, any exceptional components and termination arrangements.</i></p>				
8.2	Approve Remuneration Policy	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Severance payments should not exceed two year's pay. Larger severance packages should be subject to a separate shareholder approval. All cash or share-based awards and payments that fall outside the companys remuneration policy should require ex-ante shareholder approval. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date. The remuneration policy should provide details of the rules governing the award of the annual and long-term variable incentives, any exceptional components and termination arrangements.</i></p>				
9	Approve Remuneration of Management Board, Supervisory Board, and Audit Committee Members	Mgmt	For	For
10	Authorize Share Repurchase Program	Mgmt	For	Against
<p><i>Voter Rationale: Shares should not be repurchased at a premium/discount to the market price of more than 10%. Any share repurchase request in excess of 10% should be undertaken in exceptional circumstances only and be fully justified by the company.</i></p>				

OUTFRONT Media Inc.

Meeting Date: 06/03/2024
Country: USA
Ticker: OUT
Meeting Type: Annual
Primary ISIN: US69007J1060
Primary SEDOL: BSP6611

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Nicolas Brien	Mgmt	For	For
1b	Elect Director Angela Courtin	Mgmt	For	For
1c	Elect Director Manuel A. Diaz	Mgmt	For	Against
<p><i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, the company's governing documents prohibit shareholders ability to amend the bylaws.</i></p>				

OUTFRONT Media Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Director Michael J. Dominguez	Mgmt	For	For
1e	Elect Director Jeremy J. Male	Mgmt	For	For
1f	Elect Director Peter Mathes	Mgmt	For	For
1g	Elect Director Susan M. Tolson	Mgmt	For	Against
1h	Elect Director Joseph H. Wender	Mgmt	For	Against
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against

Oversea-Chinese Banking Corporation Limited

Meeting Date: 04/30/2024

Country: Singapore

Ticker: O39

Meeting Type: Annual

Primary ISIN: SG1S04926220

Primary SEDOL: B0F9V20

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Directors' Statement, Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
2a	Elect Andrew Lee Kok Keng as Director	Mgmt	For	For
2b	Elect Andrew Khoo Cheng Hoe as Director	Mgmt	For	For
2c	Elect Pramukti Surjaudaja as Director	Mgmt	For	For
3	Elect Seck Wai Kwong as Director	Mgmt	For	For
4	Approve Final Dividend	Mgmt	For	For
5a	Approve Directors' Remuneration	Mgmt	For	For
5b	Approve Allotment and Issuance of Remuneration Shares to the Directors	Mgmt	For	For
6	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Directors to Fix Their Remuneration	Mgmt	For	For
7	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For

Oversea-Chinese Banking Corporation Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Approve Grant of Options and/or Rights and Issuance of Shares Pursuant to the OCBC Share Option Scheme 2001, OCBC Employee Share Purchase Plan, and the OCBC Deferred Share Plan 2021	Mgmt	For	Against

Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 2 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.

9	Approve Issuance of Shares Pursuant to the OCBC Scrip Dividend Scheme	Mgmt	For	For
10	Authorize Share Repurchase Program	Mgmt	For	For

OX2 AB

Meeting Date: 05/14/2024	Country: Sweden	Ticker: OX2
	Meeting Type: Annual	
	Primary ISIN: SE0016075337	Primary SEDOL: BMD2JW1

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
5	Acknowledge Proper Convening of Meeting	Mgmt	For	For
6	Receive Financial Statements and Statutory Reports	Mgmt		
7.a	Accept Financial Statements and Statutory Reports	Mgmt	For	For
7.b	Approve Allocation of Income and Omission of Dividends	Mgmt	For	For
7.c1	Approve Discharge of Johan Ihrfelt	Mgmt	For	For
7.c2	Approve Discharge of Thomas von Otter	Mgmt	For	For
7.c3	Approve Discharge of Anna-Karin Eliasson Celsing	Mgmt	For	For
7.c4	Approve Discharge of Niklas Midby	Mgmt	For	For
7.c5	Approve Discharge of Petter Samlin	Mgmt	For	For
7.c6	Approve Discharge of Jan Frykhammar	Mgmt	For	For
7.c7	Approve Discharge of Malin Persson	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7.c8	Approve Discharge of Ann Grevelius	Mgmt	For	For
7.c9	Approve Discharge of Paul Stormoen	Mgmt	For	For
7.d	Approve Remuneration Report	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
8	Determine Number of Members (9) and Deputy Members (0) of Board; Determine Number of Auditors (1) and Deputy Auditors (0)	Mgmt	For	For
9	Approve Remuneration of Directors in the Amount of SEK 320,000 for Each Director; Approve Remuneration for Committee Work; Approve Remuneration of Auditors	Mgmt	For	For
10.a	Reelect Johan Ihrfelt as Director	Mgmt	For	Against
<i>Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board. In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
10.b	Reelect Thomas von Otter as Director	Mgmt	For	For
10.c	Reelect Anna-Karin Eliasson Celsing as Director	Mgmt	For	For
10.d	Reelect Niklas Midby as Director	Mgmt	For	For
10.e	Reelect Malin Persson as Director	Mgmt	For	Against
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
10.f	Reelect Ann Grevelius as Director	Mgmt	For	For
10.g	Elect Oystein Loseth as New Director	Mgmt	For	For
10.h	Elect Peter Wallin as New Director	Mgmt	For	For
10.i	Elect Kristina Patek as New Director	Mgmt	For	For
10.j	Reelect Johan Ihrfelt as Board Chair	Mgmt	For	Against
<i>Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board. In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process. The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>				
10.k	Ratify Deloitte AB as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
11	Approve Issuance of Up to 10 Percent of Issued Shares without Preemptive Rights	Mgmt	For	For

OX2 AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12	Approve Performance Share Matching Plan for Key Employees	Mgmt	For	For
<i>Voter Rationale: Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
13	Approve Nomination Committee Procedures	Mgmt	For	For
14	Close Meeting	Mgmt		

Oxford Industries, Inc.

Meeting Date: 06/25/2024

Country: USA

Ticker: OXM

Meeting Type: Annual

Primary ISIN: US6914973093

Primary SEDOL: 2665300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Thomas C. Chubb, III	Mgmt	For	For
1.2	Elect Director John R. Holder	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.3	Elect Director Stephen S. Lanier	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

Pacific Biosciences of California, Inc.

Meeting Date: 06/18/2024

Country: USA

Ticker: PACB

Meeting Type: Annual

Primary ISIN: US69404D1081

Primary SEDOL: B4N8MH9

Pacific Biosciences of California, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Randy Livingston	Mgmt	For	For
1b	Elect Director David Meline	Mgmt	For	For
1c	Elect Director Marshall Mohr	Mgmt	For	For
1d	Elect Director Hannah A. Valantine	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	Against
<i>Voter Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The plan cost is excessive; * The disclosure of change-in-control ("CIC") vesting treatment is incomplete (or is otherwise considered discretionary); and * The plan allows broad discretion to accelerate vesting.</i>				
5	Declassify the Board of Directors	Mgmt	For	For
<i>Voter Rationale: The annual election of directors provides greater accountability to shareholders and is a widely accepted best practice in corporate governance. Shareholders should have the opportunity to communicate with directors regarding their performance regularly.</i>				
6	Amend Certificate of Incorporation to Limit the Liability of Officers	Mgmt	For	For
7	Adjourn Meeting	Mgmt	For	Against
<i>Voter Rationale: A vote AGAINST this proposal is warranted as Item 4 (Amend Omnibus Stock Plan) does not merit support.</i>				

Pacira Biosciences, Inc.

Meeting Date: 06/11/2024

Country: USA

Ticker: PCRX

Meeting Type: Annual

Primary ISIN: US6951271005

Primary SEDOL: B3X26D8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Laura Brege	Mgmt	For	For
1.2	Elect Director Mark I. Froimson	Mgmt	For	For
1.3	Elect Director Mark A. Kronenfeld	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i>				

Pacira Biosciences, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Michael Yang	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

PAL GROUP Holdings Co., Ltd.

Meeting Date: 05/29/2024

Country: Japan

Ticker: 2726

Meeting Type: Annual

Primary ISIN: JP3781650001

Primary SEDOL: 6421898

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 50	Mgmt	For	For
2	Amend Articles to Amend Provisions on Director Titles	Mgmt	For	For
3.1	Elect Director Matsuo, Isamu	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
3.2	Elect Director Watanabe, Takayo	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.3	Elect Director Inoue, Ryuta	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
3.4	Elect Director Kojima, Hirofumi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.5	Elect Director Inoue, Hidetaka	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.6	Elect Director Arimitsu, Yasuji	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				

PAL GROUP Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.7	Elect Director Higuchi, Hisayuki	Mgmt	For	For
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.8	Elect Director Teranishi, Kensaku	Mgmt	For	For
3.9	Elect Director Arai, Yoshiaki	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
4	Appoint Statutory Auditor Hirano, Shigetoshi	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
5	Appoint Alternate Statutory Auditor Ogawa, Norihisa	Mgmt	For	For

Paladin Energy Ltd

Meeting Date: 04/09/2024

Country: Australia

Ticker: PDN

Meeting Type: Special

Primary ISIN: AU000000PDN8

Primary SEDOL: 6668468

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Share Consolidation	Mgmt	For	For

Palantir Technologies, Inc.

Meeting Date: 06/05/2024

Country: USA

Ticker: PLTR

Meeting Type: Annual

Primary ISIN: US69608A1088

Primary SEDOL: BN78DQ4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Alexander Karp	Mgmt	For	Withhold
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>				
1.2	Elect Director Stephen Cohen	Mgmt	For	Withhold
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>				
1.3	Elect Director Peter Thiel	Mgmt	For	Withhold
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>				

Palantir Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Alexander Moore	Mgmt	For	Withhold
<p><i>Voter Rationale: WITHHOLD votes are warranted for Governance Committee members Alexander Moore and Alexandra Schiff given the board's failure to remove, or subject to a reasonable sunset requirement, the problematic capital structure and the pop-up classified board structure, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Alexander Karp, Stephen Cohen, and Peter Thiel as their ownership of the supervoting shares (through shares held in the Founder Voting Trust) provide them with voting power control of the company. In the absence of a say-on-pay proposal on ballot, WITHHOLD votes are warranted for compensation committee members Alexander Moore and Alexandra Schiff due to a problematic pay practice. The CEO's pay consisted primarily of \$3.2 million in various large perks and other benefits such as a travel stipend, personal security services, personal use of chartered aircraft, and personal tax services. Although the company explains the nature of the perquisites, it did not provide a specific rationale for the size of the perks, which were significant. A vote FOR the remaining director nominees is warranted.</i></p>				
1.5	Elect Director Alexandra Schiff	Mgmt	For	Withhold
<p><i>Voter Rationale: WITHHOLD votes are warranted for Governance Committee members Alexander Moore and Alexandra Schiff given the board's failure to remove, or subject to a reasonable sunset requirement, the problematic capital structure and the pop-up classified board structure, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Alexander Karp, Stephen Cohen, and Peter Thiel as their ownership of the supervoting shares (through shares held in the Founder Voting Trust) provide them with voting power control of the company. In the absence of a say-on-pay proposal on ballot, WITHHOLD votes are warranted for compensation committee members Alexander Moore and Alexandra Schiff due to a problematic pay practice. The CEO's pay consisted primarily of \$3.2 million in various large perks and other benefits such as a travel stipend, personal security services, personal use of chartered aircraft, and personal tax services. Although the company explains the nature of the perquisites, it did not provide a specific rationale for the size of the perks, which were significant. A vote FOR the remaining director nominees is warranted.</i></p>				
1.6	Elect Director Lauren Friedman Stat	Mgmt	For	For
1.7	Elect Director Eric Woersching	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

Palomar Holdings, Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: PLMR

Meeting Type: Annual

Primary ISIN: US69753M1053

Primary SEDOL: BJYLZK6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Catriona M. Fallon	Mgmt	For	For
1.2	Elect Director Daina Middleton	Mgmt	For	For
1.3	Elect Director Richard H. Taketa	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i></p>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Paltac Corp.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 8283

Meeting Type: Annual

Primary ISIN: JP3782200004

Primary SEDOL: B61BG94

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kasutani, Seiichi	Mgmt	For	For
1.2	Elect Director Yoshida, Takuya	Mgmt	For	For
1.3	Elect Director Noma, Masahiro	Mgmt	For	For
1.4	Elect Director Shimada, Masaharu	Mgmt	For	For
1.5	Elect Director Yamada, Yoshitaka	Mgmt	For	For
1.6	Elect Director Sakon, Yuji	Mgmt	For	For
1.7	Elect Director Oishi, Kaori	Mgmt	For	For
1.8	Elect Director Orisaku, Mineko	Mgmt	For	For
1.9	Elect Director Inui, Shingo	Mgmt	For	For
1.10	Elect Director Yoshitake, Ichiro	Mgmt	For	For
1.11	Elect Director Takamori, Tatsuomi	Mgmt	For	For
1.12	Elect Director Hattori, Akito	Mgmt	For	For
2.1	Appoint Statutory Auditor Gomi, Takeo	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
2.2	Appoint Statutory Auditor Miki, Noriaki	Mgmt	For	For

Pan American Silver Corp.

Meeting Date: 05/08/2024

Country: Canada

Ticker: PAAS

Meeting Type: Annual/Special

Primary ISIN: CA6979001089

Primary SEDOL: 2669272

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Fix Number of Directors at Nine	Mgmt	For	For
2.1	Elect Director John Begeman	Mgmt	For	For
2.2	Elect Director Neil de Gelder	Mgmt	For	Withhold
<i>Voter Rationale: We expect companies to have policies in place to increase racial diversity on the board. Our minimum expectation is that at least one board member identifies as a member of an underrepresented community.</i>				
2.3	Elect Director Chantal Gosselin	Mgmt	For	For
2.4	Elect Director Charles Jeannes	Mgmt	For	For

Pan American Silver Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.5	Elect Director Kimberly Keating	Mgmt	For	For
2.6	Elect Director Jennifer Maki	Mgmt	For	For
2.7	Elect Director Kathleen Sendall	Mgmt	For	For
2.8	Elect Director Michael Steinmann	Mgmt	For	For
2.9	Elect Director Gillian Winckler	Mgmt	For	For
3	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Panasonic Holdings Corp.

Meeting Date: 06/24/2024

Country: Japan

Ticker: 6752

Meeting Type: Annual

Primary ISIN: JP3866800000

Primary SEDOL: 6572707

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Tsuga, Kazuhiro	Mgmt	For	For
1.2	Elect Director Kusumi, Yuki	Mgmt	For	For
1.3	Elect Director Homma, Tetsuro	Mgmt	For	For
1.4	Elect Director Sato, Mototsugu	Mgmt	For	For
1.5	Elect Director Umeda, Hirokazu	Mgmt	For	For
1.6	Elect Director Miyabe, Yoshiyuki	Mgmt	For	For
1.7	Elect Director Shotoku, Ayako	Mgmt	For	For
1.8	Elect Director Matsui, Shinobu	Mgmt	For	For
1.9	Elect Director Nishiyama, Keita	Mgmt	For	For
1.10	Elect Director Noji, Kunio	Mgmt	For	For
1.11	Elect Director Sawada, Michitaka	Mgmt	For	For
1.12	Elect Director Toyama, Kazuhiko	Mgmt	For	For
1.13	Elect Director Shigetomi, Ryusuke	Mgmt	For	For

Panasonic Holdings Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.1	Appoint Statutory Auditor Yufu, Setsuko	Mgmt	For	For
2.2	Appoint Statutory Auditor Tokuda, Yoshiaki	Mgmt	For	Against

Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.

PAR Technology Corporation

Meeting Date: 06/03/2024

Country: USA

Ticker: PAR

Meeting Type: Annual

Primary ISIN: US6988841036

Primary SEDOL: 2670036

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Linda M. Crawford	Mgmt	For	For
1b	Elect Director Keith E. Pascal	Mgmt	For	For
1c	Elect Director Douglas G. Rauch	Mgmt	For	For
1d	Elect Director Cynthia A. Russo	Mgmt	For	For
1e	Elect Director Narinder Singh	Mgmt	For	For
1f	Elect Director Savneet Singh	Mgmt	For	For
1g	Elect Director James C. Stoffel	Mgmt	For	For
2	Increase Authorized Common Stock	Mgmt	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	Against

*Voter Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The plan cost is excessive; * The disclosure of change-in-control ("CIC") vesting treatment is incomplete (or is otherwise considered discretionary); and * The plan allows broad discretion to accelerate vesting.*

4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
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Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.

5	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
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Paragon 28, Inc.

Meeting Date: 05/17/2024

Country: USA

Ticker: FNA

Meeting Type: Annual

Primary ISIN: US69913P1057

Primary SEDOL: BPK4YF9

Paragon 28, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Meghan Scanlon	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.2	Elect Director Thomas Schnettler	Mgmt	For	For
1.3	Elect Director Kristina Wright	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	<i>Voter Rationale: We support an annual say on pay frequency.</i>			
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Paramount Bed Holdings Co., Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 7817

Meeting Type: Annual

Primary ISIN: JP3781620004

Primary SEDOL: B5W8JJ8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kimura, Kyosuke	Mgmt	For	Against
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>			
1.2	Elect Director Kimura, Tomohiko	Mgmt	For	Against
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>			
1.3	Elect Director Kimura, Yosuke	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
1.4	Elect Director Hatta, Toshiyuki	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
1.5	Elect Director Kobayashi, Masaki	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.1	Elect Director and Audit Committee Member Ouchi, Kenji	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>			

Paramount Bed Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Elect Director and Audit Committee Member Oka, Yukari	Mgmt	For	For
2.3	Elect Director and Audit Committee Member Goto, Yoshikazu	Mgmt	For	For
2.4	Elect Director and Audit Committee Member Takahashi, Kazuo	Mgmt	For	Against

Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.

Park Hotels & Resorts Inc.

Meeting Date: 04/19/2024

Country: USA

Ticker: PK

Meeting Type: Annual

Primary ISIN: US7005171050

Primary SEDOL: BYVMV0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Thomas J. Baltimore, Jr.	Mgmt	For	For
1B	Elect Director Patricia M. Bedient	Mgmt	For	For
1C	Elect Director Thomas D. Eckert	Mgmt	For	For
1D	Elect Director Geoffrey M. Garrett	Mgmt	For	For
1E	Elect Director Christie B. Kelly	Mgmt	For	For
1F	Elect Director Joseph I. Lieberman - Withdrawn Resolution	Mgmt		
1G	Elect Director Terri D. McClements	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	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.

4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
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Park National Corporation

Meeting Date: 04/22/2024

Country: USA

Ticker: PRK

Meeting Type: Annual

Primary ISIN: US7006581075

Primary SEDOL: 2673251

Park National Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director F. William Englefield, IV	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1b	Elect Director Jason N. Judd	Mgmt	For	For
1c	Elect Director David L. Trautman	Mgmt	For	For
1d	Elect Director Leon Zazworsky	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
2	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Ratify Crowe LLP as Auditors	Mgmt	For	For

Parkway Life Real Estate Investment Trust

Meeting Date: 04/30/2024

Country: Singapore

Ticker: C2PU

Meeting Type: Annual

Primary ISIN: SG1V52937132

Primary SEDOL: B23WXW9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Trustee's Report, the Manager's Statement, Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
2	Approve KPMG LLP as the Independent Auditor and Authorize the Manager to Fix the Auditor's Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Elect Cheah Sui Ling as Director	Mgmt	For	For
4	Elect Muthanna Bin Abdullah as Director	Mgmt	For	For
5	Elect Tomo Nagahiro as Director	Mgmt	For	Against
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
6	Elect Prem Kumar Nair as Director	Mgmt	For	For

Parkway Life Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Elect Chow Chorng Ann Peter as Director	Mgmt	For	For
8	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For

Parsons Corporation

Meeting Date: 04/16/2024

Country: USA

Ticker: PSN

Meeting Type: Annual

Primary ISIN: US70202L1026

Primary SEDOL: BJN4N02

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mark K. Holdsworth	Mgmt	For	For
1.2	Elect Director Steven F. Leer	Mgmt	For	For
1.3	Elect Director M. Christian Mitchell	Mgmt	For	For
1.4	Elect Director David C. Wajsgras	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Partners Group Holding AG

Meeting Date: 05/22/2024

Country: Switzerland

Ticker: PGHN

Meeting Type: Annual

Primary ISIN: CH0024608827

Primary SEDOL: B119QG0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
1.2	Approve Non-Financial Report	Mgmt	For	For
2	Approve Allocation of Income and Dividends of CHF 39.00 per Share	Mgmt	For	For
3	Approve Discharge of Board and Senior Management	Mgmt	For	For

Partners Group Holding AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Creation of Capital Band within the Upper Limit of CHF 293,700 with or without Exclusion of Preemptive Rights	Mgmt	For	For
5	Approve Remuneration Report	Mgmt	For	For
6.1	Approve Fixed Remuneration of Directors in the Amount of CHF 3.5 Million	Mgmt	For	For
6.2	Approve Variable Long-Term Remuneration of Directors in the Amount of CHF 4.8 Million	Mgmt	For	For
6.3	Approve Technical Non-Financial Remuneration of Directors in the Amount of CHF 16.3 Million	Mgmt	For	For
6.4	Approve Remuneration Budget of Executive Committee in the Amount of CHF 13 Million	Mgmt	For	For
6.5	Approve Variable Long-Term Remuneration of Executive Committee in the Amount of CHF 19 Million	Mgmt	For	For
6.6	Approve Performance-Based Remuneration for Former Executive Committee Members in the Amount of CHF 3 Million	Mgmt	For	For
6.7	Approve Technical Non-Financial Remuneration of Executive Committee in the Amount of CHF 110,000	Mgmt	For	For
7.1.1	Reelect Steffen Meister as Director and Board Chair	Mgmt	For	For
<p><i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i></p>				
7.1.2	Reelect Marcel Erni as Director	Mgmt	For	For
<p><i>Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.</i></p>				
7.1.3	Reelect Alfred Gantner as Director	Mgmt	For	For
7.1.4	Reelect Anne Lester as Director	Mgmt	For	For
7.1.5	Reelect Gaelle Olivier as Director	Mgmt	For	For
7.1.6	Reelect Urs Wietlisbach as Director	Mgmt	For	For
7.1.7	Reelect Flora Zhao as Director	Mgmt	For	For
7.2.1	Reappoint Flora Zhao as Member of the Nomination and Compensation Committee	Mgmt	For	Against
<p><i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i></p>				
7.2.2	Reappoint Anne Lester as Member of the Nomination and Compensation Committee	Mgmt	For	For

Partners Group Holding AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7.2.3	Appoint Gaelle Olivier as Member of the Nomination and Compensation Committee	Mgmt	For	For
7.3	Designate HotzGoldmann Advokatur/Notariat as Independent Proxy	Mgmt	For	For
7.4	Ratify KPMG AG as Auditors	Mgmt	For	Against
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
8	Transact Other Business (Voting)	Mgmt	For	Against
<i>Voter Rationale: Any Other Business' should not be a voting item.</i>				

Pason Systems Inc.

Meeting Date: 05/02/2024

Country: Canada

Ticker: PSI

Meeting Type: Annual/Special

Primary ISIN: CA7029251088

Primary SEDOL: 2569565

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Fix Number of Directors at Six	Mgmt	For	For
2.1	Elect Director Marcel Kessler	Mgmt	For	For
2.2	Elect Director T. Jay Collins	Mgmt	For	For
2.3	Elect Director Jon Faber	Mgmt	For	For
2.4	Elect Director Sophia Langlois	Mgmt	For	For
2.5	Elect Director Ken Mullen	Mgmt	For	For
2.6	Elect Director Laura L. Schwinn	Mgmt	For	For
3	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
5	Re-approve Stock Option Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Patterson-UTI Energy, Inc.

Meeting Date: 06/06/2024

Country: USA

Ticker: PTEN

Meeting Type: Annual

Primary ISIN: US7034811015

Primary SEDOL: 2672537

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Leslie A. Beyer	Mgmt	For	For
1.2	Elect Director Tiffany (TJ) Thom Cepak	Mgmt	For	For
1.3	Elect Director Robert W. Drummond	Mgmt	For	For
1.4	Elect Director Gary M. Halverson	Mgmt	For	For
1.5	Elect Director William Andrew Hendricks, Jr.	Mgmt	For	For
1.6	Elect Director Curtis W. Huff	Mgmt	For	For
1.7	Elect Director Cesar Jaime	Mgmt	For	For
1.8	Elect Director Janeen S. Judah	Mgmt	For	For
1.9	Elect Director Amy H. Nelson	Mgmt	For	For
1.10	Elect Director Julie J. Robertson	Mgmt	For	For
1.11	Elect Director James C. Stewart	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
5	Amend Certificate of Incorporation to Limit the Liability of Officers	Mgmt	For	For

PAX Global Technology Limited

Meeting Date: 05/22/2024

Country: Bermuda

Ticker: 327

Meeting Type: Annual

Primary ISIN: BMG6955J1036

Primary SEDOL: B3LX5R0

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 Lu Jie as Director	Mgmt	For	For
<i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>				
4	Elect Cheung Shi Yeung as Director	Mgmt	For	For
5	Elect Wu Min as Director	Mgmt	For	Against
<i>Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 13.5 pct of the board.</i>				
6	Elect Man Kwok Kuen, Charles as Director	Mgmt	For	Against
<i>Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
7	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
8	Approve PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
9	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
10	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
11	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
12	Amend Share Option Scheme	Mgmt	For	Against
<i>Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 2 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable.</i>				

Paycom Software, Inc.

Meeting Date: 04/29/2024

Country: USA

Ticker: PAYC

Meeting Type: Annual

Primary ISIN: US70432V1026

Primary SEDOL: BL95MY0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Robert J. Levenson	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.2	Elect Director Frederick C. Peters, II	Mgmt	For	For
1.3	Elect Director Felicia Williams	Mgmt	For	For
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Variable remuneration should not contain a significant overlap of metrics. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Payoneer Global Inc.

Meeting Date: 05/30/2024

Country: USA

Ticker: PAYO

Meeting Type: Annual

Primary ISIN: US70451X1046

Primary SEDOL: BLSPX60

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sharda Caro del Castillo	Mgmt	For	For
1.2	Elect Director Christopher (Woody) Marshall	Mgmt	For	For
1.3	Elect Director Pamela H. Patsley	Mgmt	For	For
2	Ratify Kesselman & Kesselman as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

PayPal Holdings, Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: PYPL

Meeting Type: Annual

Primary ISIN: US70450Y1038

Primary SEDOL: BYW36M8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Rodney C. Adkins	Mgmt	For	For
1b	Elect Director Alex Chriss	Mgmt	For	For
1c	Elect Director Jonathan Christodoro	Mgmt	For	For
1d	Elect Director John J. Donahoe	Mgmt	For	For
1e	Elect Director David W. Dorman	Mgmt	For	For
1f	Elect Director Enrique J. Lores	Mgmt	For	For
1g	Elect Director Gail J. McGovern	Mgmt	For	For
1h	Elect Director Deborah M. Messemer	Mgmt	For	For
1i	Elect Director David M. Moffett	Mgmt	For	For
1j	Elect Director Ann M. Sarnoff	Mgmt	For	For
1k	Elect Director Frank D. Yeary	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				
3	Amend Omnibus Stock Plan	Mgmt	For	Against
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i></p>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i></p>				
5	Report on Civil Rights and Non-Discrimination Audit	SH	Against	Against
6	Amend Bylaw Regarding Stockholder Approval of Director Compensation	SH	Against	Against

PCCW Limited

Meeting Date: 05/30/2024

Country: Hong Kong

Ticker: 8

Meeting Type: Annual

Primary ISIN: HK0008011667

Primary SEDOL: 6574071

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

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Final Dividend	Mgmt	For	For
3a	Elect Li Tzar Kai, Richard as Director	Mgmt	For	For
	<i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>			
3b	Elect Tse Sze Wing, Edmund as Director	Mgmt	For	Against
	<i>Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.</i>			
3c	Elect Tang Yongbo as Director	Mgmt	For	Against
	<i>Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>			
3d	Elect Frances Waikwun Wong as Director	Mgmt	For	Against
	<i>Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>			
3e	Elect Bryce Wayne Lee as Director	Mgmt	For	Against
	<i>Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>			
3f	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
4	Approve PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	Against
	<i>Voter Rationale: Auditors should undertake non-audit work in exceptional circumstances only. Any non-audit fees paid to the auditor should be clearly disclosed, justified and not exceed audit fees. Large non-audit fees could compromise objectivity of the audit.</i>			
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>			
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
7	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>			
8	Adopt New Share Award Scheme	Mgmt	For	Against
	<i>Voter Rationale: Long-term incentive awards should be used to incentivize long-term performance and should not be allowed to vest within 2 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable.</i>			

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9	Adopt New Share Option Scheme	Mgmt	For	Against
<i>Voter Rationale: Long-term incentive awards should be used to incentivize long-term performance and should not be allowed to vest within 2 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable.</i>				
10	Adopt New Share Stapled Unit Award Scheme of HKT Trust and HKT Limited	Mgmt	For	Against
<i>Voter Rationale: Long-term incentive awards should be used to incentivize long-term performance and should not be allowed to vest within 2 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable.</i>				
11	Approve Termination of Existing Share Stapled Unit Option Scheme and Adopt New Share Stapled Unit Option Scheme of HKT Trust and HKT Limited	Mgmt	For	Against
<i>Voter Rationale: Long-term incentive awards should be used to incentivize long-term performance and should not be allowed to vest within 2 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable.</i>				

PDF Solutions, Inc.

Meeting Date: 06/18/2024 Country: USA Ticker: PDFS
 Meeting Type: Annual Primary ISIN: US6932821050 Primary SEDOL: 2782425

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Chi-Foon Chan	Mgmt	For	For
1.2	Elect Director Kimon W. Michaels	Mgmt	For	For
1.3	Elect Director Shuo Zhang	Mgmt	For	For
2	Ratify BPM LLP as Auditors	Mgmt	For	For
3	Amend Certificate of Incorporation to Include Officer Exculpation	Mgmt	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
5	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
6	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Peakstone Realty Trust

Meeting Date: 06/18/2024

Country: USA

Ticker: PKST

Meeting Type: Annual

Primary ISIN: US39818P7996

Primary SEDOL: BMW6894

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Carrie DeWees	Mgmt	For	For
1.2	Elect Director Michael J. Escalante	Mgmt	For	For
1.3	Elect Director Jeffrey Friedman	Mgmt	For	For
1.4	Elect Director Samuel Tang	Mgmt	For	For
1.5	Elect Director Casey Wold	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: A vote AGAINST this proposal is warranted as the identified pay-for-performance misalignment is not mitigated. The CEO's base salary is relatively high and target bonus opportunity is outsized compared to peers, and LTI awards lack performance criteria.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	Against
<i>Voter Rationale: The estimated cost, plan features, and grant practices are reasonable based on the Equity Plan Score Card (EPSC) evaluation; however, a vote AGAINST this proposal is warranted due to the company's use of equity has driven a pay-for-performance misalignment and the equity compensation program is not sufficiently broad-based (overriding factor).</i>				

Pearson Plc

Meeting Date: 04/26/2024

Country: United Kingdom

Ticker: PSON

Meeting Type: Annual

Primary ISIN: GB0006776081

Primary SEDOL: 0677608

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 Omar Abbosh as Director	Mgmt	For	For
4	Elect Alison Dolan as Director	Mgmt	For	For
5	Elect Alex Hardiman as Director	Mgmt	For	For
6	Re-elect Sherry Coutu as Director	Mgmt	For	For
7	Re-elect Sally Johnson as Director	Mgmt	For	For

Pearson Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Re-elect Omid Kordestani as Director	Mgmt	For	For
<i>Voter Rationale: The board chairman serves as a member of the Nomination Committee.</i>				
9	Re-elect Esther Lee as Director	Mgmt	For	For
10	Re-elect Graeme Pitkethly as Director	Mgmt	For	For
11	Re-elect Annette Thomas as Director	Mgmt	For	For
12	Re-elect Lincoln Wallen as Director	Mgmt	For	For
13	Approve Remuneration Report	Mgmt	For	For
14	Approve Save for Shares Plan	Mgmt	For	For
15	Reappoint Ernst & Young 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

Pebblebrook Hotel Trust

Meeting Date: 05/24/2024

Country: USA

Ticker: PEB

Meeting Type: Annual

Primary ISIN: US70509V1008

Primary SEDOL: B4XBDV9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jon E. Bortz	Mgmt	For	For
1b	Elect Director Cydney C. Donnell	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1c	Elect Director Ron E. Jackson	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1d	Elect Director Phillip M. Miller	Mgmt	For	For
1e	Elect Director Michael J. Schall	Mgmt	For	For

Pebblebrook Hotel Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director Bonny W. Simi	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1g	Elect Director Earl E. Webb	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				

Pegasystems Inc.

Meeting Date: 06/18/2024	Country: USA	Ticker: PEGA
	Meeting Type: Annual	
	Primary ISIN: US7055731035	Primary SEDOL: 2675860

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Alan Trefler	Mgmt	For	For
1.2	Elect Director Peter Gyenes	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.3	Elect Director Richard Jones	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.4	Elect Director Christopher Lafond	Mgmt	For	For
1.5	Elect Director Dianne Ledingham	Mgmt	For	For
1.6	Elect Director Sharon Rowlands	Mgmt	For	For
1.7	Elect Director Larry Weber	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Pembina Pipeline Corporation

Meeting Date: 05/10/2024

Country: Canada

Ticker: PPL

Meeting Type: Annual

Primary ISIN: CA7063271034

Primary SEDOL: B4PT2P8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Anne-Marie N. Ainsworth	Mgmt	For	For
1.2	Elect Director J. Scott Burrows	Mgmt	For	For
1.3	Elect Director Cynthia Carroll	Mgmt	For	For
1.4	Elect Director Ana Dutra	Mgmt	For	For
1.5	Elect Director Maureen E. Howe	Mgmt	For	For
1.6	Elect Director Gordon J. Kerr	Mgmt	For	For
1.7	Elect Director David M.B. LeGresley	Mgmt	For	For
1.8	Elect Director Andy J. Mah	Mgmt	For	For
1.9	Elect Director Leslie A. O'Donoghue	Mgmt	For	For
1.10	Elect Director Bruce D. Rubin	Mgmt	For	For
1.11	Elect Director Henry W. Sykes	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

PENN Entertainment, Inc.

Meeting Date: 06/04/2024

Country: USA

Ticker: PENN

Meeting Type: Annual

Primary ISIN: US7075691094

Primary SEDOL: 2682105

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David Handler	Mgmt	For	For
1.2	Elect Director Vimla Black-Gupta	Mgmt	For	For
1.3	Elect Director Anuj Dhanda	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

PENN Entertainment, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				

PennyMac Financial Services, Inc.

Meeting Date: 06/05/2024

Country: USA

Ticker: PFSI

Meeting Type: Annual

Primary ISIN: US70932M1071

Primary SEDOL: BGYTGH3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director David A. Spector	Mgmt	For	For
1b	Elect Director James K. Hunt	Mgmt	For	For
1c	Elect Director Jonathon S. Jacobson	Mgmt	For	For
1d	Elect Director Doug Jones	Mgmt	For	For
1e	Elect Director Patrick Kinsella	Mgmt	For	For
1f	Elect Director Anne D. McCallion	Mgmt	For	For
1g	Elect Director Joseph Mazzella	Mgmt	For	For
1h	Elect Director Farhad Nanji	Mgmt	For	For
1i	Elect Director Jeffrey A. Perlowitz	Mgmt	For	For
1j	Elect Director Lisa M. Shalett	Mgmt	For	Against
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i></p>				
1k	Elect Director Theodore W. Tozer	Mgmt	For	For
1l	Elect Director Emily Youssouf	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				

PennyMac Mortgage Investment Trust

Meeting Date: 06/12/2024

Country: USA

Ticker: PMT

Meeting Type: Annual

Primary ISIN: US70931T1034

Primary SEDOL: B3V8JL7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director David A. Spector	Mgmt	For	For
1b	Elect Director Doug Jones	Mgmt	For	For
1c	Elect Director Catherine A. Lynch	Mgmt	For	Against
<i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. The company's governing documents permit shareholders to amend bylaws but with material restrictions which exceed those set forth in existing SEC rules.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

Pentair plc

Meeting Date: 05/07/2024

Country: Ireland

Ticker: PNR

Meeting Type: Annual

Primary ISIN: IE00BLS09M33

Primary SEDOL: BLS09M3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mona Abutaleb Stephenson	Mgmt	For	For
1b	Elect Director Melissa Barra	Mgmt	For	For
1c	Elect Director Tracey C. Doi	Mgmt	For	For
1d	Elect Director T. Michael Glenn	Mgmt	For	For
1e	Elect Director Theodore L. Harris	Mgmt	For	For
1f	Elect Director David A. Jones	Mgmt	For	For
1g	Elect Director Gregory E. Knight	Mgmt	For	For
1h	Elect Director Michael T. Speetzen	Mgmt	For	For
1i	Elect Director John L. Stauch	Mgmt	For	For
1j	Elect Director Billie I. Williamson	Mgmt	For	For

Pentair plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				
3	Approve Deloitte & Touche LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				
4	Renew the Board's Authority to Issue Shares Under Irish Law	Mgmt	For	For
5	Renew the Board's Authority to Opt-Out of Statutory Preemption Rights Under Irish Law	Mgmt	For	Against
<p><i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i></p>				
6	Determine Price Range for Reissuance of Treasury Shares	Mgmt	For	For

Penumbra, Inc.

Meeting Date: 06/05/2024	Country: USA	Ticker: PEN
	Meeting Type: Annual	
	Primary ISIN: US70975L1070	Primary SEDOL: BZ0V201

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Adam Elsesser	Mgmt	For	For
1.2	Elect Director Harpreet Grewal	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				

Peoples Bancorp Inc.

Meeting Date: 04/25/2024	Country: USA	Ticker: PEBO
	Meeting Type: Annual	
	Primary ISIN: US7097891011	Primary SEDOL: 2679419

Peoples Bancorp Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director S. Craig Beam	Mgmt	For	For
1.2	Elect Director David F. Dierker	Mgmt	For	For
1.3	Elect Director W. Glenn Hogan	Mgmt	For	For
1.4	Elect Director Brooke W. James	Mgmt	For	For
1.5	Elect Director Susan D. Rector	Mgmt	For	For
1.6	Elect Director Kevin R. Reeves	Mgmt	For	For
1.7	Elect Director Carol A. Schneeberger	Mgmt	For	Withhold
<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
1.8	Elect Director Frances A. Skinner	Mgmt	For	For
1.9	Elect Director Dwight E. Smith	Mgmt	For	For
1.10	Elect Director Michael N. Vittorio	Mgmt	For	For
1.11	Elect Director Tyler J. Wilcox	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Pepper Money Limited

Meeting Date: 05/23/2024

Country: Australia

Ticker: PPM

Meeting Type: Annual

Primary ISIN: AU0000150898

Primary SEDOL: BMBPP68

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	Against
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				
2	Elect James Desmond O'Shea as Director	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
3	Elect Michael John Cutter as Director	Mgmt	For	For

Pepper Money Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Issuance of Rights under the Executive Rights Plan to Mario Rehayem	Mgmt	For	Against
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i></p>				
5	Approve Issuance of Restricted Rights under the STVR Plan to Mario Rehayem	Mgmt	For	For

Perficient, Inc.

Meeting Date: 05/29/2024	Country: USA	Ticker: PRFT
	Meeting Type: Annual	
	Primary ISIN: US71375U1016	Primary SEDOL: 2442547

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Romil Bahl	Mgmt	For	For
1b	Elect Director Jeffrey S. Davis	Mgmt	For	For
1c	Elect Director Thomas J. Hogan	Mgmt	For	For
1d	Elect Director Jill A. Jones	Mgmt	For	For
1e	Elect Director David S. Lundeen	Mgmt	For	For
1f	Elect Director Brian L. Matthews	Mgmt	For	For
1g	Elect Director Nancy C. Pechloff	Mgmt	For	For
1h	Elect Director Gary M. Wimberly	Mgmt	For	Against
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i></p>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

Perimeter Solutions, SA

Meeting Date: 05/23/2024	Country: Luxembourg	Ticker: PRM
	Meeting Type: Annual	
	Primary ISIN: LU2391723694	Primary SEDOL: BP8KZH8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Tracy Britt Cool	Mgmt	For	For
1.2	Elect Director Edward Goldberg	Mgmt	For	For
1.3	Elect Director Robert S. Henderson	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.4	Elect Director Sean Hennessy	Mgmt	For	For
1.5	Elect Director W. Nicholas Howley	Mgmt	For	For
1.6	Elect Director Bernt Iversen, II	Mgmt	For	For
1.7	Elect Director William N. Thorndike, Jr.	Mgmt	For	For
1.8	Elect Director Jorge L. Valladares, III	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify KPMG LLP as Auditor and KPMG Audit S.a r.l. as Statutory Auditor	Mgmt	For	For
4	Approve Financial Statements	Mgmt	For	For
5	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
6	Approve Allocation of Results	Mgmt	For	For
7	Approve Discharge of Directors	Mgmt	For	For
8	Approve Remuneration of Directors	Mgmt	For	Against
<i>Voter Rationale: Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable.</i>				
9	Authorize Share Repurchase Program	Mgmt	For	Against
<i>Voter Rationale: Any share repurchase request in excess of 10% should be undertaken in exceptional circumstances only and be fully justified by the company.</i>				

Permian Resources Corporation

Meeting Date: 05/22/2024

Country: USA

Ticker: PR

Meeting Type: Annual

Primary ISIN: US71424F1057

Primary SEDOL: BQPCHB2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Declassify the Board of Directors	Mgmt	For	For
<i>Voter Rationale: The annual election of directors provides greater accountability to shareholders and is a widely accepted best practice in corporate governance. Shareholders should have the opportunity to communicate with directors regarding their performance regularly.</i>				
	Election of Eleven Directors, if Proposal 1 is Approved	Mgmt		

Permian Resources Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.1	Elect Director Robert J. Anderson	Mgmt	For	For
2.2	Elect Director Maire A. Baldwin	Mgmt	For	For
2.3	Elect Director Frost W. Cochran	Mgmt	For	For
2.4	Elect Director Karan E. Eves	Mgmt	For	For
2.5	Elect Director Aron Marquez	Mgmt	For	For
2.6	Elect Director William J. Quinn	Mgmt	For	For
2.7	Elect Director Jeffrey H. Tepper	Mgmt	For	For
2.8	Elect Director Robert M. Tichio	Mgmt	For	For
2.9	Elect Director Steven D. Gray	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
2.10	Elect Director William M. Hickey, III	Mgmt	For	For
2.11	Elect Director James H. Walter	Mgmt	For	For
	Election of Three Class II Directors, if Proposal 1 is Not Approved	Mgmt		
3.1	Elect Director Karan E. Eves	Mgmt	For	For
3.2	Elect Director William J. Quinn	Mgmt	For	For
3.3	Elect Director Jeffrey H. Tepper	Mgmt	For	For
4	Amend Charter to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
6	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
7	Ratify KPMG LLP as Auditors	Mgmt	For	For

Perrigo Company plc

Meeting Date: 05/02/2024

Country: Ireland

Ticker: PRGO

Meeting Type: Annual

Primary ISIN: IE00BGH1M568

Primary SEDOL: BGH1M56

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Bradley A. Alford	Mgmt	For	For

Perrigo Company plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Orlando D. Ashford	Mgmt	For	For
1.3	Elect Director Julia M. Brown	Mgmt	For	For
1.4	Elect Director Katherine C. Doyle	Mgmt	For	For
1.5	Elect Director Adriana Karaboutis	Mgmt	For	For
1.6	Elect Director Jeffrey B. Kindler	Mgmt	For	For
1.7	Elect Director Patrick Lockwood-Taylor	Mgmt	For	For
1.8	Elect Director Albert A. Manzone	Mgmt	For	Against
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1.9	Elect Director Donal O'Connor	Mgmt	For	For
1.10	Elect Director Geoffrey M. Parker	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors and Authorise Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Authorise Issue of Equity	Mgmt	For	For
5	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For

PERSOL Holdings Co., Ltd.

Meeting Date: 06/18/2024

Country: Japan

Ticker: 2181

Meeting Type: Annual

Primary ISIN: JP3547670004

Primary SEDOL: B3CY709

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 4.3	Mgmt	For	For
2.1	Elect Director Mizuta, Masamichi	Mgmt	For	For
2.2	Elect Director Wada, Takao	Mgmt	For	For
2.3	Elect Director Yamauchi, Masaki	Mgmt	For	For
2.4	Elect Director Yoshizawa, Kazuhiro	Mgmt	For	For
2.5	Elect Director Debra A. Hazelton	Mgmt	For	For
2.6	Elect Director Murabayashi, Satoshi	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Enomoto, Chisa	Mgmt	For	For

PERSOL Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.2	Elect Director and Audit Committee Member Tomoda, Kazuhiko	Mgmt	For	For
4	Elect Alternate Director and Audit Committee Member Yamauchi, Masaki	Mgmt	For	For

Pet Valu Holdings Ltd.

Meeting Date: 05/07/2024

Country: Canada

Ticker: PET

Meeting Type: Annual/Special

Primary ISIN: CA71584R1055

Primary SEDOL: BKY8LF1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Danielle Barran	Mgmt	For	For
1.2	Elect Director Sarah Davis	Mgmt	For	For
1.3	Elect Director Clayton Harmon	Mgmt	For	For
1.4	Elect Director Patrick Hillegass	Mgmt	For	For
1.5	Elect Director Kevin Hofmann	Mgmt	For	For
1.6	Elect Director Richard Maltsbarger	Mgmt	For	For
1.7	Elect Director Lawrence Molloy	Mgmt	For	For
1.8	Elect Director Anthony Truesdale	Mgmt	For	For
1.9	Elect Director Erin Young	Mgmt	For	For

Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.

2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
4	Approve Long-Term Incentive Plan	Mgmt	For	For

Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.

PetIQ, Inc.

Meeting Date: 06/07/2024

Country: USA

Ticker: PETQ

Meeting Type: Annual

Primary ISIN: US71639T1060

Primary SEDOL: BDH65C8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director McCord Christensen	Mgmt	For	For
1b	Elect Director Allan Hall	Mgmt	For	For
1c	Elect Director Kimberly Lefko	Mgmt	For	For
1d	Elect Director Sheryl O'Loughlin	Mgmt	For	For
1e	Elect Director Kenneth Walker	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Variable remuneration should not contain a significant overlap of metrics. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.

4	Amend Omnibus Stock Plan	Mgmt	For	For
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Voter Rationale: Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.

Petroleo Brasileiro SA

Meeting Date: 04/25/2024

Country: Brazil

Ticker: PETR4

Meeting Type: Annual/Special

Primary ISIN: BRPETRACNPR6

Primary SEDOL: 2684532

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for ADR Holders	Mgmt		
	Annual General Meeting Agenda	Mgmt		
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2023	Mgmt	For	For
	<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>			
2	Approve Allocation of Income and Dividends	Mgmt	For	For

Petroleo Brasileiro SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Fix Number of Directors at Eleven	Mgmt	For	For
6	Elect Directors	Mgmt	For	Against
<p><i>Voter Rationale: A vote AGAINST these proposals is warranted because: * The management slate includes nominees associated with the controlling shareholder and previously considered ineligible by the company's Personnel Committee or by the board of directors; * The incumbent chair nominee is under investigation by the Brazilian Securities Regulator (CVM) regarding his eligibility to Petrobras' board in light of the eligibility criteria established by the Law for State-Controlled Companies; and * Minority shareholders have presented incumbent independent minority nominees to be elected under cumulative voting.</i></p>				
7	In Case There is Any Change to the Board Slate Composition, May Your Votes Still be Counted for the Proposed Slate?	Mgmt	None	Against
<p><i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i></p>				
8	Elect Francisco Petros Oliveira Lima Papathanasiadis as Director Appointed by Minority Shareholder	SH	None	Abstain
<p><i>Voter Rationale: In light of the voting restrictions, shareholders should ABSTAIN on this proposal.</i></p>				
10	Do You Wish to Adopt Cumulative Voting for the Election of the Members of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	Mgmt	None	For
11	In Case Cumulative Voting Is Adopted, Do You Wish to Equally Distribute Your Votes Amongst the Nominees below?	Mgmt	None	For
12.1	Percentage of Votes to Be Assigned - Elect Pietro Adamo Sampaio Mendes as Director	Mgmt	None	Abstain
<p><i>Voter Rationale: ABSTAIN from the management candidates to concentrate the votes on the minority shareholders' nominees.</i></p>				
12.2	Percentage of Votes to Be Assigned - Elect Jean Paul Terra Prates as Director	Mgmt	None	Abstain
<p><i>Voter Rationale: ABSTAIN from the management candidates to concentrate the votes on the minority shareholders' nominees.</i></p>				
12.3	Percentage of Votes to Be Assigned - Elect Bruno Moretti as Director	Mgmt	None	Abstain
<p><i>Voter Rationale: ABSTAIN from the management candidates to concentrate the votes on the minority shareholders' nominees.</i></p>				
12.4	Percentage of Votes to Be Assigned - Elect Benjamin Alves Rabello Filho as Director	Mgmt	None	Abstain
<p><i>Voter Rationale: ABSTAIN from the management candidates to concentrate the votes on the minority shareholders' nominees.</i></p>				
12.5	Percentage of Votes to Be Assigned - Elect Ivanyra Maura de Medeiros Correia as Independent Director	Mgmt	None	Abstain
<p><i>Voter Rationale: ABSTAIN from the management candidates to concentrate the votes on the minority shareholders' nominees.</i></p>				
12.6	Percentage of Votes to Be Assigned - Elect Renato Campos Galuppo as Independent Director	Mgmt	None	Abstain
<p><i>Voter Rationale: ABSTAIN from the management candidates to concentrate the votes on the minority shareholders' nominees.</i></p>				

Petroleo Brasileiro SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12.7	Percentage of Votes to Be Assigned - Elect Rafael Ramalho Dubeux as Independent Director	Mgmt	None	Abstain
<i>Voter Rationale: ABSTAIN from the management candidates to concentrate the votes on the minority shareholders' nominees.</i>				
12.8	Percentage of Votes to Be Assigned - Elect Vitor Eduardo de Almeida Saback as Director	Mgmt	None	Abstain
<i>Voter Rationale: ABSTAIN from the management candidates to concentrate the votes on the minority shareholders' nominees.</i>				
12.9	Percentage of Votes to Be Assigned - Elect Jose Joao Abdalla Filho as Independent Director	SH	None	For
12.10	Percentage of Votes to Be Assigned - Elect Marcelo Gasparino da Silva as Independent Director	SH	None	For
13	Approve Classification of Ivanyra Maura de Medeiros Correia as Independent Director	Mgmt	For	For
14	Approve Classification of Renato Campos Galuppo as Independent Director	Mgmt	For	For
15	Approve Classification of Rafael Ramalho Dubeux as Independent Director	Mgmt	For	Against
<i>Voter Rationale: The nominee is considered non-independent, due to his relationship with the company's controlling shareholder.</i>				
16	Approve Classification of Jose Joao Abdalla Filho as Independent Director	Mgmt	For	For
17	Approve Classification of Marcelo Gasparino da Silva as Independent Director	Mgmt	For	For
18	Elect Pietro Adamo Sampaio Mendes as Board Chairman	Mgmt	For	Against
<i>Voter Rationale: A vote AGAINST these proposals is warranted because: * The management slate includes nominees associated with the controlling shareholder and previously considered ineligible by the company's Personnel Committee or by the board of directors; * The incumbent chair nominee is under investigation by the Brazilian Securities Regulator (CVM) regarding his eligibility to Petrobras' board in light of the eligibility criteria established by the Law for State-Controlled Companies; and * Minority shareholders have presented incumbent independent minority nominees to be elected under cumulative voting.</i>				
19	Fix Number of Fiscal Council Members at Five	Mgmt	For	For
20	Elect Ronaldo Dias as Fiscal Council Member and Ricardo Jose Martins Gimenez as Alternate Appointed by Minority Shareholder	SH	None	For
22	Elect Fiscal Council Members	Mgmt	For	Abstain
<i>Voter Rationale: An ABSTAIN vote recommendation is warranted for management's fiscal council nominees, to allow minority shareholders to concentrate their votes on the election of a minority fiscal council candidate, as further discussed under Item 20 of this meeting agenda.</i>				

Petroleo Brasileiro SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
23	In Case One of the Nominees Leaves the Fiscal Council Slate Due to a Separate Minority Election, as Allowed Under Articles 161 and 240 of the Brazilian Corporate Law, May Your Votes Still Be Counted for the Proposed Slate?	Mgmt	None	Against
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
24	Approve Remuneration of Company's Management, Fiscal Council, and Statutory Advisory Committees	Mgmt	For	Against
<i>Voter Rationale: The company's remuneration disclosure lacks transparency, especially regarding severance payments and the acceleration of deferred variable remuneration in the context of frequent changes in statutory executives since 2019. Therefore, a vote AGAINST this item is recommended.</i>				
Extraordinary General Meeting Agenda				
1	Amend Articles 19 and 44	Mgmt	For	For
2	In the Event of a Second Call, Can the Voting Instructions Contained in this Proxy Card Be Considered Valid for the Second Call?	Mgmt	None	For

Pfizer Inc.

Meeting Date: 04/25/2024

Country: USA

Ticker: PFE

Meeting Type: Annual

Primary ISIN: US7170811035

Primary SEDOL: 2684703

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
1.3	Elect Director Susan Desmond-Hellmann	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 Dan R. Littman	Mgmt	For	For
1.9	Elect Director Shantanu Narayen	Mgmt	For	For
1.10	Elect Director Suzanne Nora Johnson	Mgmt	For	For
1.11	Elect Director James Quincey	Mgmt	For	For
1.12	Elect Director James C. Smith	Mgmt	For	For

Pfizer Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>			
3	Amend Omnibus Stock Plan	Mgmt	For	Against
	<i>Voter Rationale: This plan could lead to excessive dilution. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>			
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>			
5	Require Independent Board Chair	SH	Against	For
	<i>Voter Rationale: Appointing a fully independent chairman creates a balance of power that is more conducive to long-term performance. A board headed by management cannot reasonably provide the best oversight and evaluation of managements performance.</i>			
6	Report on Congruency of Political Spending with Company Stated Values and Priorities	SH	Against	Against
	<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>			
7	Amend Director Resignation Processes *Withdrawn Resolution*	SH		
8	Report on Corporate Contributions	SH	Against	Against
	<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>			

Phathom Pharmaceuticals, Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: PHAT

Meeting Type: Annual

Primary ISIN: US71722W1071

Primary SEDOL: BJLKVS6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Michael F. Cola	Mgmt	For	Withhold
	<i>Voter Rationale: WITHHOLD votes are warranted for Governance Committee members Michael (Mike) Cola, Frank Karbe, and Asit Parikh given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Compensation Committee members Michael (Mike) Cola and Asit Parikh as the company exchanged outstanding underwater stock options held by certain NEOs and directors without prior shareholder approval.</i>			
1b	Elect Director Frank Karbe	Mgmt	For	For
1c	Elect Director Asit Parikh	Mgmt	For	Withhold
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Executive pay is not in line with company performance. The compensation committee should do more to respond to best practices in pay that help establish compensation packages that reward strong performance and build shareholder value over time. Specifically, the company approved a repricing/option exchange transaction without prior shareholder approval in June 2023, which constitutes a problematic pay practice.</i>			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

PHC Holdings Corp.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 6523

Meeting Type: Annual

Primary ISIN: JP3801300009

Primary SEDOL: BMDHDB3

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 Deguchi, Kyoko	Mgmt	For	For
2.2	Elect Director Sato, Koichiro	Mgmt	For	For
2.3	Elect Director Hirano, Hirofumi	Mgmt	For	For
2.4	Elect Director Yatagawa, Eiji	Mgmt	For	For
2.5	Elect Director Sakaguchi, Sen	Mgmt	For	For
2.6	Elect Director Ivan Tornos	Mgmt	For	For
2.7	Elect Director David Sneider	Mgmt	For	For
2.8	Elect Director Yamashita, Misa	Mgmt	For	For
3	Approve Performance Share Plan	Mgmt	For	For
4	Approve Equity Compensation Plan	Mgmt	For	Against
<i>Voter Rationale: Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				
5	Approve Director Retirement Bonus	Mgmt	For	For

Phillips Edison & Company, Inc.

Meeting Date: 04/30/2024

Country: USA

Ticker: PECO

Meeting Type: Annual

Primary ISIN: US71844V2016

Primary SEDOL: BN48ZR2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jeffrey (Jeff) S. Edison	Mgmt	For	For
1b	Elect Director Leslie (Les) T. Chao	Mgmt	For	For
1c	Elect Director Elizabeth (Liz) O. Fischer	Mgmt	For	For
1d	Elect Director Stephen (Steve) R. Quazzo	Mgmt	For	For
1e	Elect Director Jane E. Silfen	Mgmt	For	For
1f	Elect Director John A. Strong	Mgmt	For	For
1g	Elect Director Anthony (Tony) E. Terry	Mgmt	For	For

Phillips Edison & Company, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1h	Elect Director Parilee E. Wang	Mgmt	For	For
1i	Elect Director Gregory (Greg) S. Wood	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

PICC Property and Casualty Company Limited

Meeting Date: 04/29/2024

Country: China

Ticker: 2328

Meeting Type: Extraordinary Shareholders

Primary ISIN: CNE100000593

Primary SEDOL: 6706250

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Xue Shuang as Director	Mgmt	For	For
<i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>				
2	Approve Starting Construction of the Western Data Centre	Mgmt	For	For

PICC Property and Casualty Company Limited

Meeting Date: 06/28/2024

Country: China

Ticker: 2328

Meeting Type: Annual

Primary ISIN: CNE100000593

Primary SEDOL: 6706250

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Report of the Board of Directors	Mgmt	For	Against
<i>Voter Rationale: While we welcome the existing disclosure, we would encourage the company to enhance their disclosure of climate risk management.</i>				
2	Approve Report of the Supervisory Committee	Mgmt	For	For

PICC Property and Casualty Company Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve Auditor's Report and Audited Financial Statements	Mgmt	For	For
4	Approve Profit Distribution Plan	Mgmt	For	For
5	Approve Ernst & Young as International Auditor and Ernst & Young Hua Ming LLP as Domestic Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
6	Approve Capital Planning Outline	Mgmt	For	For
7	Approve Issuance of 10-Year Capital Supplementary Bonds and Related Transactions	Mgmt	For	For

Pinnacle Financial Partners, Inc.

Meeting Date: 04/23/2024

Country: USA

Ticker: PNFP

Meeting Type: Annual

Primary ISIN: US72346Q1040

Primary SEDOL: 2675097

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Abney S. Boxley, III	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.2	Elect Director Charles E. Brock	Mgmt	For	For
1.3	Elect Director Renda J. Burkhart	Mgmt	For	For
1.4	Elect Director Gregory L. Burns	Mgmt	For	For
1.5	Elect Director Richard D. Callicutt, II	Mgmt	For	For
1.6	Elect Director Thomas C. Farnsworth, III	Mgmt	For	For
1.7	Elect Director Joseph C. Galante	Mgmt	For	For
1.8	Elect Director Glenda Baskin Glover	Mgmt	For	For
1.9	Elect Director David B. Ingram	Mgmt	For	For
1.10	Elect Director Decosta E. Jenkins	Mgmt	For	For
1.11	Elect Director Robert A. McCabe, Jr.	Mgmt	For	For
1.12	Elect Director G. Kennedy Thompson	Mgmt	For	For
1.13	Elect Director M. Terry Turner	Mgmt	For	For
2	Ratify Crowe LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.

Pinnacle Financial Partners, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Amend Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i></p>				

Pinterest, Inc.

Meeting Date: 05/23/2024	Country: USA	Ticker: PINS
	Meeting Type: Annual	
	Primary ISIN: US72352L1061	Primary SEDOL: BJ2Z0H2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Fredric G. Reynolds	Mgmt	For	For
1b	Elect Director Scott Schenkel	Mgmt	For	For
1c	Elect Director Andrea Wishom	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: We have concerns regarding the structure and quantum of the one-off grants made in the year under review. Ms. Ellis, the Chief Product Officer, was awarded approximately \$20.8 million, which is similar to the median CEO compensation compared to peers. The award is solely time-based and subject to a two year vesting period. In addition, Ms. Donnelly's total sign-on compensation is approximately \$16 million and Ms. Walcott's total sign-on compensation (including an award granted in 2022) is approximately \$10.3 million. Compounding concerns around structure and quantum are concerns regarding the lack of disclosure around the decision process for these awards. Finally, we also have concerns regarding acceleration of equity for the former CFO upon his resignation. In July 2023, Mr. Morgenfeld transitioned from the company 'to pursue other career opportunities' and in connection with this, the company accelerated vesting of his restricted shares of approximately \$3.8 million.</i></p>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Piraeus Financial Holdings SA

Meeting Date: 06/28/2024	Country: Greece	Ticker: TPEIR
	Meeting Type: Annual	
	Primary ISIN: GRS014003032	Primary SEDOL: BNC0DB0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2.1	Approve Dividends	Mgmt	For	For
2.2	Approve Non-Distribution of Minimum Dividend	Mgmt	For	For
3	Approve Management of Company and Grant Discharge to Auditors	Mgmt	For	For

Piraeus Financial Holdings SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Auditors and Fix Their Remuneration	Mgmt	For	For
5	Receive Audit Committee's Activity Report	Mgmt		
6	Receive Report of Independent Non-Executive Directors	Mgmt		
7	Approve Director Remuneration	Mgmt	For	For
8	Approve Distribution of Discretionary Reserves to Company Personnel	Mgmt	For	For
9	Advisory Vote on Remuneration Report	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i></p>				
10	Amend Suitability Policy for Directors	Mgmt	For	For
11	Approve Remuneration Policy	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. All cash or share-based awards and payments that fall outside the company's remuneration policy should require ex-ante shareholder approval. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i></p>				
12	Elect Independent Director	Mgmt	For	For
13	Authorize Board to Participate in Companies with Similar Business Interests	Mgmt	For	For

Plains GP Holdings, L.P.

Meeting Date: 05/22/2024

Country: USA

Ticker: PAGP

Meeting Type: Annual

Primary ISIN: US72651A2078

Primary SEDOL: BDGHN95

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Greg L. Armstrong	Mgmt	For	For
1.2	Elect Director John T. Raymond	Mgmt	For	For
1.3	Elect Director Bobby S. Shackouls	Mgmt	For	Withhold
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i></p>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Plains GP Holdings, L.P.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year

Voter Rationale: We support an annual say on pay frequency.

Planet Fitness, Inc.

Meeting Date: 04/30/2024	Country: USA	Ticker: PLNT	
	Meeting Type: Annual		
		Primary ISIN: US72703H1014	Primary SEDOL: BYSFJV8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Bernard Acoca	Mgmt	For	For
1.2	Elect Director Frances Rathke	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For

Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.

3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
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Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
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Voter Rationale: We support an annual say on pay frequency.

Playa Hotels & Resorts N.V.

Meeting Date: 05/16/2024	Country: Netherlands	Ticker: PLYA	
	Meeting Type: Annual		
		Primary ISIN: NL0012170237	Primary SEDOL: BD089F2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Bruce D. Wardinski	Mgmt	For	For
1b	Elect Director Jeanmarie Cooney	Mgmt	For	For
1c	Elect Director Hal Stanley Jones	Mgmt	For	For
1d	Elect Director Mahmood Khimji	Mgmt	For	For
1e	Elect Director Elizabeth Lieberman	Mgmt	For	For
1f	Elect Director Maria Miller	Mgmt	For	For

Playa Hotels & Resorts N.V.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director Leticia Navarro	Mgmt	For	For
1h	Elect Director Karl Peterson	Mgmt	For	For
2	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
4	Ratify Deloitte Accountants B.V. as Auditors	Mgmt	For	For
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
6	Approve Discharge of Directors	Mgmt	For	For
7	Authorization of the Board to Acquire Shares and Depositary Receipts for Shares in the Capital of the Company	Mgmt	For	Against
<i>Voter Rationale: Any share repurchase request in excess of 10% should be undertaken in exceptional circumstances only and be fully justified by the company.</i>				
8a	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital and Exclude Pre-emptive Rights	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
8b	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital Plus Additional 10 Percent and Exclude Pre-emptive Rights	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				

Pliant Therapeutics, Inc.

Meeting Date: 06/13/2024

Country: USA

Ticker: PLRX

Meeting Type: Annual

Primary ISIN: US7291391057

Primary SEDOL: BMDWW66

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Hoyoung Huh	Mgmt	For	For
1b	Elect Director Darren Cline	Mgmt	For	For
1c	Elect Director David Pyott	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: A vote AGAINST this proposal is warranted. The CEO's equity grant value increased significantly year-over-year without a compelling rationale, and the company's practice of above-median benchmarking of equity grants may compound this concern. Further, significant disclosure concerns persist for both the annual and long-term incentives, which impedes shareholders' ability to assess the rigor of the programs.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Plug Power Inc.

Meeting Date: 06/05/2024

Country: USA

Ticker: PLUG

Meeting Type: Annual

Primary ISIN: US72919P2020

Primary SEDOL: 2508386

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Andrew J. Marsh	Mgmt	For	For
1b	Elect Director Maureen O. Helmer	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The audit committee is responsible for the integrity of the annual report and accounts. Substantial restatements of earnings are indicative of the inadequate oversight and controls by the audit committee.</i>				
1c	Elect Director Kavita Mahtani	Mgmt	For	Withhold
<i>Voter Rationale: The audit committee is responsible for the integrity of the annual report and accounts. Substantial restatements of earnings are indicative of the inadequate oversight and controls by the audit committee.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Pool Corporation

Meeting Date: 05/01/2024

Country: USA

Ticker: POOL

Meeting Type: Annual

Primary ISIN: US73278L1052

Primary SEDOL: 2781585

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Peter D. Arvan	Mgmt	For	For
1b	Elect Director Martha "Marty" S. Gervasi	Mgmt	For	For
1c	Elect Director James "Jim" D. Hope	Mgmt	For	For
1d	Elect Director Debra S. Oler	Mgmt	For	For
1e	Elect Director Manuel J. Perez de la Mesa	Mgmt	For	For
1f	Elect Director Carlos A. Sabater	Mgmt	For	For
1g	Elect Director John E. Stokely	Mgmt	For	For
1h	Elect Director David G. Whalen	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Pool Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: Companies should not extend vesting periods or allow re-testing of performance targets because this weakens the effectiveness of incentive schemes. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i></p>				

Popular, Inc.

Meeting Date: 05/09/2024
Country: Puerto Rico
Ticker: BPOP
Meeting Type: Annual
Primary ISIN: PR7331747001
Primary SEDOL: B86QM90

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ignacio Alvarez	Mgmt	For	For
1b	Elect Director Alejandro M. Ballester	Mgmt	For	For
1c	Elect Director Robert Carrady	Mgmt	For	For
1d	Elect Director Richard L. Carrion	Mgmt	For	For
1e	Elect Director Bertil E. Chappuis	Mgmt	For	For
1f	Elect Director Betty DeVita	Mgmt	For	For
1g	Elect Director John W. Dierksen	Mgmt	For	For
1h	Elect Director Maria Luisa Ferre Rangel	Mgmt	For	For
1i	Elect Director C. Kim Goodwin	Mgmt	For	For
1j	Elect Director Jose R. Rodriguez	Mgmt	For	For
1k	Elect Director Alejandro M. Sanchez	Mgmt	For	For
1l	Elect Director Myrna M. Soto	Mgmt	For	For
1m	Elect Director Carlos A. Unanue	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i></p>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				

Poste Italiane SpA

Meeting Date: 05/31/2024

Country: Italy

Ticker: PST

Meeting Type: Annual/Special

Primary ISIN: IT0003796171

Primary SEDOL: BYYN701

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	Approve Remuneration Policy	Mgmt	For	Abstain
	<i>Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>			
4	Approve Second Section of the Remuneration Report	Mgmt	For	For
	<i>Voter Rationale: Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>			
5	Approve Equity-Based Incentive Plans	Mgmt	For	Against
	<i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>			
6	Authorize Share Repurchase Program and Reissuance of Repurchased Shares to Service the Equity Based Incentive Plans	Mgmt	For	Against
	<i>Voter Rationale: Capital issuance authorities should be for share plans that incentivise long-term value creation.</i>			
	Extraordinary Business	Mgmt		
1.1	Amend Company Bylaws Re: Article 4	Mgmt	For	For
1.2	Amend Company Bylaws Re: Article 11	Mgmt	For	Against
	<i>Voter Rationale: Changes in company's articles or by-laws should not erode shareholder rights.</i>			
1.3	Amend Company Bylaws Re: Article 12	Mgmt	For	For
1.4	Amend Company Bylaws Re: Article 14	Mgmt	For	For
1.5	Amend Company Bylaws Re: Article 16	Mgmt	For	Against
	<i>Voter Rationale: Changes in company's articles or by-laws should not erode shareholder rights.</i>			
1.6	Amend Company Bylaws Re: Article 20	Mgmt	For	For

Power Assets Holdings Limited

Meeting Date: 05/22/2024

Country: Hong Kong

Ticker: 6

Meeting Type: Annual

Primary ISIN: HK0006000050

Primary SEDOL: 6435327

Power Assets Holdings Limited

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 Cheng Cho Ying, Francis as Director	Mgmt	For	For
<p><i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i></p>				
3b	Elect Neil Douglas Mcgee as Director	Mgmt	For	For
3c	Elect Wu Ting Yuk, Anthony as Director	Mgmt	For	Against
<p><i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				
4	Approve KPMG as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	Against
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For

Power Corporation of Canada

Meeting Date: 05/09/2024

Country: Canada

Ticker: POW

Meeting Type: Annual

Primary ISIN: CA7392391016

Primary SEDOL: 2697701

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for Holders of Participating Preferred and Subordinate Voting Shares	Mgmt		
1.1	Elect Director Pierre Beaudoin	Mgmt	For	For
1.2	Elect Director Marcel R. Coutu	Mgmt	For	For

Power Corporation of Canada

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Andre Desmarais	Mgmt	For	Against
	<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders. We expect companies to have policies in place to increase racial diversity on the board. Our minimum expectation is that at least one board member identifies as a member of an underrepresented community. Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>			
1.4	Elect Director Paul Desmarais, Jr.	Mgmt	For	Against
	<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>			
1.5	Elect Director Gary A. Doer	Mgmt	For	For
1.6	Elect Director Segolene Gallienne-Frere	Mgmt	For	For
1.7	Elect Director Anthony R. Graham	Mgmt	For	For
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>			
1.8	Elect Director Sharon MacLeod	Mgmt	For	For
1.9	Elect Director Paula B. Madoff	Mgmt	For	For
1.10	Elect Director Isabelle Marcoux	Mgmt	For	For
1.11	Elect Director R. Jeffrey Orr	Mgmt	For	For
	<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>			
1.12	Elect Director T. Timothy Ryan, Jr.	Mgmt	For	For
1.13	Elect Director Siim A. Vanaselja	Mgmt	For	For
1.14	Elect Director Elizabeth D. Wilson	Mgmt	For	For
2	Ratify Deloitte LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>			
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Shareholder Proposals	Mgmt		
4	SP 1: Disclose the Corporation's Scope 1-3 Financed Emissions Annually	SH	Against	Against
5	SP 2: Approve Incentive Compensation for All Employees Based on ESG Targets	SH	Against	Against
	<i>Voter Rationale: This proposal is overly prescriptive.</i>			
6	SP 3: Hold Annual Meetings of the Company in Person with Virtual Meetings as Complements	SH	Against	For
	<i>Voter Rationale: Per our Guidelines, we believe hybrid meetings are superior to virtual-only.</i>			
7	SP 4: Disclose Language Fluency of Executives	SH	Against	Against

Power Corporation of Canada

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	SP 5: Advisory Vote on Environmental Policies	SH	Against	Against

Power Integrations, Inc.

Meeting Date: 05/17/2024

Country: USA

Ticker: POWI

Meeting Type: Annual

Primary ISIN: US7392761034

Primary SEDOL: 2133045

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Wendy Arienzo	Mgmt	For	For
1.2	Elect Director Balu Balakrishnan	Mgmt	For	For
1.3	Elect Director Nicholas E. Brathwaite	Mgmt	For	For
1.4	Elect Director Anita Ganti	Mgmt	For	For
1.5	Elect Director Nancy Gioia	Mgmt	For	For
1.6	Elect Director Balakrishnan S. Iyer	Mgmt	For	For
1.7	Elect Director Ravi Vig	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
4	Adopt Simple Majority Vote	SH	None	For

Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.

PowerSchool Holdings, Inc.

Meeting Date: 05/02/2024

Country: USA

Ticker: PWSC

Meeting Type: Annual

Primary ISIN: US73939C1062

Primary SEDOL: BMGTPK9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Barbara M. Byrne	Mgmt	For	For
1b	Elect Director Judy Cotte	Mgmt	For	Withhold

Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.

PowerSchool Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1c	Elect Director Ronald D. McCray	Mgmt	For	For
1d	Elect Director Gwen Reinke	Mgmt	For	Withhold
<i>Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Powszechna Kasa Oszczednosci Bank Polski SA

Meeting Date: 06/28/2024

Country: Poland

Ticker: PKO

Meeting Type: Annual

Primary ISIN: PLPKO0000016

Primary SEDOL: B03NGS5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Open Meeting	Mgmt		
2	Elect Meeting Chairman	Mgmt	For	For
3	Acknowledge Proper Convening of Meeting	Mgmt		
4	Approve Agenda of Meeting	Mgmt	For	For
5	Receive Financial Statements and Management Board Proposal on Allocation of Income	Mgmt		
6	Receive Management Board Report on Group's Operations and Consolidated Financial Statements, and Statutory Reports	Mgmt		
7	Receive Supervisory Board Report	Mgmt		
8	Receive Supervisory Board Report on Remuneration Policy and Compliance with Corporate Governance Principles	Mgmt		
9.a	Approve Financial Statements	Mgmt	For	For

Powszechna Kasa Oszczednosci Bank Polski SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9.b	Approve Management Board Report on Company's and Group's Operations; and Report on Expenses Related to Representation, Legal Services, Marketing Services, Public Relations Services, Social Communication Services, and Management Advisory Services	Mgmt	For	For
9.c	Approve Consolidated Financial Statements	Mgmt	For	For
9.d	Approve Supervisory Board Report	Mgmt	For	For
9.e	Resolve Not to Allocate Income from Previous Years	Mgmt	For	For
9.f	Approve Allocation of Income and Dividends of PLN 2.59 per Share	Mgmt	For	For
10	Approve Remuneration Report	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.</i></p>				
11.1	Approve Discharge of Dariusz Szwed (Deputy CEO and CEO)	Mgmt	For	For
11.2	Approve Discharge of Maciej Brzozowski (Deputy CEO)	Mgmt	For	For
11.3	Approve Discharge of Marcin Eckert (Deputy CEO)	Mgmt	For	For
11.4	Approve Discharge of Pawel Gruza (Deputy CEO)	Mgmt	For	For
11.5	Approve Discharge of Wojciech Iwanicki (Deputy CEO)	Mgmt	For	For
11.6	Approve Discharge of Andrzej Kopyrski (Deputy CEO)	Mgmt	For	For
11.7	Approve Discharge of Artur Kurcweil (Deputy CEO)	Mgmt	For	For
11.8	Approve Discharge of Piotr Mazur (Deputy CEO)	Mgmt	For	For
11.9	Approve Discharge of Maks Kraczkowski (Deputy CEO)	Mgmt	For	For
11.10	Approve Discharge of Mieczyslaw Krol (Deputy CEO)	Mgmt	For	For
12.1	Approve Discharge of Robert Pietrzychyn (Supervisory Board Chairman)	Mgmt	For	For
12.2	Approve Discharge of Wojciech Jasinski (Supervisory Board Deputy Chairman)	Mgmt	For	For
12.3	Approve Discharge of Dominik Kaczmarek (Supervisory Board Secretary)	Mgmt	For	For
12.4	Approve Discharge of Mariusz Andrzejewski (Supervisory Board Member)	Mgmt	For	For

Powszechna Kasa Oszczednosci Bank Polski SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12.5	Approve Discharge of Andrzej Kisielewicz (Supervisory Board Member)	Mgmt	For	For
12.6	Approve Discharge of Rafal Kos (Supervisory Board Member)	Mgmt	For	For
12.7	Approve Discharge of Tomasz Kuczur (Supervisory Board Member)	Mgmt	For	For
12.8	Approve Discharge of Maciej Lopinski (Supervisory Board Member)	Mgmt	For	For
12.9	Approve Discharge of Bogdan Szafranski (Supervisory Board Member)	Mgmt	For	For
12.10	Approve Discharge of Agnieszka Winnik-Kalemba (Supervisory Board Member)	Mgmt	For	For
12.11	Approve Discharge of Krzysztof Michalski (Supervisory Board Member)	Mgmt	For	For
13	Approve Assessment of Suitability of Regulations on Supervisory Board	Mgmt	For	For
14	Amend Statute	Mgmt	For	For
15	Amend Jun. 25, 2015, AGM Re: Shareholders' Consent with Corporate Governance Principles for Supervised Institutions adopted by Polish Financial Supervision Authority	Mgmt	For	For
16	Approve Policy on Assessment of Suitability of Supervisory Board Members	Mgmt	For	For
17	Approve Terms of Assessment of Supervisory Board Suitability	Mgmt	For	For
18	Amend Remuneration Policy	Mgmt	For	Against
<p><i>Voter Rationale: The remuneration policy should provide details of the rules governing the award of the annual and long-term variable incentives, any exceptional components and termination arrangements. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Retirement benefits should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
19	Elect Supervisory Board Member	Mgmt	For	Against
<p><i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i></p>				
20	Approve Collective Suitability of Supervisory Board Members	Mgmt	For	Against
<p><i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i></p>				
21	Close Meeting	Mgmt		

Powszechny Zakład Ubezpieczeń SA

Meeting Date: 06/18/2024

Country: Poland

Ticker: PZU

Meeting Type: Annual

Primary ISIN: PLPZU0000011

Primary SEDOL: B63DG21

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Open Meeting	Mgmt		
2	Elect Meeting Chairman	Mgmt	For	For
3	Acknowledge Proper Convening of Meeting	Mgmt		
4	Approve Agenda of Meeting	Mgmt	For	For
5	Receive Financial Statements	Mgmt		
6	Receive Consolidated Financial Statements	Mgmt		
7	Receive Management Board Report on Company's, Group's Operations, and Non-Financial Information	Mgmt		
8	Receive Supervisory Board Report	Mgmt		
9	Approve Management Board Report on Expenses Related to Representation, Legal Services, Marketing Services, Public Relations Services, Social Communication Services, and Management Advisory Services	Mgmt	For	For
10	Approve Financial Statements	Mgmt	For	For
11	Approve Consolidated Financial Statements	Mgmt	For	For
12	Approve Management Board Report on Company's, Group's Operations, and Non-Financial Information	Mgmt	For	For
13	Approve Supervisory Board Report	Mgmt	For	For
14	Approve Allocation of Income and Dividends of PLN 4.34 per Share	Mgmt	For	For
15.1	Approve Discharge of Ernest Bejda (Management Board Member)	Mgmt	For	For
15.2	Approve Discharge of Malgorzata Kot (Management Board Member)	Mgmt	For	For
15.3	Approve Discharge of Beata Kozłowska-Chyla (CEO)	Mgmt	For	For
15.4	Approve Discharge of Krzysztof Kozłowski (Management Board Member)	Mgmt	For	For
15.5	Approve Discharge of Tomasz Kulik (Management Board Member)	Mgmt	For	For
15.6	Approve Discharge of Piotr Nowak (Management Board Member)	Mgmt	For	For
15.7	Approve Discharge of Maciej Rapkiewicz (Management Board Member)	Mgmt	For	For

Powszechny Zakład Ubezpieczeń SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
15.8	Approve Discharge of Malgorzata Sadurska (Management Board Member)	Mgmt	For	For
16.1	Approve Discharge of Marcin Chludzinski (Supervisory Board Member)	Mgmt	For	For
16.2	Approve Discharge of Pawel Gorecki (Supervisory Board Deputy Chairman)	Mgmt	For	For
16.3	Approve Discharge of Agata Gornicka (Supervisory Board Secretary and Member)	Mgmt	For	For
16.4	Approve Discharge of Robert Jastrzebski (Supervisory Board Chairman)	Mgmt	For	For
16.5	Approve Discharge of Marcin Kubicza (Supervisory Board Member)	Mgmt	For	For
16.6	Approve Discharge of Elzbieta Maczynska-Ziemacka (Supervisory Board Member)	Mgmt	For	For
16.7	Approve Discharge of Krzysztof Opolski (Supervisory Board Member)	Mgmt	For	For
16.8	Approve Discharge of Radoslaw Sierpinski (Supervisory Board Member)	Mgmt	For	For
16.9	Approve Discharge of Robert Snitko (Supervisory Board Member and Secretary)	Mgmt	For	For
16.10	Approve Discharge of Piotr Wachowiak (Supervisory Board Member)	Mgmt	For	For
16.11	Approve Discharge of Jozef Wierzbowski (Supervisory Board Member)	Mgmt	For	For
16.12	Approve Discharge of Maciej Zaborowski (Supervisory Board Member)	Mgmt	For	For
17.1	Approve Discharge of Przemyslaw Dabrowski (Management Board Member)	Mgmt	For	For
17.2	Approve Discharge of Rafal Grodzicki (Management Board Member)	Mgmt	For	For
17.3	Approve Discharge of Witold Jaworski (Management Board Member)	Mgmt	For	For
17.4	Approve Discharge of Andrzej Klesyk (CEO)	Mgmt	For	For
17.5	Approve Discharge of Dariusz Krzewina (CEO and Management Board Member)	Mgmt	For	For
17.6	Approve Discharge of Tomasz Tarkowski (Management Board Member)	Mgmt	For	For
17.7	Approve Discharge of Ryszard Treczynski (Management Board Member)	Mgmt	For	For

Powszechny Zakład Ubezpieczeń SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
17.8	Approve Discharge of Zbigniew Cwiakalski (Supervisory Board Chairman and Deputy Chairman)	Mgmt	For	For
17.9	Approve Discharge of Zbigniew Derdziuk (Supervisory Board Member)	Mgmt	For	For
17.10	Approve Discharge of Dariusz Filar (Supervisory Board Member and Secretary)	Mgmt	For	For
17.11	Approve Discharge of Dariusz Kacprzyk (Supervisory Board Member)	Mgmt	For	For
17.12	Approve Discharge of Jakub Karnowski (Supervisory Board Member)	Mgmt	For	For
17.13	Approve Discharge of Aleksandra Magaczewska (Supervisory Board Chairwoman and Member)	Mgmt	For	For
17.14	Approve Discharge of Tomasz Zganiacz (Supervisory Board Member and Secretary)	Mgmt	For	For
18.1	Approve Individual Suitability of Anita Elzanowska (Supervisory Board Member)	Mgmt	For	For
18.2	Approve Individual Suitability of Andrzej Kaleta (Supervisory Board Member)	Mgmt	For	For
18.3	Approve Individual Suitability of Anna Machnikowska (Supervisory Board Secretary)	Mgmt	For	For
18.4	Approve Individual Suitability of Adam Uszpolewicz (Supervisory Board Member)	Mgmt	For	For
18.5	Approve Individual Suitability of Filip Gorczyca (Supervisory Board Member)	Mgmt	For	For
18.6	Approve Individual Suitability of Marcin Kubicza (Supervisory Board Chairman)	Mgmt	For	For
18.7	Approve Individual Suitability of Malgorzata Kurzynoga (Supervisory Board Deputy Chairwoman)	Mgmt	For	For
18.8	Approve Individual Suitability of Michal Bernaczyk (Supervisory Board Member)	Mgmt	For	For
18.9	Approve Individual Suitability of Michal Jonczynski (Supervisory Board Member)	Mgmt	For	For
18.10	Approve Individual Suitability of Wojciech Olejniczak (Supervisory Board Member)	Mgmt	For	For
18.11	Approve Collective Suitability of Supervisory Board Members	Mgmt	For	For
19	Amend Policy of Suitability of Supervisory Board and Audit Committee Members	Mgmt	For	For

Powszechny Zaklad Ubezpieczen SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
20.1	Recall Supervisory Board Member	Mgmt	For	Against
	<i>Voter Rationale: Companies should provide sufficient information on directors standing for election well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
20.2	Elect Supervisory Board Member	Mgmt	For	Against
	<i>Voter Rationale: Companies should provide sufficient information on directors standing for election well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
21	Approve Assessment of Supervisory Board Suitability	Mgmt	For	Against
	<i>Voter Rationale: Companies should provide sufficient information on directors standing for election well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
22	Approve Remuneration Report	Mgmt	For	Against
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Severance payments should not exceed two year's pay. Larger severance packages should be subject to a separate shareholder approval. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>			
23	Close Meeting	Mgmt		

PPG Industries, Inc.

Meeting Date: 04/18/2024

Country: USA

Ticker: PPG

Meeting Type: Annual

Primary ISIN: US6935061076

Primary SEDOL: 2698470

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael W. Lamach	Mgmt	For	For
1.2	Elect Director Martin H. Richenhagen	Mgmt	For	For
1.3	Elect Director Christopher N. Roberts, III	Mgmt	For	For
1.4	Elect Director Catherine R. Smith	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>			
3	Provide Right to Call Special Meeting	Mgmt	For	For
4	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For
5	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>			

Precision Drilling Corporation

Meeting Date: 05/16/2024

Country: Canada

Ticker: PD

Meeting Type: Annual/Special

Primary ISIN: CA74022D4075

Primary SEDOL: BLH2T08

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director William T. Donovan	Mgmt	For	For
1.2	Elect Director Steven W. Krablin	Mgmt	For	For
1.3	Elect Director Lori A. Lancaster	Mgmt	For	For
1.4	Elect Director Susan M. MacKenzie	Mgmt	For	For
1.5	Elect Director Kevin O. Meyers	Mgmt	For	For
1.6	Elect Director Kevin A. Neveu	Mgmt	For	For
1.7	Elect Director David W. Williams	Mgmt	For	For
1.8	Elect Director Alice L. Wong	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Approve Non-Employee Director Share Unit Plan	Mgmt	For	For
5	Amend Omnibus Equity Incentive Plan	Mgmt	For	For

Premier Financial Corp.

Meeting Date: 04/30/2024

Country: USA

Ticker: PFC

Meeting Type: Annual

Primary ISIN: US74052F1084

Primary SEDOL: BLFBX72

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Marty E. Adams	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.2	Elect Director Donald P. Hileman	Mgmt	For	For
1.3	Elect Director Nikki R. Lanier	Mgmt	For	For
1.4	Elect Director Gary M. Small	Mgmt	For	For
1.5	Elect Director Samuel S. Strausbaugh	Mgmt	For	For

Premier Financial Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
3	Ratify Crowe LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Primaris Real Estate Investment Trust

Meeting Date: 05/02/2024 **Country:** Canada **Ticker:** PMZ.UN
Meeting Type: Annual **Primary ISIN:** CA74167K1093 **Primary SEDOL:** BPCCK370

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Trustee Avtar Bains	Mgmt	For	For
1B	Elect Trustee Anne Fitzgerald	Mgmt	For	For
1C	Elect Trustee Louis Forbes	Mgmt	For	For
1D	Elect Trustee Timothy Pire	Mgmt	For	For
1E	Elect Trustee Alex Avery	Mgmt	For	For
1F	Elect Trustee Deborah Weinswig	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Primerica, Inc.

Meeting Date: 05/08/2024 **Country:** USA **Ticker:** PRI
Meeting Type: Annual **Primary ISIN:** US74164M1080 **Primary SEDOL:** B50K3X8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director John A. Addison, Jr.	Mgmt	For	For
1b	Elect Director Joel M. Babbit	Mgmt	For	For
1c	Elect Director Amber L. Cottle	Mgmt	For	For
1d	Elect Director Gary L. Crittenden	Mgmt	For	For

Primerica, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Cynthia N. Day	Mgmt	For	For
1f	Elect Director Sanjeev Dheer	Mgmt	For	For
1g	Elect Director Beatriz R. Perez	Mgmt	For	For
1h	Elect Director D. Richard Williams	Mgmt	For	For
1i	Elect Director Glenn J. Williams	Mgmt	For	For
1j	Elect Director Darryl L. Wilson	Mgmt	For	For
1k	Elect Director Barbara A. Yastine	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Primo Water Corporation

Meeting Date: 05/08/2024

Country: Canada

Ticker: PRMW

Meeting Type: Annual/Special

Primary ISIN: CA74167P1080

Primary SEDOL: BLKVX9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Britta Bomhard	Mgmt	For	For
1b	Elect Director Susan E. Cates	Mgmt	For	For
1c	Elect Director Eric J. Foss	Mgmt	For	For
1d	Elect Director Jerry Fowden	Mgmt	For	For
1e	Elect Director Derek R. Lewis	Mgmt	For	For
1f	Elect Director Lori T. Marcus	Mgmt	For	For
1g	Elect Director Billy D. Prim	Mgmt	For	For
1h	Elect Director Robbert Rietbroek	Mgmt	For	For
1i	Elect Director Archana Singh	Mgmt	For	For
1j	Elect Director Steven P. Stanbrook	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Primo Water Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Approve Shareholder Rights Plan	Mgmt	For	For
5	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Principal Financial Group, Inc.

Meeting Date: 05/21/2024 **Country:** USA **Ticker:** PFG
Meeting Type: Annual **Primary ISIN:** US74251V1026 **Primary SEDOL:** 2803014

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Roger C. Hochschild	Mgmt	For	For
1.2	Elect Director Daniel J. Houston	Mgmt	For	For
1.3	Elect Director Diane C. Nordin	Mgmt	For	For
1.4	Elect Director Alfredo Rivera	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

PRIO SA

Meeting Date: 04/19/2024 **Country:** Brazil **Ticker:** PRIO3
Meeting Type: Annual **Primary ISIN:** BRPRIOACNOR1 **Primary SEDOL:** BYY0144

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Minutes of Meeting Summary	Mgmt	For	For
2	Approve Minutes of Meeting with Exclusion of Shareholder Names	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2023	Mgmt	For	For
<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
4	Approve Allocation of Income and Dividends	Mgmt	For	For
5	Fix Number of Directors at Eight	Mgmt	For	For
6	Elect Directors	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
7	In Case There is Any Change to the Board Slate Composition, May Your Votes Still be Counted for the Proposed Slate?	Mgmt	None	Against
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
	If Voting FOR on Item 8, Votes Are Distributed in Equal % Amongst Nominees voted FOR. If You Vote AGST, Contact Your Client Service Rep to Unequally Allocate % of Votes. If You Vote ABST, You Will Not Participate in Cumulative Voting.	Mgmt		
8	In Case Cumulative Voting Is Adopted, Do You Wish to Equally Distribute Your Votes Amongst the Nominees below?	Mgmt	None	For
9.1	Percentage of Votes to Be Assigned - Elect Emiliano Fernandes Lourenco Gomes as Director	Mgmt	None	For
9.2	Percentage of Votes to Be Assigned - Elect Felipe Bueno da Silva as Independent Director	Mgmt	None	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
9.3	Percentage of Votes to Be Assigned - Elect Felipe Villela Dias as Independent Director	Mgmt	None	For
9.4	Percentage of Votes to Be Assigned - Elect Flavio Vianna Ulhoa Canto as Director	Mgmt	None	For
9.5	Percentage of Votes to Be Assigned - Elect Gustavo Rocha Gattass as Independent Director	Mgmt	None	For
9.6	Percentage of Votes to Be Assigned - Elect Marcia Raquel Cordeiro de Azevedo as Independent Director	Mgmt	None	For
9.7	Percentage of Votes to Be Assigned - Elect Nelson de Queiroz Sequeiros Tanure as Director	Mgmt	None	For
9.8	Percentage of Votes to Be Assigned - Elect Roberto Bernardes Monteiro as Director	Mgmt	None	For

PRIO SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Do You Wish to Adopt Cumulative Voting for the Election of the Members of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	Mgmt	None	Abstain
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
11	Do You Wish to Request Installation of a Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	Mgmt	For	For
12	Elect Fiscal Council Members	Mgmt	For	For
13	In Case One of the Nominees Leaves the Fiscal Council Slate Due to a Separate Minority Election, as Allowed Under Articles 161 and 240 of the Brazilian Corporate Law, May Your Votes Still Be Counted for the Proposed Slate?	Mgmt	None	Against
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
14	Approve Remuneration of Company's Management	Mgmt	For	For
15	Approve Remuneration of Fiscal Council Members	Mgmt	For	For

PROCEPT BioRobotics Corporation

Meeting Date: 06/04/2024

Country: USA

Ticker: PRCT

Meeting Type: Annual

Primary ISIN: US74276L1052

Primary SEDOL: BMYRFV6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Amy Dodrill	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.2	Elect Director Taylor Harris	Mgmt	For	For
1.3	Elect Director Reza Zadno	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				

Procore Technologies, Inc.

Meeting Date: 06/06/2024

Country: USA

Ticker: PCOR

Meeting Type: Annual

Primary ISIN: US74275K1088

Primary SEDOL: BLH11J8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director William J.G. Griffith, IV	Mgmt	For	For
1.2	Elect Director Graham V. Smith	Mgmt	For	For
1.3	Elect Director Elisa A. Steele	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

PROG Holdings, Inc.

Meeting Date: 05/15/2024

Country: USA

Ticker: PRG

Meeting Type: Annual

Primary ISIN: US74319R1014

Primary SEDOL: BLFGN66

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kathy T. Betty	Mgmt	For	For
1b	Elect Director Douglas C. Curling	Mgmt	For	For
1c	Elect Director Cynthia N. Day	Mgmt	For	For
1d	Elect Director Curtis L. Doman	Mgmt	For	For
1e	Elect Director Ray M. Martinez	Mgmt	For	For
1f	Elect Director Steven A. Michaels	Mgmt	For	For
1g	Elect Director Ray M. Robinson	Mgmt	For	For
1h	Elect Director Caroline S. Sheu	Mgmt	For	For
1i	Elect Director James P. Smith	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.

Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.

PROG Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Progress Software Corporation

Meeting Date: 05/09/2024	Country: USA	Ticker: PRGS	
	Meeting Type: Annual		
		Primary ISIN: US7433121008	Primary SEDOL: 2705198

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Paul T. Dacier	Mgmt	For	For
1.2	Elect Director John R. Egan	Mgmt	For	For
1.3	Elect Director Rainer Gawlick	Mgmt	For	For
1.4	Elect Director Yogesh Gupta	Mgmt	For	For
1.5	Elect Director Charles F. Kane	Mgmt	For	For
1.6	Elect Director Samskriti (Sam) Y. King	Mgmt	For	For
1.7	Elect Director David A. Krall	Mgmt	For	For
1.8	Elect Director Angela T. Tucci	Mgmt	For	For
1.9	Elect Director Vivian Vitale	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Progyny, Inc.

Meeting Date: 05/23/2024	Country: USA	Ticker: PGNV	
	Meeting Type: Annual		
		Primary ISIN: US74340E1038	Primary SEDOL: BKWD3M9

Progyny, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Peter Anevski	Mgmt	For	For
1.2	Elect Director Roger Holstein	Mgmt	For	For
1.3	Elect Director Jeff Park	Mgmt	For	For
1.4	Elect Director David Schlanger	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The majority of annual bonus incentives should be quantitative.</i>				

Prologis, Inc.

Meeting Date: 05/09/2024

Country: USA

Ticker: PLD

Meeting Type: Annual

Primary ISIN: US74340W1036

Primary SEDOL: B44WZD7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Hamid R. Moghadam	Mgmt	For	For
1b	Elect Director Cristina G. Bitá	Mgmt	For	For
1c	Elect Director James B. Connor	Mgmt	For	For
1d	Elect Director George L. Fotiades	Mgmt	For	For
1e	Elect Director Lydia H. Kennard	Mgmt	For	For
1f	Elect Director Irving F. Lyons, III	Mgmt	For	For
1g	Elect Director Guy A. Metcalfe	Mgmt	For	For
1h	Elect Director Avid Modjtabai	Mgmt	For	For
1i	Elect Director David P. O'Connor	Mgmt	For	For
1j	Elect Director Olivier Piani	Mgmt	For	For
1k	Elect Director Carl B. Webb	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Prologis, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
4	Reduce Supermajority Vote Requirement to Amend Charter	Mgmt	For	For
<i>Voter Rationale: Board efforts to reduce supermajority provisions are appreciated, as they create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				
5	Reduce Supermajority Vote Requirement to Amend Bylaws	Mgmt	For	For
<i>Voter Rationale: Board efforts to reduce supermajority provisions are appreciated, as they create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				
6	Adopt Simple Majority Vote	SH	Against	For
<i>Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				

ProPetro Holding Corp.

Meeting Date: 04/23/2024

Country: USA

Ticker: PUMP

Meeting Type: Annual

Primary ISIN: US74347M1080

Primary SEDOL: BYXR9C0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Samuel D. Sledge	Mgmt	For	For
1.2	Elect Director Phillip A. Gobe	Mgmt	For	For
1.3	Elect Director Spencer D. Armour, III	Mgmt	For	For
1.4	Elect Director Mark S. Berg	Mgmt	For	For
1.5	Elect Director Anthony J. Best	Mgmt	For	For
1.6	Elect Director Michele Vion	Mgmt	For	For
1.7	Elect Director Mary P. Ricciardello	Mgmt	For	For
1.8	Elect Director G. Larry Lawrence	Mgmt	For	For
1.9	Elect Director Jack B. Moore	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify RSM US LLP as Auditors	Mgmt	For	For

PROS Holdings, Inc.

Meeting Date: 05/15/2024

Country: USA

Ticker: PRO

Meeting Type: Annual

Primary ISIN: US74346Y1038

Primary SEDOL: B1YWQK0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Raja Hammoud	Mgmt	For	For
1.2	Elect Director Leland Jourdan	Mgmt	For	For
1.3	Elect Director William Russell	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Prosperity Bancshares, Inc.

Meeting Date: 04/16/2024

Country: USA

Ticker: PB

Meeting Type: Annual

Primary ISIN: US7436061052

Primary SEDOL: 2310257

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director James A. Bouligny	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.2	Elect Director W.R. Collier	Mgmt	For	For
1.3	Elect Director Laura Murillo	Mgmt	For	For
1.4	Elect Director Robert Steelhammer	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.5	Elect Director H. E. Timanus, Jr.	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Prosperity Bancshares, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				

Prudential Financial, Inc.

Meeting Date: 05/14/2024	Country: USA	Ticker: PRU
	Meeting Type: Annual	
	Primary ISIN: US7443201022	Primary SEDOL: 2819118

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Gilbert F. Casellas	Mgmt	For	For
1.2	Elect Director Robert M. Falzon	Mgmt	For	For
1.3	Elect Director Martina Hund-Mejean	Mgmt	For	For
1.4	Elect Director Wendy E. Jones	Mgmt	For	For
1.5	Elect Director Charles F. Lowrey	Mgmt	For	For
1.6	Elect Director Kathleen A. Murphy	Mgmt	For	For
1.7	Elect Director Sandra Pianalto	Mgmt	For	For
1.8	Elect Director Christine A. Poon	Mgmt	For	For
1.9	Elect Director Douglas A. Scovanner	Mgmt	For	For
1.10	Elect Director Michael A. Todman	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Require Independent Board Chair	SH	Against	For
<p><i>Voter Rationale: Appointing a fully independent chairman creates a balance of power that is more conducive to long-term performance. A board headed by management cannot reasonably provide the best oversight and evaluation of managements performance.</i></p>				

Prudential Plc

Meeting Date: 05/23/2024	Country: United Kingdom	Ticker: PRU
	Meeting Type: Annual	
	Primary ISIN: GB0007099541	Primary SEDOL: 0709954

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 Mark Saunders as Director	Mgmt	For	For
4	Re-elect Shriti Vadera as Director	Mgmt	For	For
<i>Voter Rationale: The board chairman serves as a member of the Remuneration Committee. The board chairman serves as a member of the Nomination Committee.</i>				
5	Re-elect Anil Wadhvani as Director	Mgmt	For	For
6	Re-elect Jeremy Anderson as Director	Mgmt	For	For
7	Re-elect Arijit Basu as Director	Mgmt	For	For
8	Re-elect Chua Sock Koong as Director	Mgmt	For	For
9	Re-elect Ming Lu as Director	Mgmt	For	For
10	Re-elect George Sartorel as Director	Mgmt	For	For
11	Re-elect Claudia Dyckerhoff as Director	Mgmt	For	For
12	Re-elect Jeanette Wong as Director	Mgmt	For	For
13	Re-elect Amy Yip as Director	Mgmt	For	For
14	Reappoint Ernst & Young LLP as Auditors	Mgmt	For	For
15	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
16	Authorise UK Political Donations and Expenditure	Mgmt	For	For
17	Authorise Issue of Equity	Mgmt	For	For
18	Authorise Issue of Equity to Include Repurchased Shares	Mgmt	For	For
19	Authorise Issue of Preference Shares	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 Directors to Allot Ordinary Shares in Connection with the Scrip Dividend Alternative	Mgmt	For	For
24	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

Public Service Enterprise Group Incorporated

Meeting Date: 04/16/2024

Country: USA

Ticker: PEG

Meeting Type: Annual

Primary ISIN: US7445731067

Primary SEDOL: 2707677

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ralph A. LaRossa	Mgmt	For	For
1.2	Elect Director Susan Tomasky	Mgmt	For	For
1.3	Elect Director Willie A. Deese	Mgmt	For	For
1.4	Elect Director Jamie M. Gentoso	Mgmt	For	For
1.5	Elect Director Barry H. Ostrowsky	Mgmt	For	For
1.6	Elect Director Ricardo G. Perez	Mgmt	For	For
1.7	Elect Director Valerie A. Smith	Mgmt	For	For
1.8	Elect Director Scott G. Stephenson	Mgmt	For	For
1.9	Elect Director Laura A. Sugg	Mgmt	For	For
1.10	Elect Director John P. Surma	Mgmt	For	For
1.11	Elect Director Kenneth Y. Tanji	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i></p>				
3a	Eliminate Supermajority Vote Requirement for Business Combinations	Mgmt	For	For
<p><i>Voter Rationale: Board efforts to reduce supermajority provisions are appreciated, as they create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i></p>				
3b	Eliminate Supermajority Vote Requirements to Remove a Director Without Cause	Mgmt	For	For
<p><i>Voter Rationale: Board efforts to reduce supermajority provisions are appreciated, as they create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i></p>				
3c	Eliminate Supermajority Vote Requirement to Amend Bylaws	Mgmt	For	For
<p><i>Voter Rationale: Board efforts to reduce supermajority provisions are appreciated, as they create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i></p>				
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				

Public Storage

Meeting Date: 05/07/2024

Country: USA

Ticker: PSA

Meeting Type: Annual

Primary ISIN: US74460D1090

Primary SEDOL: 2852533

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ronald L. Havner, Jr.	Mgmt	For	For
1b	Elect Director Tamara Hughes Gustavson	Mgmt	For	For
1c	Elect Director Shankh S. Mitra	Mgmt	For	For
1d	Elect Director Rebecca Owen	Mgmt	For	For
1e	Elect Director Kristy M. Pipes	Mgmt	For	For
1f	Elect Director Avedick B. Poladian	Mgmt	For	For
1g	Elect Director John Reyes	Mgmt	For	For
1h	Elect Director Joseph D. Russell, Jr.	Mgmt	For	For
1i	Elect Director Tariq M. Shaukat	Mgmt	For	For
1j	Elect Director Ronald P. Spogli	Mgmt	For	For
1k	Elect Director Paul S. Williams	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

Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.

PulteGroup, Inc.

Meeting Date: 05/06/2024

Country: USA

Ticker: PHM

Meeting Type: Annual

Primary ISIN: US7458671010

Primary SEDOL: 2708841

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kristen Actis-Grande	Mgmt	For	For
1b	Elect Director Brian P. Anderson	Mgmt	For	For
1c	Elect Director Bryce Blair	Mgmt	For	For
1d	Elect Director Thomas J. Folliard	Mgmt	For	For
1e	Elect Director Cheryl W. Grise	Mgmt	For	For
1f	Elect Director Andre J. Hawaux	Mgmt	For	For
1g	Elect Director J. Phillip Holloman	Mgmt	For	For
1h	Elect Director Ryan R. Marshall	Mgmt	For	For

PulteGroup, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1i	Elect Director John R. Peshkin	Mgmt	For	For
1j	Elect Director Scott F. Powers	Mgmt	For	For
1k	Elect Director Lila Snyder	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Eliminate Supermajority Vote Requirements	Mgmt	For	For
<i>Voter Rationale: Board efforts to reduce supermajority provisions are appreciated, as they create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				

Pure Storage, Inc.

Meeting Date: 06/12/2024

Country: USA

Ticker: PSTG

Meeting Type: Annual

Primary ISIN: US74624M1027

Primary SEDOL: BYZ62T3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jeff Rothschild	Mgmt	For	For
1.2	Elect Director Susan Taylor	Mgmt	For	For
1.3	Elect Director Mallun Yen	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: The company disclosed incremental value of approximately \$11 million for CEO Giancarlo as a result of the board's decision to modify PSU awards in FY24. Further, the introduction of LTP awards, in addition to PSU awards, resulted in outsized equity grants, as other NEOs' equity awards alone exceeding the total pay median of CEO peers. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

QBE Insurance Group Limited

Meeting Date: 05/10/2024

Country: Australia

Ticker: QBE

Meeting Type: Annual

Primary ISIN: AU000000QBE9

Primary SEDOL: 6715740

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Remuneration Report	Mgmt	For	For
<p><i>Voter Rationale: The remuneration report does not articulate how executives performed against historic performance targets. The board should articulate how bonus payments reflect prior year performance, as well as outlining forward-looking targets that underpin long-term incentive plans.</i></p>				
3	Approve Grant of LTI Plan Conditional Rights under the Company's LTI Plan for 2024 to Andrew Horton	Mgmt	For	For
4a	Elect T Le as Director	Mgmt	For	For
4b	Elect S Ferguson as Director	Mgmt	For	For
4c	Elect P James as Director	Mgmt	For	For
4d	Elect P Wilson as Director	Mgmt	For	For

QCR Holdings, Inc.

Meeting Date: 05/16/2024

Country: USA

Ticker: QCRH

Meeting Type: Annual

Primary ISIN: US74727A1043

Primary SEDOL: 2714257

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mary Kay Bates	Mgmt	For	For
1.2	Elect Director John-Paul E. Besong	Mgmt	For	For
1.3	Elect Director Todd A. Gipple	Mgmt	For	For
1.4	Elect Director Donna J. Sorensen	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<p><i>Voter Rationale: We support an annual say on pay frequency.</i></p>				
4	Approve Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated.</i></p>				
5	Ratify RSM US LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				

Qualys, Inc.

Meeting Date: 06/12/2024

Country: USA

Ticker: QLYS

Meeting Type: Annual

Primary ISIN: US74758T3032

Primary SEDOL: B7XJTN8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jeffrey P. Hank	Mgmt	For	For
1.2	Elect Director Sumedh S. Thakar	Mgmt	For	For
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Quanta Services, Inc.

Meeting Date: 05/24/2024

Country: USA

Ticker: PWR

Meeting Type: Annual

Primary ISIN: US74762E1029

Primary SEDOL: 2150204

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 Warner L. Baxter	Mgmt	For	For
1.3	Elect Director Doyle N. Beneby	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 Holli C. Ladhani	Mgmt	For	For
1.8	Elect Director Jo-ann dePass Olsovsky	Mgmt	For	For
1.9	Elect Director R. Scott Rowe	Mgmt	For	For

Quanta Services, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.10	Elect Director Raul J. Valentin	Mgmt	For	For
1.11	Elect Director Martha B. Wyrsh	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.

3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
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Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.

4	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For
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Quanterix Corporation

Meeting Date: 06/03/2024

Country: USA

Ticker: QTRX

Meeting Type: Annual

Primary ISIN: US74766Q1013

Primary SEDOL: BD1KGN4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Karen A. Flynn	Mgmt	For	For
1.2	Elect Director Martin D. Madaus	Mgmt	For	Withhold

Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.

2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
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Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
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Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.

Quebecor Inc.

Meeting Date: 05/09/2024

Country: Canada

Ticker: QBR.B

Meeting Type: Annual

Primary ISIN: CA7481932084

Primary SEDOL: 2715777

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Chantal Belanger	Mgmt	For	For
1.2	Elect Director Lise Croteau	Mgmt	For	For
<i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process. We expect companies to have policies in place to increase racial diversity on the board. Our minimum expectation is that at least one board member identifies as a member of an underrepresented community. The company has begun a process of expanding the policy on selecting candidates beyond gender diversity to include members of designated groups.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
4	SP 1: Approve Incentive Compensation Relating to ESG Goals	SH	Against	Against
<i>Voter Rationale: This proposal is overly prescriptive.</i>				
5	SP 2: Hold Annual Meetings of the Company in Person with Virtual Meetings as Complements	SH	Against	For
<i>Voter Rationale: Per our Guidelines, we believe hybrid meetings are superior to virtual-only.</i>				
6	SP 4: Advisory Vote on Environmental Policies	SH	Against	Against

Quest Diagnostics Incorporated

Meeting Date: 05/16/2024

Country: USA

Ticker: DGX

Meeting Type: Annual

Primary ISIN: US74834L1008

Primary SEDOL: 2702791

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director James E. Davis	Mgmt	For	For
1.2	Elect Director Luis A. Diaz, Jr.	Mgmt	For	For
1.3	Elect Director Tracey C. Doi	Mgmt	For	For
1.4	Elect Director Vicky B. Gregg	Mgmt	For	For
1.5	Elect Director Wright L. Lassiter, III	Mgmt	For	For
1.6	Elect Director Timothy L. Main	Mgmt	For	For
1.7	Elect Director Denise M. Morrison	Mgmt	For	For
1.8	Elect Director Gary M. Pfeiffer	Mgmt	For	For

Quest Diagnostics Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.9	Elect Director Timothy M. Ring	Mgmt	For	Against
<i>Voter Rationale: Climate change presents an ongoing and serious long-term risk that can impact shareholder value. Companies should improve their public disclosure and strategy setting in relation to climate change. We note the company has failed to set reduction targets.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
4	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For
5	Adopt Near and Long-Term Science-Based GHG Emissions Reduction Targets Aligned with Paris Agreement Goal	SH	Against	Against
<i>Voter Rationale: Climate change presents an ongoing and serious long-term risk that can impact shareholder value. Companies should improve their public disclosure and strategy setting in relation to climate change. We note the company has failed to set reduction targets.</i>				

QuidelOrtho Corporation

Meeting Date: 05/14/2024

Country: USA

Ticker: QDEL

Meeting Type: Annual

Primary ISIN: US2197981051

Primary SEDOL: BM9VY27

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kenneth F. Buechler	Mgmt	For	For
1.2	Elect Director Evelyn S. Dilsaver	Mgmt	For	For
1.3	Elect Director Edward L. Michael	Mgmt	For	For
1.4	Elect Director Mary Lake Polan	Mgmt	For	For
1.5	Elect Director James R. Prutow	Mgmt	For	For
1.6	Elect Director Ann D. Rhoads	Mgmt	For	For
1.7	Elect Director Robert R. Schmidt	Mgmt	For	For
1.8	Elect Director Matthew W. Strobeck	Mgmt	For	For
1.9	Elect Director Kenneth J. Widder	Mgmt	For	For
1.10	Elect Director Joseph D. Wilkins, Jr.	Mgmt	For	For

QuidelOrtho Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				

R1 RCM Inc.

Meeting Date: 05/22/2024 **Country:** USA **Ticker:** RCM
Meeting Type: Annual
Primary ISIN: US77634L1052 **Primary SEDOL:** BP2S437

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Bradford Kyle Armbrester	Mgmt	For	Withhold
<p><i>Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.</i></p>				
1.2	Elect Director Clay Ashdown	Mgmt	For	For
1.3	Elect Director Agnes Bundy Scanlan	Mgmt	For	For
1.4	Elect Director Jeremy Delinsky	Mgmt	For	For
1.5	Elect Director David M. Dill	Mgmt	For	For
1.6	Elect Director Michael C. Feiner	Mgmt	For	For
1.7	Elect Director Joseph Flanagan	Mgmt	For	Withhold
<p><i>Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.</i></p>				
1.8	Elect Director John B. Henneman, III	Mgmt	For	For
1.9	Elect Director Matthew Holt	Mgmt	For	Withhold
<p><i>Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.</i></p>				
1.10	Elect Director Neal Moszkowski	Mgmt	For	Withhold
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.</i></p>				
1.11	Elect Director Dominic Nakis	Mgmt	For	For
1.12	Elect Director Lee Rivas	Mgmt	For	For
1.13	Elect Director Ian Sacks	Mgmt	For	For
1.14	Elect Director Jill Smith	Mgmt	For	For

R1 RCM Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.15	Elect Director Anthony J. Speranzo	Mgmt	For	For
1.16	Elect Director Anthony R. Tersigni	Mgmt	For	For
1.17	Elect Director Erik G. Wexler	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Variable remuneration should not contain a significant overlap of metrics.</i></p>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

Radian Group Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: RDN

Meeting Type: Annual

Primary ISIN: US7502361014

Primary SEDOL: 2173911

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Howard B. Culang	Mgmt	For	For
1.2	Elect Director Fawad Ahmad	Mgmt	For	For
1.3	Elect Director Brad L. Conner	Mgmt	For	For
1.4	Elect Director Debra Hess	Mgmt	For	For
1.5	Elect Director Lisa W. Hess	Mgmt	For	For
1.6	Elect Director Anne Leyden	Mgmt	For	For
1.7	Elect Director Brian D. Montgomery	Mgmt	For	For
1.8	Elect Director Lisa Mumford	Mgmt	For	For
1.9	Elect Director Gregory V. Serio	Mgmt	For	For
1.10	Elect Director Noel J. Spiegel	Mgmt	For	For
1.11	Elect Director Richard G. Thornberry	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

Raia Drogasil SA

Meeting Date: 04/17/2024

Country: Brazil

Ticker: RADL3

Meeting Type: Annual

Primary ISIN: BRRADLACNOR0

Primary SEDOL: B7FQV64

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2023	Mgmt	For	For
<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
2	Approve Allocation of Income and Dividends	Mgmt	For	For
3	Approve Remuneration of Company's Management	Mgmt	For	For
4	Elect Fiscal Council Members	Mgmt	For	For
5	In Case One of the Nominees Leaves the Fiscal Council Slate Due to a Separate Minority Election, as Allowed Under Articles 161 and 240 of the Brazilian Corporate Law, May Your Votes Still Be Counted for the Proposed Slate?	Mgmt	None	Against
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
6	Approve Remuneration of Fiscal Council Members	Mgmt	For	For

RAIZNEXT Corp.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 6379

Meeting Type: Annual

Primary ISIN: JP3331600001

Primary SEDOL: 6774989

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 105	Mgmt	For	For
2.1	Elect Director Noro, Takashi	Mgmt	For	For
2.2	Elect Director Mori, Teruhiko	Mgmt	For	For
2.3	Elect Director Fukuhisa, Masaki	Mgmt	For	For
2.4	Elect Director Ueda, Hideki	Mgmt	For	For
2.5	Elect Director Kimura, Hiroyuki	Mgmt	For	For
2.6	Elect Director Nakatakuma, Daisaku	Mgmt	For	For
2.7	Elect Director Isa, Noriaki	Mgmt	For	For

RAIZNEXT Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Elect Director and Audit Committee Member Nishida, Mayumi	Mgmt	For	For

RAKUS Co., Ltd.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 3923

Meeting Type: Annual

Primary ISIN: JP3967170006

Primary SEDOL: BD87BM2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 2.35	Mgmt	For	For
2.1	Elect Director Nakamura, Takanori	Mgmt	For	For
2.2	Elect Director Motomatsu, Shinichiro	Mgmt	For	For
2.3	Elect Director Miyauchi, Takahiro	Mgmt	For	For
2.4	Elect Director Ogita, Kenji	Mgmt	For	For
2.5	Elect Director Kunimoto, Yukihiro	Mgmt	For	For
2.6	Elect Director Saito, Reika	Mgmt	For	For
3	Approve Restricted Stock Plan	Mgmt	For	Against

Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.

Rambus Inc.

Meeting Date: 04/25/2024

Country: USA

Ticker: RMBS

Meeting Type: Annual

Primary ISIN: US7509171069

Primary SEDOL: 2721967

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Charles Kissner	Mgmt	For	For
1b	Elect Director Meera Rao	Mgmt	For	For
1c	Elect Director Necip Sayiner	Mgmt	For	For
1d	Elect Director Luc Seraphin	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For

Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.

Rambus Inc.

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

Rapid7, Inc.

Meeting Date: 06/13/2024	Country: USA	Ticker: RPD
	Meeting Type: Annual	
	Primary ISIN: US7534221046	Primary SEDOL: BZ22CY6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael Berry	Mgmt	For	For
1.2	Elect Director Marc Brown	Mgmt	For	For
1.3	Elect Director Judy Bruner	Mgmt	For	For
1.4	Elect Director Benjamin Holzman	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. In this case, we note that Christina Kosmoski has not been nominated for reelection at the annual meeting and the company hasn't had sufficient time to refresh the board. We will keep this matter under review.</i>				
1.5	Elect Director J. Benjamin Nye	Mgmt	For	For
1.6	Elect Director Tom Schodorf	Mgmt	For	For
1.7	Elect Director Reeny Sondhi	Mgmt	For	For
1.8	Elect Director Corey Thomas	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

Rayonier Inc.

Meeting Date: 05/16/2024	Country: USA	Ticker: RYN
	Meeting Type: Annual	
	Primary ISIN: US7549071030	Primary SEDOL: 2473138

Rayonier Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Scott R. Jones	Mgmt	For	For
1b	Elect Director Keith E. Bass	Mgmt	For	For
1c	Elect Director Gregg A. Gonsalves	Mgmt	For	For
1d	Elect Director V. Larkin Martin	Mgmt	For	For
1e	Elect Director Mark D. McHugh	Mgmt	For	For
1f	Elect Director Meridee A. Moore	Mgmt	For	For
1g	Elect Director Ann C. Nelson	Mgmt	For	For
1h	Elect Director Matthew J. Rivers	Mgmt	For	For
1i	Elect Director Andrew G. Wiltshire	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify Ernst & Young, LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

RB Global, Inc.

Meeting Date: 05/07/2024

Country: Canada

Ticker: RBA

Meeting Type: Annual/Special

Primary ISIN: CA74935Q1072

Primary SEDOL: BMWGTH9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Robert George Elton	Mgmt	For	For
1b	Elect Director Jim Kessler	Mgmt	For	For
1c	Elect Director Brian Bales	Mgmt	For	For
1d	Elect Director Adam DeWitt	Mgmt	For	For
1e	Elect Director Gregory B. Morrison	Mgmt	For	For
1f	Elect Director Timothy O'Day	Mgmt	For	For
1g	Elect Director Sarah Raiss	Mgmt	For	For
1h	Elect Director Michael Sieger	Mgmt	For	For
1i	Elect Director Jeffrey C. Smith	Mgmt	For	For
1j	Elect Director Debbie Stein	Mgmt	For	For
1k	Elect Director Carol M. Stephenson	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
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
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Approve Continuance of Company [CBCA to OBCA]	Mgmt	For	For
<i>Voter Rationale: Vote AGAINST this resolution. While the continuance per se does not affect shareholders adversely, the proposed by-law bundled with this continuance resolution contains the following problematic provisions: * the bylaw contains a provision providing the board discretion to host virtual-only meetings; and * the proposed document contains an advance notice provision which is offside best practices within the Canadian market.</i>				

Realord Group Holdings Limited

Meeting Date: 06/06/2024 **Country:** Bermuda **Ticker:** 1196
Meeting Type: Annual **Primary ISIN:** BMG7403L1046 **Primary SEDOL:** BQV68C6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2a	Elect Su Jiaohua as Director and Authorize Board to Fix Her Remuneration	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>				
2b	Elect Yu Leung Fai as Director and Authorize Board to Fix His Remuneration	Mgmt	For	Against
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
3	Approve Grant Thornton Hong Kong Limited as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
4	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
5	Authorize Repurchase of Issued Share Capital	Mgmt	For	For

Realord Group Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				

Realty Income Corporation

Meeting Date: 05/30/2024

Country: USA

Ticker: O

Meeting Type: Annual

Primary ISIN: US7561091049

Primary SEDOL: 2724193

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Priscilla Almodovar	Mgmt	For	For
1b	Elect Director Jacqueline Brady	Mgmt	For	For
1c	Elect Director A. Larry Chapman	Mgmt	For	For
1d	Elect Director Reginald H. Gilyard	Mgmt	For	For
1e	Elect Director Mary Hogan Preusse	Mgmt	For	For
1f	Elect Director Priya Cherian Huskins	Mgmt	For	For
1g	Elect Director Jeff A. Jacobson	Mgmt	For	For
1h	Elect Director Gerardo I. Lopez	Mgmt	For	For
1i	Elect Director Michael D. McKee	Mgmt	For	For
1j	Elect Director Gregory T. McLaughlin	Mgmt	For	For
1k	Elect Director Sumit Roy	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				

Recordati SpA

Meeting Date: 04/22/2024

Country: Italy

Ticker: REC

Meeting Type: Annual

Primary ISIN: IT0003828271

Primary SEDOL: B07DRZ5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1.a	Accept Financial Statements and Statutory Reports	Mgmt	For	For
1.b	Approve Allocation of Income	Mgmt	For	For
2.a	Approve Remuneration Policy	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. All cash or share-based awards and payments that fall outside the companys remuneration policy should require ex-ante shareholder approval. Severance payments should not exceed two year's pay. Larger severance packages should be subject to a separate shareholder approval.</i>				
2.b	Approve Second Section of the Remuneration Report	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs.</i>				
3	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For

Recruit Holdings Co., Ltd.

Meeting Date: 06/20/2024

Country: Japan

Ticker: 6098

Meeting Type: Annual

Primary ISIN: JP3970300004

Primary SEDOL: BQRRZ00

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
1.5	Elect Director Izumiya, Naoki	Mgmt	For	For
1.6	Elect Director Totoki, Hiroki	Mgmt	For	For
1.7	Elect Director Honda, Keiko	Mgmt	For	For
1.8	Elect Director Katrina Lake	Mgmt	For	For
2.1	Appoint Statutory Auditor Nagashima, Yukiko	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
2.2	Appoint Statutory Auditor Ogawa, Yoichiro	Mgmt	For	For

Recruit Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.3	Appoint Statutory Auditor Natori, Katsuya	Mgmt	For	For
2.4	Appoint Alternate Statutory Auditor Tanaka, Miho	Mgmt	For	For
3	Approve Compensation Ceiling for Statutory Auditors	Mgmt	For	For

Redcare Pharmacy NV

Meeting Date: 04/17/2024

Country: Netherlands

Ticker: RDC

Meeting Type: Annual

Primary ISIN: NL0012044747

Primary SEDOL: BYYH7G9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Open Meeting	Mgmt		
2a	Receive Report of Management Board (Non-Voting)	Mgmt		
2b	Approve Remuneration Report	Mgmt	For	For
<i>Voter Rationale: Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>				
2c	Discussion on Company's Corporate Governance Structure	Mgmt		
2d	Receive Report Regarding the Progress and Achievements of the Company's ESG Activities	Mgmt		
3a	Receive Report of Auditors (Non-Voting)	Mgmt		
3b	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
3c	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt		
3d	Approve Allocation of Income	Mgmt	For	For
4a	Approve Discharge of Management Board	Mgmt	For	For
4b	Approve Discharge of Supervisory Board	Mgmt	For	For
5	Ratify Mazars Accountants N.V. as Auditors	Mgmt	For	For
6	Reelect Bjorn Soder to Supervisory Board	Mgmt	For	For
7a	Approve Discharge of Stephan Weber as Member of the Management Board	Mgmt	For	For
7b	Approve Discharge of Marc Fischer as Member of the Management Board	Mgmt	For	For

Redcare Pharmacy NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7c	Reelect Jasper Eenhorst to Management Board	Mgmt	For	For
7d	Elect Dirk Bruse as Member of Management Board and CCO	Mgmt	For	For
7e	Elect Lode Fastre as Member of Management Board and CIO	Mgmt	For	For
8	Approve Extension of the Exercise Period for Outstanding Stock Options Granted under the 2020 Stock Option Plan for the Members of the Management Board	Mgmt	For	Against
<i>Voter Rationale: Companies should not extend vesting periods or allow re-testing of performance targets because this weakens the effectiveness of incentive schemes.</i>				
9a	Grant Board Authority to Issue Shares Up To 20 Percent of Issued Capital	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
9b	Grant Management Board Authority to Issue Shares Up To 0.2 Percent of Issued Capital in Connection with the 2019 ESOP	Mgmt	For	For
9c	Grant Supervisory Board Authority to Issue Shares Up To 0.2 Percent of Issued Capital in Connection with the 2023 ESOP	Mgmt	For	For
10	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
11	Amend Remuneration Policy of Supervisory Board	Mgmt	For	For
12	Allow Questions	Mgmt		
13	Close Meeting	Mgmt		

Rede D'Or Sao Luiz SA

Meeting Date: 04/30/2024

Country: Brazil

Ticker: RDOR3

Meeting Type: Annual

Primary ISIN: BRRDORACNOR8

Primary SEDOL: BNDQ8P6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2023	Mgmt	For	For
<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
2	Approve Allocation of Income and Dividends	Mgmt	For	For
3	Fix Number of Directors at Seven	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Do You Wish to Adopt Cumulative Voting for the Election of the Members of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	Mgmt	None	Abstain
<p><i>Voter Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN vote recommendations are warranted for Items 4, 7, 8.1-8.7 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.</i></p>				
5	Elect Directors	Mgmt	For	Against
<p><i>Voter Rationale: The board should submit directors for re-election individually, rather than as a single slate and ensure that there is sufficient level of independence on the board. For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. The board should submit directors for re-election individually, rather than as a single slate and ensure that there is sufficient level of independence on the board.</i></p>				
6	In Case There is Any Change to the Board Slate Composition, May Your Votes Still be Counted for the Proposed Slate?	Mgmt	None	Against
<p><i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i></p> <p>If Voting FOR on Item 7, Votes Are Distributed in Equal % Amongst Nominees voted FOR. If You Vote AGST, Contact Your Client Service Rep to Unequally Allocate % of Votes. If You Vote ABST, You Will Not Participate in Cumulative Voting.</p>				
7	In Case Cumulative Voting Is Adopted, Do You Wish to Equally Distribute Your Votes Amongst the Nominees below?	Mgmt	None	Abstain
<p><i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i></p>				
8.1	Percentage of Votes to Be Assigned - Elect Jorge Neval Moll Filho as Director and Jorge Neval Moll Neto as Alternate	Mgmt	None	Abstain
<p><i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i></p>				
8.2	Percentage of Votes to Be Assigned - Elect Heraclito de Brito Gomes Junior as Director and Paulo Junqueira Moll as Alternate	Mgmt	None	Abstain
<p><i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i></p>				
8.3	Percentage of Votes to Be Assigned - Elect Pedro Junqueira Moll as Director and Alice Junqueira Moll as Alternate	Mgmt	None	Abstain
<p><i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i></p>				
8.4	Percentage of Votes to Be Assigned - Elect Andre Francisco Junqueira Moll as Director and Paulo Manuel de Barros Bernardes as Alternate	Mgmt	None	Abstain
<p><i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i></p>				

Rede D'Or Sao Luiz SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8.5	Percentage of Votes to Be Assigned - Elect Fernanda Freire Tovar Moll as Director and Renata Junqueira Moll Bernardes as Alternate	Mgmt	None	Abstain
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
8.6	Percentage of Votes to Be Assigned - Elect Wolfgang Stephan Schwerdtle as Independent Director and Gustavo Cellet Marques as Alternate	Mgmt	None	Abstain
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
8.7	Percentage of Votes to Be Assigned - Elect Edson Gustavo Georgette Peli as Independent Director and Fernando Cezar Dantas Porfirio Borges as Alternate	Mgmt	None	Abstain
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
9	As an Ordinary Shareholder, Would You like to Request a Separate Minority Election of a Member of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	Mgmt	None	Abstain
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
10	Elect Jorge Neval Moll Filho as Board Chairman	Mgmt	For	Against
<i>Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s).</i>				
11	Elect Heradito de Brito Gomes Junior as Board Vice-Chairman	Mgmt	For	Against
<i>Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.</i>				
12	Approve Remuneration of Company's Management	Mgmt	For	Against
<i>Voter Rationale: Although the company has provided reasonable disclosure of its remuneration practices, in accordance with the requirements of the Brazilian Securities Regulator (CVM), a vote AGAINST this request is warranted because the company reported a non-executive director as its highest-paid administrator for the most recent fiscal year, indicating that a member of the board (generally the non-executive chair) received greater compensation than the remuneration paid to the company's highest-paid executive (generally the CEO). No rationale was disclosed for this concerning pay practice.</i>				
13	Do You Wish to Request Installation of a Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	Mgmt	None	For
14	Elect Fiscal Council Members	Mgmt	For	Abstain
<i>Voter Rationale: An ABSTAIN vote recommendation is warranted for the management's fiscal council nominees, to allow minority shareholders to concentrate their votes on the election of a minority fiscal council candidate, as further discussed under Item 16 of this meeting agenda.</i>				

Rede D'Or Sao Luiz SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
15	In Case One of the Nominees Leaves the Fiscal Council Slate Due to a Separate Minority Election, as Allowed Under Articles 161 and 240 of the Brazilian Corporate Law, May Your Votes Still Be Counted for the Proposed Slate?	Mgmt	None	Against
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
16	Elect Guilherme Portella Cunha as Fiscal Council Member and Evelyn Veloso Trindade as Alternate Appointed by Minority Shareholder	SH	None	For
<i>Voter Rationale: A vote FOR this item is warranted because: - The names of the fiscal council nominee and alternate appointed by minority shareholders have been disclosed; - There is no indication of competing minority ordinary nominees; and - There are no known concerns regarding the proposed minority nominees. Institutional shareholders should provide explicit voting instructions if they seek to elect a specific candidate.</i>				
17	Approve Remuneration of Fiscal Council Members	Mgmt	For	For

Rede D'Or Sao Luiz SA

Meeting Date: 04/30/2024

Country: Brazil

Ticker: RDOR3

Meeting Type: Extraordinary Shareholders

Primary ISIN: BRRDORACNOR8

Primary SEDOL: BNDQ8P6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Article 3 Re: Corporate Purpose and Consolidate Bylaws	Mgmt	For	For

Regal Rexnord Corporation

Meeting Date: 04/23/2024

Country: USA

Ticker: RRX

Meeting Type: Annual

Primary ISIN: US7587501039

Primary SEDOL: 2730082

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jan A. Bertsch	Mgmt	For	For
1b	Elect Director Stephen M. Burt	Mgmt	For	For
1c	Elect Director Anesa T. Chaibi	Mgmt	For	For
1d	Elect Director Theodore D. Crandall	Mgmt	For	For
1e	Elect Director Michael P. Doss	Mgmt	For	For
1f	Elect Director Michael F. Hilton	Mgmt	For	For

Regal Rexnord Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director Louis V. Pinkham	Mgmt	For	For
1h	Elect Director Rakesh Sachdev	Mgmt	For	Against
<i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1i	Elect Director Curtis W. Stoelting	Mgmt	For	For
1j	Elect Director Robin A. Walker-Lee	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Regency Centers Corporation

Meeting Date: 05/01/2024

Country: USA

Ticker: REG

Meeting Type: Annual

Primary ISIN: US7588491032

Primary SEDOL: 2726177

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Martin E. Stein, Jr.	Mgmt	For	For
1b	Elect Director Bryce Blair	Mgmt	For	For
1c	Elect Director C. Ronald Blankenship	Mgmt	For	For
1d	Elect Director Kristin A. Campbell	Mgmt	For	For
1e	Elect Director Deirdre J. Evens	Mgmt	For	For
1f	Elect Director Thomas W. Furphy	Mgmt	For	For
1g	Elect Director Karin M. Klein	Mgmt	For	For
1h	Elect Director Peter D. Linneman	Mgmt	For	For
1i	Elect Director David P. O'Connor	Mgmt	For	For
1j	Elect Director Lisa Palmer	Mgmt	For	For
1k	Elect Director James H. Simmons, III	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				

Regency Centers Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Regeneron Pharmaceuticals, Inc.

Meeting Date: 06/14/2024	Country: USA	Ticker: REGN	
	Meeting Type: Annual		
		Primary ISIN: US75886F1075	Primary SEDOL: 2730190

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director N. Anthony Coles	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1b	Elect Director Kathryn Guarini	Mgmt	For	For
1c	Elect Director Arthur F. Ryan	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1d	Elect Director David P. Schenkein	Mgmt	For	For
1e	Elect Director George L. Sing	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Adopt Simple Majority Vote	SH	Against	For
<i>Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				

Regions Financial Corporation

Meeting Date: 04/17/2024	Country: USA	Ticker: RF	
	Meeting Type: Annual		
		Primary ISIN: US7591EP1005	Primary SEDOL: B01R311

Regions Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mark A. Crosswhite	Mgmt	For	For
1b	Elect Director Noopur Davis	Mgmt	For	For
1c	Elect Director Zhanna Golodryga	Mgmt	For	For
1d	Elect Director J. Thomas Hill	Mgmt	For	For
1e	Elect Director Joia M. Johnson	Mgmt	For	For
1f	Elect Director Ruth Ann Marshall	Mgmt	For	For
1g	Elect Director James T. Prokopanko	Mgmt	For	For
1h	Elect Director Alison S. Rand	Mgmt	For	For
1i	Elect Director William C. Rhodes, III	Mgmt	For	For
1j	Elect Director Lee J. Styslinger, III	Mgmt	For	For
1k	Elect Director Jose S. Suquet	Mgmt	For	For
1l	Elect Director John M. Turner, Jr.	Mgmt	For	For
1m	Elect Director Timothy Vines	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	<i>Voter Rationale: We support an annual say on pay frequency.</i>			
5	Report on Risks Related to Discrimination Against Individuals Including Religious/Political Views	SH	Against	Against
	<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks</i>			

Reinsurance Group of America, Incorporated

Meeting Date: 05/22/2024

Country: USA

Ticker: RGA

Meeting Type: Annual

Primary ISIN: US7593516047

Primary SEDOL: 2731193

Reinsurance Group of America, Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Pina Albo	Mgmt	For	For
1b	Elect Director Michele Bang	Mgmt	For	For
1c	Elect Director Tony Cheng	Mgmt	For	For
1d	Elect Director John J. Gauthier	Mgmt	For	For
1e	Elect Director Patricia L. Guinn	Mgmt	For	For
1f	Elect Director Hazel M. McNeilage	Mgmt	For	For
1g	Elect Director George Nichols, III	Mgmt	For	For
1h	Elect Director Stephen O'Hearn	Mgmt	For	For
1i	Elect Director Alison Rand	Mgmt	For	For
1j	Elect Director Shundrawn Thomas	Mgmt	For	For
1k	Elect Director Khanh T. Tran	Mgmt	For	For
1l	Elect Director Steven C. Van Wyk	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Approve Nonqualified Employee Stock Purchase Plan	Mgmt	For	For
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.

Reliance Industries Ltd.

Meeting Date: 06/20/2024

Country: India

Ticker: 500325

Meeting Type: Special

Primary ISIN: INE002A01018

Primary SEDOL: 6099626

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Postal Ballot Elect Haigreave Khaitan as Director	Mgmt	For	Against

Voter Rationale: For companies without an independent chairman, the board should include at least 50% independent directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time. The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.

Reliance Industries Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Reelect Yasir Othman H. Al Rumayyan as Director	Mgmt	For	Against
<p><i>Voter Rationale: For companies without an independent chairman, the board should include at least 50% independent directors to ensure appropriate balance of independence and objectivity. Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.</i></p>				
3	Approve Reappointment and Remuneration of P.M.S. Prasad as Whole-Time Director designated as Executive Director	Mgmt	For	For
4	Approve Material Related Party Transactions of the Company	Mgmt	For	For
5	Approve Material Related Party Transactions of Subsidiaries of the Company	Mgmt	For	For

Reliance, Inc.

Meeting Date: 05/15/2024

Country: USA

Ticker: RS

Meeting Type: Annual

Primary ISIN: US7595091023

Primary SEDOL: 2729068

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Lisa L. Baldwin	Mgmt	For	For
1b	Elect Director Karen W. Colonias	Mgmt	For	For
1c	Elect Director Frank J. Dellaquila	Mgmt	For	For
1d	Elect Director Mark V. Kaminski	Mgmt	For	For
1e	Elect Director Karla R. Lewis	Mgmt	For	For
1f	Elect Director Robert A. McEvoy	Mgmt	For	For
1g	Elect Director David W. Seeger	Mgmt	For	For
1h	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
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i></p>				

Relo Group, Inc.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 8876

Meeting Type: Annual

Primary ISIN: JP3755200007

Primary SEDOL: 6173906

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Abolish Board Structure with Statutory Auditors - Adopt Board Structure with Audit Committee - Amend Provisions on Number of Directors - Amend Provisions on Director Titles - Indemnify Directors	Mgmt	For	For
2.1	Elect Director Sasada, Masanori	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				
2.2	Elect Director Nakamura, Kenichi	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				
2.3	Elect Director Kadota, Yasushi	Mgmt	For	For
2.4	Elect Director Koshinaga, Kenji	Mgmt	For	For
2.5	Elect Director Kawano, Takeshi	Mgmt	For	For
2.6	Elect Director Koyama, Katsuhiko	Mgmt	For	For
2.7	Elect Director Sakurai, Masao	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Oki, Nobuyoshi	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
3.2	Elect Director and Audit Committee Member Tsutsumitake, Akane	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
3.3	Elect Director and Audit Committee Member Sato, Kaori	Mgmt	For	For
3.4	Elect Director and Audit Committee Member Homma, Yoichi	Mgmt	For	For
3.5	Elect Director and Audit Committee Member Yamamoto, Setsuko	Mgmt	For	For
4	Approve Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For
5	Approve Compensation Ceiling for Directors Who Are Audit Committee Members	Mgmt	For	For

RELX Plc

Meeting Date: 04/25/2024

Country: United Kingdom

Ticker: REL

Meeting Type: Annual

Primary ISIN: GB00B2B0DG97

Primary SEDOL: B2B0DG9

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	Reappoint Ernst & Young LLP as Auditors	Mgmt	For	For
5	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
6	Elect Bianca Tetteroo as Director	Mgmt	For	For
7	Re-elect Paul Walker as Director	Mgmt	For	For
<i>Voter Rationale: The board chairman serves as a member of the Remuneration Committee. The board chairman serves as a member of the Nomination Committee.</i>				
8	Re-elect Erik Engstrom as Director	Mgmt	For	For
9	Re-elect Nick Luff as Director	Mgmt	For	For
10	Re-elect Alistair Cox as Director	Mgmt	For	For
11	Re-elect June Felix as Director	Mgmt	For	For
12	Re-elect Charlotte Hogg as Director	Mgmt	For	For
13	Re-elect Robert MacLeod as Director	Mgmt	For	For
14	Re-elect Andrew Sukawaty as Director	Mgmt	For	For
15	Re-elect Suzanne Wood as Director	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

Remitly Global, Inc.

Meeting Date: 06/12/2024

Country: USA

Ticker: RELY

Meeting Type: Annual

Primary ISIN: US75960P1049

Primary SEDOL: BNZJHH8

Remitly Global, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Joshua Hug	Mgmt	For	For
1.2	Elect Director Matthew Oppenheimer	Mgmt	For	For
1.3	Elect Director Margaret M. Smyth	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

RenaissanceRe Holdings Ltd.

Meeting Date: 05/13/2024

Country: Bermuda

Ticker: RNR

Meeting Type: Annual

Primary ISIN: BMG7496G1033

Primary SEDOL: 2728429

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Brian G. J. Gray	Mgmt	For	For
1b	Elect Director Duncan P. Hennes	Mgmt	For	For
1c	Elect Director Kevin J. O'Donnell	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: A vote AGAINST this proposal is warranted, due to an unmitigated pay-for-performance misalignment. The STI is predominantly based on quantified pre-set goals and half of annual LTI awards are performance-conditioned. However, the structure of the CEO's one-time award raises certain concerns, particularly given the additional pay opportunities provided. A large portion of the award lacks quantified, pre-set performance goals, and there are potential goal rigor concerns with the remaining portion. The STI program also raises certain goal rigor and disclosure concerns, which are heightened in the context of relatively large opportunities and an above-target payout.</i>				
3	Approve PricewaterhouseCoopers Ltd. as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Renova, Inc. (Japan)

Meeting Date: 06/20/2024

Country: Japan

Ticker: 9519

Meeting Type: Annual

Primary ISIN: JP3981200003

Primary SEDOL: BD71KT5

Renova, Inc. (Japan)

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kawana, Koichi	Mgmt	For	Against
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>			
1.2	Elect Director Kiminami, Yosuke	Mgmt	For	Against
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>			
1.3	Elect Director Ogawa, Tomokazu	Mgmt	For	For
1.4	Elect Director Yamaguchi, Kazushi	Mgmt	For	For
1.5	Elect Director Shimada, Naoki	Mgmt	For	For
1.6	Elect Director Yamazaki, Mayuka	Mgmt	For	For
1.7	Elect Director Takayama, Ken	Mgmt	For	For
1.8	Elect Director Rajit Nanda	Mgmt	For	For
2.1	Appoint Statutory Auditor Shibata, Yuji	Mgmt	For	Against
	<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>			
2.2	Appoint Statutory Auditor Ando, Junichiro	Mgmt	For	Against
	<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>			
3	Appoint Alternate Statutory Auditor Yuki, Daisuke	Mgmt	For	For

Repligen Corporation

Meeting Date: 05/16/2024

Country: USA

Ticker: RGEN

Meeting Type: Annual

Primary ISIN: US7599161095

Primary SEDOL: 2731654

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Tony J. Hunt	Mgmt	For	For
1b	Elect Director Karen A. Dawes	Mgmt	For	For
1c	Elect Director Nicolas M. Barthelemy	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1d	Elect Director Carrie Eglinton Manner	Mgmt	For	For
1e	Elect Director Konstantin Konstantinov	Mgmt	For	For
1f	Elect Director Martin D. Madaus	Mgmt	For	For

Repligen Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director Rohin Mhatre	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1h	Elect Director Glenn P. Muir	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1i	Elect Director Margaret A. Pax	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>			

Repsol SA

Meeting Date: 05/09/2024

Country: Spain

Ticker: REP

Meeting Type: Annual

Primary ISIN: ES0173516115

Primary SEDOL: 5669354

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Consolidated and Standalone Financial Statements	Mgmt	For	For
	<i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.</i>			
2	Approve Allocation of Income and Dividends	Mgmt	For	For
3	Approve Non-Financial Information Statement	Mgmt	For	For
4	Approve Discharge of Board	Mgmt	For	For
5	Renew Appointment of PricewaterhouseCoopers as Auditor	Mgmt	For	For
6	Approve Dividends Charged Against Reserves	Mgmt	For	For
7	Approve Reduction in Share Capital via Cancellation of Treasury Shares	Mgmt	For	For
8	Approve Reduction in Share Capital via Cancellation of Treasury Shares	Mgmt	For	For
9	Advisory Vote on Remuneration Report	Mgmt	For	For
10	Advisory Vote on the Company's Energy Transition Strategy	Mgmt	For	For
11	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For

Republic Bancorp, Inc.

Meeting Date: 04/25/2024

Country: USA

Ticker: RBCAA

Meeting Type: Annual

Primary ISIN: US7602812049

Primary SEDOL: 2277114

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Yoania Cannon	Mgmt	For	For
1.2	Elect Director David P. Feaster	Mgmt	For	For
1.3	Elect Director Jennifer N. Green	Mgmt	For	For
1.4	Elect Director Heather V. Howell	Mgmt	For	For
1.5	Elect Director Timothy S. Huval	Mgmt	For	For
1.6	Elect Director Ernest W. Marshall, Jr.	Mgmt	For	For
1.7	Elect Director W. Patrick Mulloy, II	Mgmt	For	For
1.8	Elect Director W. Kennett Oyler, III	Mgmt	For	For
1.9	Elect Director Logan M. Pichel	Mgmt	For	For
1.10	Elect Director Vidya Ravichandran	Mgmt	For	For
1.11	Elect Director Alejandro M. Sanchez	Mgmt	For	For
1.12	Elect Director A. Scott Trager	Mgmt	For	Withhold
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>				
1.13	Elect Director Steven E. Trager	Mgmt	For	Withhold
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>				
1.14	Elect Director Andrew Trager-Kusman	Mgmt	For	Withhold
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>				
1.15	Elect Director Mark A. Vogt	Mgmt	For	For
2	Ratify FORVIS, LLP as Auditors	Mgmt	For	For

Republic Services, Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: RSG

Meeting Type: Annual

Primary ISIN: US7607591002

Primary SEDOL: 2262530

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Manny Kadre	Mgmt	For	For
1b	Elect Director Tomago Collins	Mgmt	For	For
1c	Elect Director Michael A. Duffy	Mgmt	For	For

Republic Services, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Director Thomas W. Handley	Mgmt	For	For
1e	Elect Director Jennifer M. Kirk	Mgmt	For	For
1f	Elect Director Michael Larson	Mgmt	For	For
1g	Elect Director N. Thomas Linebarger	Mgmt	For	For
1h	Elect Director Meg Reynolds	Mgmt	For	For
1i	Elect Director James P. Snee	Mgmt	For	For
1j	Elect Director Brian S. Tyler	Mgmt	For	For
1k	Elect Director Jon Vander Ark	Mgmt	For	For
1l	Elect Director Sandra M. Volpe	Mgmt	For	For
1m	Elect Director Katharine B. Weymouth	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
4	Report on "Just Transition"	SH	Against	Against
<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>				

Resona Holdings, Inc.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 8308

Meeting Type: Annual

Primary ISIN: JP3500610005

Primary SEDOL: 6421553

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Make Technical Changes	Mgmt	For	For
2.1	Elect Director Minami, Masahiro	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				
2.2	Elect Director Ishida, Shigeki	Mgmt	For	For
2.3	Elect Director Noguchi, Mikio	Mgmt	For	For
2.4	Elect Director Oikawa, Hisahiko	Mgmt	For	For
2.5	Elect Director Baba, Chiharu	Mgmt	For	For
2.6	Elect Director Iwata, Kimie	Mgmt	For	For
2.7	Elect Director Egami, Setsuko	Mgmt	For	For
2.8	Elect Director Ike, Fumihiko	Mgmt	For	For

Resona Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.9	Elect Director Nohara, Sawako	Mgmt	For	For
2.10	Elect Director Yamauchi, Masaki	Mgmt	For	For
2.11	Elect Director Tanaka, Katsuyuki	Mgmt	For	For
2.12	Elect Director Yasuda, Ryuji	Mgmt	For	For

Restaurant Brands International Inc.

Meeting Date: 06/06/2024

Country: Canada

Ticker: QSR

Meeting Type: Annual

Primary ISIN: CA76131D1033

Primary SEDOL: BTF8CF0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Alexandre Behring	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.2	Elect Director Maximilien de Limburg Stirum	Mgmt	For	For
1.3	Elect Director J. Patrick Doyle	Mgmt	For	For
1.4	Elect Director Cristina Farjallat	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.5	Elect Director Jordana Fribourg	Mgmt	For	For
1.6	Elect Director Ali G. Hedayat	Mgmt	For	For
1.7	Elect Director Marc Lemann	Mgmt	For	For
1.8	Elect Director Jason Melbourne	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.9	Elect Director Daniel S. Schwartz	Mgmt	For	For
1.10	Elect Director Thecla Sweeney	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
3	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Restaurant Brands International Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Allow Shareholder Meetings to be Held in Virtual Format *Withdrawn Resolution*	SH		
5	Report on Board Oversight of Diversity	SH	Against	For
<i>Voter Rationale: The company should disclose its demographic workforce data as per the EEO-1 requirement. This will help to increase transparency and aid shareholders in assessing the effectiveness of the company's stated efforts to address related human capital material risks and opportunities.</i>				
6	Report on Supply Chain Water Risk Exposure	SH	Against	For
<i>Voter Rationale: We are supportive of requests to enhance disclosure and transparency concerning environmental matters so long as the resolution does not directly circumvent management discretion or seek to entirely redefine the company's existing business strategy. Externalities from company operations may be material to the company's overall risk profile. Current disclosure does not provide shareholders the requisite information to determine whether the company is effectively addressing such potential risks.</i>				
7	Comply with World Health Organization Guidelines on Antimicrobial Use Throughout Supply Chains	SH	Against	Against
8	Disclose Any Annual Benchmarks for Animal Welfare Goals	SH	Against	Against
9	Report on PMSG use in Pork *Withdrawn Resolution*	SH		
10	Report on Efforts to Reduce Plastic Use	SH	Against	For
<i>Voter Rationale: We are supportive of requests to enhance disclosure and transparency concerning energy efficiency so long as the resolution does not directly circumvent management discretion or seek to entirely redefine the company's existing business strategy. Externalities from energy inefficiencies may be material to the company's overall risk profile. Current disclosure does not provide shareholders the requisite information to determine whether the company is effectively addressing such potential risks.</i>				
11	Require Independent Board Chairman	SH	Against	For
<i>Voter Rationale: Appointing a fully independent chairman creates a balance of power that is more conducive to long-term performance. A board headed by management cannot reasonably provide the best oversight and evaluation of managements performance.</i>				

Retail Opportunity Investments Corp.

Meeting Date: 04/23/2024

Country: USA

Ticker: ROIC

Meeting Type: Annual

Primary ISIN: US76131N1019

Primary SEDOL: B28YD08

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Richard A. Baker	Mgmt	For	For
1.2	Elect Director Angela K. Ho	Mgmt	For	For
1.3	Elect Director Michael J. Indiveri	Mgmt	For	For
1.4	Elect Director Zabrina M. Jenkins	Mgmt	For	For
1.5	Elect Director Lee S. Neibart	Mgmt	For	For

Retail Opportunity Investments Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director Adrienne B. Pitts	Mgmt	For	For
1.7	Elect Director Laura H. Pomerantz	Mgmt	For	For
1.8	Elect Director Stuart A. Tanz	Mgmt	For	For
1.9	Elect Director Eric S. Zorn	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				

Revance Therapeutics, Inc.

Meeting Date: 05/01/2024 **Country:** USA **Ticker:** RVNC
Meeting Type: Annual **Primary ISIN:** US7613301099 **Primary SEDOL:** BJFSR99

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Angus C. Russell	Mgmt	For	For
1.2	Elect Director Julian S. Gangolli	Mgmt	For	For
1.3	Elect Director Olivia C. Ware	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Revolution Medicines, Inc.

Meeting Date: 06/20/2024 **Country:** USA **Ticker:** RVMD
Meeting Type: Annual **Primary ISIN:** US76155X1000 **Primary SEDOL:** BL71K91

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Elizabeth McKee Anderson	Mgmt	For	For

Revolution Medicines, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Flavia Borellini	Mgmt	For	For
1.3	Elect Director Lorence Kim	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: The majority of annual bonus incentives should be quantitative. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

Revity, Inc.

Meeting Date: 04/23/2024

Country: USA

Ticker: RVTY

Meeting Type: Annual

Primary ISIN: US7140461093

Primary SEDOL: 2305844

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Peter Barrett	Mgmt	For	For
1b	Elect Director Samuel R. Chapin	Mgmt	For	For
1c	Elect Director Michael A. Klobuchar	Mgmt	For	For
1d	Elect Director Michelle McMurry-Heath	Mgmt	For	For
1e	Elect Director Alexis P. Michas	Mgmt	For	For
1f	Elect Director Prahlad R. Singh	Mgmt	For	For
1g	Elect Director Sophie V. Vandebroek	Mgmt	For	For
1h	Elect Director Michel Vounatsos	Mgmt	For	For
1i	Elect Director Frank Witney	Mgmt	For	For
1j	Elect Director Pascale Witz	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
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Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

4	Adopt Simple Majority Vote	SH	Against	For
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Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.

REX American Resources Corporation

Meeting Date: 06/11/2024

Country: USA

Ticker: REX

Meeting Type: Annual

Primary ISIN: US7616241052

Primary SEDOL: 2063670

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Stuart A. Rose	Mgmt	For	For
1.2	Elect Director Zafar A. Rizvi	Mgmt	For	For
1.3	Elect Director Edward M. Kress	Mgmt	For	For
1.4	Elect Director David S. Harris	Mgmt	For	Against
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. We voted against this director as a member of the audit committee because shareholders should be given the opportunity to approve the auditors annually. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
1.5	Elect Director Charles A. Elcan	Mgmt	For	Against
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
1.6	Elect Director Mervyn L. Alphonso	Mgmt	For	Against
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. We voted against this director as a member of the audit committee because shareholders should be given the opportunity to approve the auditors annually.</i></p>				
1.7	Elect Director Lee I. Fisher	Mgmt	For	For
<p><i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
1.8	Elect Director Anne C. MacMillan	Mgmt	For	For
<p><i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
1.9	Elect Director Cheryl L. Bustos	Mgmt	For	For
<p><i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				

Meeting Date: 04/30/2024

Country: France

Ticker: RXL

Meeting Type: Annual/Special

Primary ISIN: FR0010451203

Primary SEDOL: B1VP0K0

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 1.20 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 Remuneration Policy of Chairman of the Board	Mgmt	For	For
6	Approve Remuneration Policy of Directors	Mgmt	For	For
7	Approve Remuneration Policy of CEO	Mgmt	For	For
<i>Voter Rationale: While the LTIP allows for 50% vesting below target performance for EBITA growth and FCF metrics, this has not resulted in a pay for performance disconnect and overall the structure of executive compensation appears reasonable.</i>				
8	Approve Compensation Report of Corporate Officers	Mgmt	For	For
9	Approve Compensation of Ian Meakins, Chairman of the Board Until August 31, 2023	Mgmt	For	For
10	Approve Compensation of Agnes Touraine, Chairwoman of the Board Since September 1, 2023	Mgmt	For	For
11	Approve Compensation of Guillaume Texier, CEO	Mgmt	For	For
<i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>				
12	Elect Eric Labaye as Director	Mgmt	For	For
13	Elect Catherine Vandendorre as Director	Mgmt	For	For
14	Reelect Brigitte Cantaloube as Director	Mgmt	For	For
15	Renew Appointment of PricewaterhouseCoopers Audit as Auditor	Mgmt	For	For
<i>Voter Rationale: PwC's non-audit fees were higher than we'd like to see as they exceeded audit fees; however, the company provided a robust explanation for this.</i>				
16	Appoint PricewaterhouseCoopers Audit as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For

Rexel SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
17	Appoint KPMG SA as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For
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 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	Authorize up to 1.4 Percent of Issued Capital for Use in Restricted Stock Plans With Performance Conditions Attached	Mgmt	For	For
23	Authorize up to 0.3 Percent of Issued Capital for Use in Restricted Stock Plans Reserved for Corporate Officers and Employees of Rexel Group	Mgmt	For	For
24	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Rexford Industrial Realty, Inc.

Meeting Date: 06/11/2024

Country: USA

Ticker: REXR

Meeting Type: Annual

Primary ISIN: US76169C1009

Primary SEDOL: BC9ZHL9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Robert L. Antin	Mgmt	For	For
1.2	Elect Director Michael S. Frankel	Mgmt	For	For
1.3	Elect Director Diana J. Ingram	Mgmt	For	For
1.4	Elect Director Angela L. Kleiman	Mgmt	For	For
1.5	Elect Director Debra L. Morris	Mgmt	For	For
1.6	Elect Director Tyler H. Rose	Mgmt	For	For
1.7	Elect Director Howard Schwimmer	Mgmt	For	For
1.8	Elect Director Richard S. Ziman	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For

Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.

Rexford Industrial Realty, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

RH

Meeting Date: 06/27/2024	Country: USA	Ticker: RH
	Meeting Type: Annual	
	Primary ISIN: US74967X1037	Primary SEDOL: BYXR425

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Gary Friedman	Mgmt	For	For
1.2	Elect Director Carlos Alberini	Mgmt	For	For
1.3	Elect Director Keith Belling	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Severance payments should not exceed 3 times pay. Larger severance packages should be subject to a separate shareholder approval. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Rheinmetall AG

Meeting Date: 05/14/2024	Country: Germany	Ticker: RHM
	Meeting Type: Annual	
	Primary ISIN: DE0007030009	Primary SEDOL: 5334588

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 5.70 per Share	Mgmt	For	For

Rheinmetall AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For
5	Ratify Deloitte GmbH as Auditors for Fiscal Year 2024	Mgmt	For	For
6.1	Elect Saori Dubourg to the Supervisory Board	Mgmt	For	For
6.2	Elect Marc Tuengler to the Supervisory Board	Mgmt	For	For
7	Approve Remuneration Report	Mgmt	For	Against
<i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.</i>				
8	Approve Remuneration Policy for the Management Board	Mgmt	For	For
9	Approve Remuneration Policy for the Supervisory Board	Mgmt	For	For
10	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	Against
<i>Voter Rationale: Shares should not be repurchased at a premium/discount to the market price of more than 10%.</i>				
11	Approve Creation of EUR 22.3 Million Pool of Authorized Capital with or without Exclusion of Preemptive Rights	Mgmt	For	For
12	Approve Issuance of Warrants/Bonds with Warrants Attached/Convertible Bonds without Preemptive Rights up to Aggregate Nominal Amount of EUR 7.4 Billion; Approve Creation of EUR 22.3 Million Pool of Capital to Guarantee Conversion Rights	Mgmt	For	For
13	Approve Affiliation Agreement with Rheinmetall Liegenschaften und Vermietung GmbH	Mgmt	For	For
14.1	Amend Articles Re: Supervisory Board Meetings	Mgmt	For	For
14.2	Amend Articles Re: General Meeting Chair	Mgmt	For	For

Ribbon Communications Inc.

Meeting Date: 06/04/2024

Country: USA

Ticker: RBBN

Meeting Type: Annual

Primary ISIN: US7625441040

Primary SEDOL: BD2BLX1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director R. Stewart Ewing, Jr.	Mgmt	For	For

Ribbon Communications Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Bruns H. Grayson	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1c	Elect Director Beatriz V. Infante	Mgmt	For	For
1d	Elect Director Scott Mair	Mgmt	For	For
1e	Elect Director Bruce W. McClelland	Mgmt	For	For
1f	Elect Director Shaul Shani	Mgmt	For	For
1g	Elect Director Richard W. Smith	Mgmt	For	For
1h	Elect Director Tanya Tamone	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Ricoh Co., Ltd.

Meeting Date: 06/20/2024

Country: Japan

Ticker: 7752

Meeting Type: Annual

Primary ISIN: JP3973400009

Primary SEDOL: 6738220

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 Yamashita, Yoshinori	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance. The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Oyama, Akira	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance. The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.3	Elect Director Kawaguchi, Takashi	Mgmt	For	For
2.4	Elect Director Yoko, Keisuke	Mgmt	For	For
2.5	Elect Director Tani, Sadafumi	Mgmt	For	For
2.6	Elect Director Ishimura, Kazuhiko	Mgmt	For	For
2.7	Elect Director Ishiguro, Shigenao	Mgmt	For	For

Ricoh Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.8	Elect Director Takeda, Yoko	Mgmt	For	For
3.1	Appoint Statutory Auditor Nishinomiya, Kazuo	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.2	Appoint Statutory Auditor Suzuki, Kunimasa	Mgmt	For	For
3.3	Appoint Statutory Auditor Otsuka, Toshihiro	Mgmt	For	For
4	Approve Annual Bonus	Mgmt	For	For

Ricoh Leasing Co., Ltd.

Meeting Date: 06/24/2024

Country: Japan

Ticker: 8566

Meeting Type: Annual

Primary ISIN: JP3974100004

Primary SEDOL: 6729116

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 Nakamura, Tokuharu	Mgmt	For	For
2.2	Elect Director Sano, Hirozumi	Mgmt	For	For
2.3	Elect Director Kuroki, Shinichi	Mgmt	For	For
2.4	Elect Director Arakawa, Masako	Mgmt	For	For
2.5	Elect Director Ebisui, Mari	Mgmt	For	For
2.6	Elect Director Harasawa, Atsumi	Mgmt	For	For
2.7	Elect Director Ichinose, Takashi	Mgmt	For	For
2.8	Elect Director Zama, Nobuhisa	Mgmt	For	For
2.9	Elect Director Irida, Takahiro	Mgmt	For	For
2.10	Elect Director Noji, Hikomitsu	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Kawashima, Tokio	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
3.2	Elect Director and Audit Committee Member Nakazawa, Hiromi	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Miyama, Toru	Mgmt	For	For
4	Elect Alternate Director and Audit Committee Member Ikeda, Koichiro	Mgmt	For	For

Riken Keiki Co., Ltd.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 7734

Meeting Type: Annual

Primary ISIN: JP3971000009

Primary SEDOL: 6739847

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kobayashi, Hisayoshi	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
1.2	Elect Director Matsumoto, Tetsuya	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
1.3	Elect Director Kobu, Shinya	Mgmt	For	For
1.4	Elect Director Kizaki, Shoji	Mgmt	For	For

Rinnai Corp.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 5947

Meeting Type: Annual

Primary ISIN: JP3977400005

Primary SEDOL: 6740582

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 Hayashi, Kenji	Mgmt	For	For
2.2	Elect Director Naito, Hiroyasu	Mgmt	For	For
2.3	Elect Director Narita, Tsunenori	Mgmt	For	For
2.4	Elect Director Shiraki, Hideyuki	Mgmt	For	For
2.5	Elect Director Inoue, Kazuto	Mgmt	For	For
2.6	Elect Director Kamio, Takashi	Mgmt	For	For
2.7	Elect Director Ogura, Tadashi	Mgmt	For	For
2.8	Elect Director Dochi, Yoko	Mgmt	For	For
2.9	Elect Director Sato, Kumi	Mgmt	For	For
3.1	Appoint Statutory Auditor Shimizu, Masanori	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				

Rinnai Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.2	Appoint Statutory Auditor Kashima, Atsuo	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.3	Appoint Statutory Auditor Matsuoka, Masaaki	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.4	Appoint Statutory Auditor Watanabe, Ipppei	Mgmt	For	For
4	Appoint Alternate Statutory Auditor Ishikawa, Yoshiro	Mgmt	For	For
5	Initiate Share Repurchase Program	SH	Against	Against

Rio Tinto Limited

Meeting Date: 05/02/2024

Country: Australia

Ticker: RIO

Meeting Type: Annual

Primary ISIN: AU000000RIO1

Primary SEDOL: 6220103

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Resolutions 1 to 21 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 Policy	Mgmt	For	For
3	Approve Remuneration Report for UK Law Purposes	Mgmt	For	For
4	Approve Remuneration Report for Australian Law Purposes	Mgmt	For	For
5	Approve Increase to Non-Executive Directors' Fee Cap	Mgmt	For	For
6	Elect Dean Dalla Valle as Director	Mgmt	For	For
7	Elect Susan Lloyd-Hurwitz as Director	Mgmt	For	For
8	Elect Martina Merz as Director	Mgmt	For	For
9	Elect Joc O'Rourke as Director	Mgmt	For	For
10	Elect Dominic Barton as Director	Mgmt	For	For
<i>Voter Rationale: A vote FOR these candidates is warranted as no significant concerns have been identified.</i>				
11	Elect Peter Cunningham as Director	Mgmt	For	For
12	Elect Simon Henry as Director	Mgmt	For	For
13	Elect Kaisa Hietala as Director	Mgmt	For	For

Rio Tinto Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
14	Elect Sam Laidlaw as Director	Mgmt	For	For
15	Elect Jennifer Nason as Director	Mgmt	For	For
16	Elect Jakob Stausholm as Director	Mgmt	For	For
17	Elect Ngaire Woods as Director	Mgmt	For	For
18	Elect Ben Wyatt as Director	Mgmt	For	For
19	Appoint KPMG LLP as Auditors	Mgmt	For	For
20	Authorize the Audit and Risk Committee to Fix Remuneration of Auditors	Mgmt	For	For
21	Authorize UK Political Donations and Expenditure	Mgmt	For	For
	Resolution 22 will be Voted on by Rio Tinto plc and Rio Tinto Limited Shareholders as a Separate Electorates	Mgmt		
22	Approve Amendments to Rio Tinto Limited's Constitution - Amendments that Constitute Class Rights Actions	Mgmt	For	For
	Resolutions 23 and 24 will be Voted on by Rio Tinto Limited's Shareholders Only	Mgmt		
23	Approve Amendments to Rio Tinto Limited's Constitution - General Updates and Changes	Mgmt	For	For
24	Approve Renewal of On-Market Share Buy-Back Authority	Mgmt	For	For

Rio Tinto Plc

Meeting Date: 04/04/2024

Country: United Kingdom

Ticker: RIO

Meeting Type: Annual

Primary ISIN: GB0007188757

Primary SEDOL: 0718875

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Resolutions 1 to 21 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 Policy	Mgmt	For	For
3	Approve Remuneration Report for UK Law Purposes	Mgmt	For	For
4	Approve Remuneration Report for Australian Law Purposes	Mgmt	For	For

Rio Tinto Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve Increase in the Maximum Aggregate Fees Payable to Non-Executive Directors	Mgmt	For	For
6	Elect Dean Valle as Director	Mgmt	For	For
7	Elect Susan Lloyd-Hurwitz as Director	Mgmt	For	For
8	Elect Martina Merz as Director	Mgmt	For	For
9	Elect Joc O'Rourke as Director	Mgmt	For	For
10	Re-elect Dominic Barton as Director	Mgmt	For	For
<i>Voter Rationale: The Company should appoint a woman to at least one senior board position (Chair, CEO, CFO, SID), in line with the FCA diversity guidelines for listed companies. The board chairman serves as a member of the Remuneration Committee. The board chairman serves as a member of the Nomination Committee.</i>				
11	Re-elect Peter Cunningham as Director	Mgmt	For	For
12	Re-elect Simon Henry as Director	Mgmt	For	For
13	Re-elect Kaisa Hietala as Director	Mgmt	For	For
14	Re-elect Sam Laidlaw as Director	Mgmt	For	For
15	Re-elect Jennifer Nason as Director	Mgmt	For	For
16	Re-elect Jakob Stausholm as Director	Mgmt	For	For
17	Re-elect Ngaire Woods as Director	Mgmt	For	For
18	Re-elect Ben Wyatt as Director	Mgmt	For	For
19	Reappoint KPMG LLP as Auditors	Mgmt	For	For
20	Authorise Audit & Risk Committee to Fix Remuneration of Auditors	Mgmt	For	For
21	Authorise UK Political Donations and Expenditure	Mgmt	For	For
	Resolution 22 will be Voted on by Rio Tinto plc and Rio Tinto Limited Shareholders as a Separate Electorates	Mgmt		
22	Approve Amendments to Rio Tinto Limited's Constitution	Mgmt	For	For
	Resolutions 23 to 26 will be Voted on by Rio Tinto plc Shareholders Only	Mgmt		
23	Authorise Issue of Equity	Mgmt	For	For
24	Authorise Issue of Equity without Pre-emptive Rights	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

RioCan Real Estate Investment Trust

Meeting Date: 06/04/2024

Country: Canada

Ticker: REI.UN

Meeting Type: Annual

Primary ISIN: CA7669101031

Primary SEDOL: 2229610

RioCan Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Trustee Bonnie Brooks	Mgmt	For	For
1.2	Elect Trustee Richard Dansereau	Mgmt	For	For
1.3	Elect Trustee Janice Fukakusa	Mgmt	For	For
1.4	Elect Trustee Jonathan Gitlin	Mgmt	For	For
1.5	Elect Trustee Marie-Josée Lamothe	Mgmt	For	For
1.6	Elect Trustee Dale H. Lastman	Mgmt	For	For
1.7	Elect Trustee Jane Marshall	Mgmt	For	For
1.8	Elect Trustee Guy Metcalfe	Mgmt	For	For
1.9	Elect Trustee Edward Sonshine	Mgmt	For	For
1.10	Elect Trustee Siim A. Vanaselja	Mgmt	For	For
<i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
1.11	Elect Trustee Charles M. Winograd	Mgmt	For	For
2	Approve Ernst & Young LLP as Auditors and Authorize Trustees to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For

Riot Platforms, Inc.

Meeting Date: 06/12/2024

Country: USA

Ticker: RIOT

Meeting Type: Annual

Primary ISIN: US7672921050

Primary SEDOL: BD9F675

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Benjamin Yi	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1b	Elect Director Jason Les	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	Increase Authorized Common Stock	Mgmt	For	For

Riot Platforms, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

Riso Kagaku Corp.

Meeting Date: 06/25/2024 **Country:** Japan **Ticker:** 6413
Meeting Type: Annual
Primary ISIN: JP3974400008 **Primary SEDOL:** 6740849

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	Appoint Statutory Auditor Ebita, Hideya	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3	Approve Annual Bonus	Mgmt	For	For

Rithm Capital Corp.

Meeting Date: 05/23/2024 **Country:** USA **Ticker:** RITM
Meeting Type: Annual
Primary ISIN: US64828T2015 **Primary SEDOL:** BRJ9GW0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kevin J. Finnerty	Mgmt	For	For
1.2	Elect Director Michael Nierenberg	Mgmt	For	For
1.3	Elect Director Patrice M. Le Melle	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Rivian Automotive, Inc.

Meeting Date: 06/18/2024

Country: USA

Ticker: RIVN

Meeting Type: Annual

Primary ISIN: US76954A1034

Primary SEDOL: BL98841

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jay Flatley	Mgmt	For	For
1b	Elect Director John Krafcik	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

RLI Corp.

Meeting Date: 05/02/2024

Country: USA

Ticker: RLI

Meeting Type: Annual

Primary ISIN: US7496071074

Primary SEDOL: 2719070

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Michael E. Angelina	Mgmt	For	For
1b	Elect Director David B. Duclos	Mgmt	For	For
1c	Elect Director Susan S. Fleming	Mgmt	For	For
1d	Elect Director Jordan W. Graham	Mgmt	For	For
1e	Elect Director Clark C. Kellogg	Mgmt	For	For
1f	Elect Director Craig W. Kliethermes	Mgmt	For	For
1g	Elect Director Paul B. Medini	Mgmt	For	For
1h	Elect Director Robert P. Restrepo, Jr.	Mgmt	For	Against
1i	Elect Director Debbie S. Roberts	Mgmt	For	For
1j	Elect Director Michael J. Stone	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

RLI Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

RLJ Lodging Trust

Meeting Date: 04/26/2024

Country: USA

Ticker: RLJ

Meeting Type: Annual

Primary ISIN: US74965L1017

Primary SEDOL: B3PY1N7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Robert L. Johnson	Mgmt	For	For
1.2	Elect Director Leslie D. Hale	Mgmt	For	For
1.3	Elect Director Evan Bayh	Mgmt	For	For
1.4	Elect Director Arthur R. Collins	Mgmt	For	For
1.5	Elect Director Nathaniel A. Davis	Mgmt	For	For
1.6	Elect Director Patricia L. Gibson	Mgmt	For	For
1.7	Elect Director Robert M. La Forgia	Mgmt	For	For
1.8	Elect Director Robert J. McCarthy	Mgmt	For	For
1.9	Elect Director Robin Zeigler	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

Robert Half Inc.

Meeting Date: 05/15/2024

Country: USA

Ticker: RHI

Meeting Type: Annual

Primary ISIN: US7703231032

Primary SEDOL: 2110703

Robert Half Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jana L. Barsten	Mgmt	For	For
1b	Elect Director Julia L. Coronado	Mgmt	For	For
1c	Elect Director Dirk A. Kempthorne	Mgmt	For	For
1d	Elect Director Harold M. Messmer, Jr.	Mgmt	For	For
1e	Elect Director Marc H. Morial	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1f	Elect Director Robert J. Pace	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1g	Elect Director Frederick A. Richman	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1h	Elect Director M. Keith Waddell	Mgmt	For	For
1i	Elect Director Marnie H. Wilking	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Robinhood Markets, Inc.

Meeting Date: 06/26/2024

Country: USA

Ticker: HOOD

Meeting Type: Annual

Primary ISIN: US7707001027

Primary SEDOL: BP0TQN6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Vladimir Tenev	Mgmt	For	For
<i>Voter Rationale: A vote AGAINST Governance Committee members Jonathan Rubinstein and Oluwadara (Dara) Treseder is warranted due to the company's adoption of a dual-class capital structure with unequal voting rights, without subjecting the structure to a reasonable time-based sunset. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Bajju Bhatt	Mgmt	For	For
<i>Voter Rationale: A vote AGAINST Governance Committee members Jonathan Rubinstein and Oluwadara (Dara) Treseder is warranted due to the company's adoption of a dual-class capital structure with unequal voting rights, without subjecting the structure to a reasonable time-based sunset. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Paula Loop	Mgmt	For	For
1.4	Elect Director Meyer Malka	Mgmt	For	For

Robinhood Markets, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director Jonathan Rubinstein	Mgmt	For	For
1.6	Elect Director Susan Segal	Mgmt	For	For
1.7	Elect Director Dara Treseder	Mgmt	For	For
1.8	Elect Director Robert Zoellick	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

Roblox Corporation

Meeting Date: 05/30/2024

Country: USA

Ticker: RBLX

Meeting Type: Annual

Primary ISIN: US7710491033

Primary SEDOL: BMWBC20

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Anthony P. Lee	Mgmt	For	For
1.2	Elect Director Andrea Wong	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Rocket Lab USA, Inc.

Meeting Date: 06/12/2024

Country: USA

Ticker: RKLB

Meeting Type: Annual

Primary ISIN: US7731221062

Primary SEDOL: BM8Z538

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nina M. Armagno	Mgmt	For	For
1.2	Elect Director Peter Beck	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i>				

Rocket Lab USA, Inc.

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

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.

ROHM Co., Ltd.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 6963

Meeting Type: Annual

Primary ISIN: JP3982800009

Primary SEDOL: 6747204

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 25	Mgmt	For	For
2.1	Elect Director Matsumoto, Isao	Mgmt	For	For
2.2	Elect Director Azuma, Katsumi	Mgmt	For	For
2.3	Elect Director Ino, Kazuhide	Mgmt	For	For
2.4	Elect Director Tateishi, Tetsuo	Mgmt	For	For
2.5	Elect Director Yamamoto, Koji	Mgmt	For	For
2.6	Elect Director Nagumo, Tadanobu	Mgmt	For	For
2.7	Elect Director Peter Kenevan	Mgmt	For	For
2.8	Elect Director Inoue, Fukuko	Mgmt	For	For
2.9	Elect Director Aoki, Tetsuo	Mgmt	For	For
2.10	Elect Director Kozaki, Aiko	Mgmt	For	For

Rohto Pharmaceutical Co., Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 4527

Meeting Type: Annual

Primary ISIN: JP3982400008

Primary SEDOL: 6747367

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Yamada, Kunio	Mgmt	For	For
1.2	Elect Director Sugimoto, Masashi	Mgmt	For	For

Rohto Pharmaceutical Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Saito, Masaya	Mgmt	For	For
1.4	Elect Director Kunisaki, Shinichi	Mgmt	For	For
1.5	Elect Director Segi, Hidetoshi	Mgmt	For	For
1.6	Elect Director Kawasaki, Yasunori	Mgmt	For	For
1.7	Elect Director Yamanaka, Masae	Mgmt	For	For
1.8	Elect Director Homma, Yoichi	Mgmt	For	For
1.9	Elect Director Iriyama, Akie	Mgmt	For	For
1.10	Elect Director Mera, Haruka	Mgmt	For	For
1.11	Elect Director Uemura, Tatsuo	Mgmt	For	For
1.12	Elect Director Hayashi, Eriko	Mgmt	For	For
1.13	Elect Director Katadae, Maiko	Mgmt	For	For
2.1	Appoint Statutory Auditor Kimura, Masanori	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
2.2	Appoint Statutory Auditor Uemura, Hideto	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
2.3	Appoint Statutory Auditor Tani, Yasuhiro	Mgmt	For	For
2.4	Appoint Statutory Auditor Sugiyama, Eri	Mgmt	For	For
3	Appoint Alternate Statutory Auditor Terada, Asuka	Mgmt	For	For

Roku, Inc.

Meeting Date: 06/06/2024

Country: USA

Ticker: ROKU

Meeting Type: Annual

Primary ISIN: US77543R1023

Primary SEDOL: BZ1LFG7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ravi Ahuja	Mgmt	For	For
1b	Elect Director Mai Fyfield	Mgmt	For	For
1c	Elect Director Laurie Simon Hodrick	Mgmt	For	For

Roku, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Amend Omnibus Stock Plan	Mgmt	For	Against
<i>Voter Rationale: Plan renewal should be subject to shareholder approval. This plan could lead to excessive dilution. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: A vote AGAINST the proposal is warranted. A number of executives had a relatively large base salary in FY23, significantly exceeding peer CEO levels. Furthermore, long-term incentives are entirely time-based and, as the company lacks an annual bonus program, no portion of executive pay is based on pre-set performance criteria. Finally, a new NEO received a large new-hire award entirely in time-vested equity upon joining the company.</i>				
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Rollins, Inc.

Meeting Date: 04/23/2024	Country: USA	Ticker: ROL
	Meeting Type: Annual	
		Primary ISIN: US7757111049
		Primary SEDOL: 2747305

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Gary W. Rollins	Mgmt	For	For
1.2	Elect Director P. Russell Hardin	Mgmt	For	For
1.3	Elect Director Dale E. Jones	Mgmt	For	For
1.4	Elect Director Pamela R. Rollins	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Rolls-Royce Holdings Plc

Meeting Date: 05/23/2024	Country: United Kingdom	Ticker: RR
	Meeting Type: Annual	
		Primary ISIN: GB00B63H8491
		Primary SEDOL: B63H849

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

Rolls-Royce Holdings Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve Remuneration Report	Mgmt	For	For
4	Re-elect Dame Anita Frew as Director	Mgmt	For	For
<i>Voter Rationale: The board chairman serves as a member of the Nomination Committee.</i>				
5	Re-elect Tufan Erginbilgic as Director	Mgmt	For	For
6	Elect Helen McCabe as Director	Mgmt	For	For
7	Re-elect George Culmer as Director	Mgmt	For	For
8	Elect Birgit Behrendt as Director	Mgmt	For	For
9	Elect Stuart Bradie as Director	Mgmt	For	For
10	Elect Paulo Cesar Silva as Director	Mgmt	For	For
11	Re-elect Lord Jitesh Gadhia as Director	Mgmt	For	For
12	Re-elect Beverly Goulet as Director	Mgmt	For	For
13	Re-elect Nick Luff as Director	Mgmt	For	For
14	Re-elect Wendy Mars as Director	Mgmt	For	For
15	Re-elect Dame Angela Strank as Director	Mgmt	For	For
16	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
17	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
18	Authorise UK Political Donations and Expenditure	Mgmt	For	For
19	Authorise Issue of Equity	Mgmt	For	For
20	Approve Global Employee Share Purchase Plan	Mgmt	For	For
21	Approve Long Term Incentive Plan	Mgmt	For	For
22	Approve Increase in the Maximum Aggregate Fees Payable to Non-Executive Directors	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	Adopt New Articles of Association	Mgmt	For	For

Roper Technologies, Inc.

Meeting Date: 06/12/2024

Country: USA

Ticker: ROP

Meeting Type: Annual

Primary ISIN: US7766961061

Primary SEDOL: 2749602

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 Irene M. Esteves	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 Thomas P. Joyce, Jr.	Mgmt	For	For
1.7	Elect Director John F. Murphy	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
<p><i>Voter Rationale: The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				
4	Adopt Simple Majority Vote	SH	None	For
<p><i>Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i></p>				

Rorze Corp.

Meeting Date: 05/30/2024

Country: Japan

Ticker: 6323

Meeting Type: Annual

Primary ISIN: JP3982200002

Primary SEDOL: 6096650

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 135	Mgmt	For	For
2	Amend Articles to Indemnify Directors - Indemnify Statutory Auditors	Mgmt	For	For
3.1	Elect Director Fujishiro, Yoshiyuki	Mgmt	For	For
3.2	Elect Director Nakamura, Hideharu	Mgmt	For	For
3.3	Elect Director Hayasaki, Katsushi	Mgmt	For	For

Rorze Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.4	Elect Director Sakiya, Fumio	Mgmt	For	For
3.5	Elect Director Hamori, Hiroshi	Mgmt	For	For
3.6	Elect Director Morishita, Hidenori	Mgmt	For	For
3.7	Elect Director Aoto, Nahomi	Mgmt	For	For
4	Appoint Statutory Auditor Kaku, Noriko	Mgmt	For	For

Ross Stores, Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: ROST

Meeting Type: Annual

Primary ISIN: US7782961038

Primary SEDOL: 2746711

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Michael Balmuth	Mgmt	For	For
1b	Elect Director K. Gunnar Bjorklund	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1c	Elect Director Michael J. Bush	Mgmt	For	For
1d	Elect Director Edward G. Cannizzaro	Mgmt	For	For
1e	Elect Director Sharon D. Garrett	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1f	Elect Director Michael J. Hartshorn	Mgmt	For	For
1g	Elect Director Stephen D. Milligan	Mgmt	For	For
1h	Elect Director Patricia H. Mueller	Mgmt	For	For
1i	Elect Director George P. Orban	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1j	Elect Director Barbara Rentler	Mgmt	For	For
1k	Elect Director Doniel N. Sutton	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Variable remuneration should not contain a significant overlap of metrics. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Ross Stores, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Disclose All Material Value Chain GHG Emissions	SH	Against	Against

Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.

ROUND ONE Corp.

Meeting Date: 06/22/2024	Country: Japan	Ticker: 4680	
	Meeting Type: Annual		
		Primary ISIN: JP3966800009	Primary SEDOL: 6248365

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 3.5	Mgmt	For	For
2.1	Elect Director Sugino, Masahiko	Mgmt	For	For
2.2	Elect Director Sasae, Shinji	Mgmt	For	For
2.3	Elect Director Kawaguchi, Hidetsugu	Mgmt	For	For
2.4	Elect Director Okamoto, Jun	Mgmt	For	For
2.5	Elect Director Tsuzuruki, Tomoko	Mgmt	For	For
2.6	Elect Director Takaguchi, Ayako	Mgmt	For	For
2.7	Elect Director Kawabata, Satomi	Mgmt	For	For
3.1	Appoint Alternate Statutory Auditor Watase, Hiroaki	Mgmt	For	For
3.2	Appoint Alternate Statutory Auditor Kubota, Yuko	Mgmt	For	For

Royal Bank of Canada

Meeting Date: 04/11/2024	Country: Canada	Ticker: RY	
	Meeting Type: Annual		
		Primary ISIN: CA7800871021	Primary SEDOL: 2754383

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mirko Bibic	Mgmt	For	For
1.2	Elect Director Andrew A. Chisholm	Mgmt	For	For
1.3	Elect Director Jacynthe Cote	Mgmt	For	For
1.4	Elect Director Toos N. Daruvala	Mgmt	For	For
1.5	Elect Director Cynthia Devine	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director Roberta L. Jamieson	Mgmt	For	For
1.7	Elect Director David McKay	Mgmt	For	For
1.8	Elect Director Amanda Norton	Mgmt	For	For
1.9	Elect Director Barry Perry	Mgmt	For	For
1.10	Elect Director Maryann Turcke	Mgmt	For	For
1.11	Elect Director Thierry Vandal	Mgmt	For	For
1.12	Elect Director Frank Vettese	Mgmt	For	For
1.13	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
<i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs.</i>				
	Shareholder Proposals	Mgmt		
1	SP 1: Disclose Clean Energy to Fossil Fuel Financing Ratios	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks</i>				
2	SP 2: Report on Impact of Oil and Gas Divestment	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks</i>				
3	SP 3: Disclose the CEO Compensation to Median Worker Pay Ratio on an Annual Basis	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks</i>				
4	SP 4: Hold Annual Meetings of the Company in Person with Virtual Meetings as Complements	SH	Against	For
<i>Voter Rationale: Per our Guidelines, we believe hybrid meetings are superior to virtual-only</i>				
5	SP 5: Disclose Non-Confidential Information Relating to the Bank's Country-by-Country Reporting	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks</i>				
6	SP 6: Report on Loans Made by the Bank in Support of the Circular Economy	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks</i>				
7	SP 7: Advisory Vote on Environmental Policies	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks</i>				

Royal Caribbean Cruises Ltd.

Meeting Date: 05/29/2024

Country: Liberia

Ticker: RCL

Meeting Type: Annual

Primary ISIN: LR0008862868

Primary SEDOL: 2754907

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director John F. Brock	Mgmt	For	Against
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
1b	Elect Director Richard D. Fain	Mgmt	For	Against
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
1c	Elect Director Stephen R. Howe, Jr.	Mgmt	For	For
1d	Elect Director William L. Kimsey	Mgmt	For	For
1e	Elect Director Michael O. Leavitt	Mgmt	For	For
1f	Elect Director Jason T. Liberty	Mgmt	For	For
1g	Elect Director Amy McPherson	Mgmt	For	For
1h	Elect Director Maritza G. Montiel	Mgmt	For	For
1i	Elect Director Ann S. Moore	Mgmt	For	For
1j	Elect Director Eyal M. Ofer	Mgmt	For	Against
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
1k	Elect Director Vagn O. Sorensen	Mgmt	For	Against
	<i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i>			
1l	Elect Director Donald Thompson	Mgmt	For	For
1m	Elect Director Arne Alexander Wilhelmsen	Mgmt	For	For
1n	Elect Director Rebecca Yeung	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>			
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>			

Royal Gold, Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: RGLD

Meeting Type: Annual

Primary ISIN: US7802871084

Primary SEDOL: 2755706

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director William Heissenbuttel	Mgmt	For	For
1b	Elect Director Jamie Sokalsky	Mgmt	For	Against
<i>Voter Rationale: Biodiversity oversight and data disclosure concerns.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Royalty Pharma Plc

Meeting Date: 06/06/2024

Country: United Kingdom

Ticker: RPRX

Meeting Type: Annual

Primary ISIN: GB00BMVP7Y09

Primary SEDOL: BMVP7Y0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Pablo Legorreta	Mgmt	For	For
1b	Elect Director Henry Fernandez	Mgmt	For	For
1c	Elect Director Bonnie Bassler	Mgmt	For	For
1d	Elect Director Errol De Souza	Mgmt	For	For
1e	Elect Director Catherine Engelbert	Mgmt	For	For
1f	Elect Director David Hodgson	Mgmt	For	For
1g	Elect Director Ted Love	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1h	Elect Director Gregory Norden	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	Accept Financial Statements and Statutory Reports	Mgmt	For	For
<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
5	Approve Remuneration Policy	Mgmt	For	For
6	Approve Remuneration Report	Mgmt	For	For

Royalty Pharma Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Ratify Ernst & Young as U.K. Statutory Auditors	Mgmt	For	For
8	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
9	Authorise Issue of Equity	Mgmt	For	For
10	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	Against

Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.

RPC, Inc.

Meeting Date: 04/23/2024

Country: USA

Ticker: RES

Meeting Type: Annual

Primary ISIN: US7496601060

Primary SEDOL: 2719456

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Gary W. Rollins	Mgmt	For	For
1.2	Elect Director Richard A. Hubbell	Mgmt	For	For
1.3	Elect Director John F. Wilson	Mgmt	For	For
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For

Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.

3	Approve Omnibus Stock Plan	Mgmt	For	Against
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Voter Rationale: Reducing the strike price of options already granted after the stock price has fallen undermines any employee incentive strategy and is not aligned with the interests of shareholders. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.

RTX Corporation

Meeting Date: 05/02/2024

Country: USA

Ticker: RTX

Meeting Type: Annual

Primary ISIN: US75513E1010

Primary SEDOL: BM5M5Y3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Tracy A. Atkinson	Mgmt	For	For
1b	Elect Director Christopher T. Calio	Mgmt	For	For
1c	Elect Director Leanne G. Caret	Mgmt	For	For
1d	Elect Director Bernard A. Harris, Jr.	Mgmt	For	For

RTX Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Gregory J. Hayes	Mgmt	For	For
1f	Elect Director George R. Oliver	Mgmt	For	For
1g	Elect Director Robert K. (Kelly) Ortberg	Mgmt	For	For
1h	Elect Director Ellen M. Pawlikowski	Mgmt	For	For
1i	Elect Director Denise L. Ramos	Mgmt	For	For
1j	Elect Director Fredric G. Reynolds	Mgmt	For	For
1k	Elect Director Brian C. Rogers	Mgmt	For	For
1l	Elect Director James A. Winnefeld, Jr.	Mgmt	For	For
1m	Elect Director Robert O. Work	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	Against
<i>Voter Rationale: This plan could lead to excessive dilution. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
5	Report on Lobbying Payments and Policy	SH	Against	For
<i>Voter Rationale: Comprehensive, aggregate disclosure on political spending is best practice. Disclosure should include all state and local donations including support for 527 organizations and ballot initiatives. In addition, the company should identify key relationships with trade associations that engage in lobbying on the corporation's behalf, as well as describe its policies and processes for giving. We ask that the board provide ultimate oversight for political donations.</i>				
6	Report on Efforts to Reduce GHG Emissions in Alignment with Paris Agreement Goal	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				
7	Report on Human Rights Impact Assessment	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				

Russel Metals Inc.

Meeting Date: 05/02/2024

Country: Canada

Ticker: RUS

Meeting Type: Annual

Primary ISIN: CA7819036046

Primary SEDOL: 2248808

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director M. Elyse Allan	Mgmt	For	For

Russel Metals Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Stewart C. Burton	Mgmt	For	For
1.3	Elect Director John M. Clark	Mgmt	For	For
<i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
1.4	Elect Director James F. Dinning	Mgmt	For	For
1.5	Elect Director Brian R. Hedges	Mgmt	For	For
1.6	Elect Director Cynthia Johnston	Mgmt	For	For
1.7	Elect Director Alice D. Laberge	Mgmt	For	For
1.8	Elect Director Roger D. Paiva	Mgmt	For	For
1.9	Elect Director John G. Reid	Mgmt	For	For
1.10	Elect Director Annie Thabet	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				

RxSight, Inc.

Meeting Date: 06/06/2024	Country: USA	Ticker: RXST
	Meeting Type: Annual	
	Primary ISIN: US78349D1072	Primary SEDOL: BMJ0GR3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Julie B. Andrews	Mgmt	For	For
1.2	Elect Director Robert J. Palmisano	Mgmt	For	For
1.3	Elect Director Tamara R. Fountain	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Ryan Specialty Holdings, Inc.

Meeting Date: 04/30/2024

Country: USA

Ticker: RYAN

Meeting Type: Annual

Primary ISIN: US78351F1075

Primary SEDOL: BNXKSK3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Patrick G. Ryan	Mgmt	For	Withhold
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>				
1.2	Elect Director Michelle L. Collins	Mgmt	For	For
1.3	Elect Director D. Cameron Findlay	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i>				
1.4	Elect Director John W. Rogers, Jr.	Mgmt	For	For
1.5	Elect Director Francesca Cornelli	Mgmt	For	For
1.6	Elect Director Anthony J. Kuczinski	Mgmt	For	For
1.7	Elect Director Patrick G. Ryan, Jr.	Mgmt	For	Withhold
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Ryder System, Inc.

Meeting Date: 05/03/2024

Country: USA

Ticker: R

Meeting Type: Annual

Primary ISIN: US7835491082

Primary SEDOL: 2760669

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Robert J. Eck	Mgmt	For	For
1b	Elect Director Robert A. Hagemann	Mgmt	For	For
1c	Elect Director Michael F. Hilton	Mgmt	For	For
1d	Elect Director Tamara L. Lundgren	Mgmt	For	For
1e	Elect Director Luis P. Nieto, Jr.	Mgmt	For	For

Ryder System, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director David G. Nord	Mgmt	For	For
1g	Elect Director Robert E. Sanchez	Mgmt	For	For
1h	Elect Director Abbie J. Smith	Mgmt	For	For
1i	Elect Director E. Follin Smith	Mgmt	For	For
1j	Elect Director Dmitri L. Stockton	Mgmt	For	For
1k	Elect Director Charles M. Swoboda	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Report on Efforts to Reduce GHG Emissions in Alignment with Paris Agreement Goal	SH	Against	Against
<i>Voter Rationale: We agree it is not feasible for Ryder Systems to implement this proposal at this time, but encourage the company to set a new target to reduce emissions from downstream leased assets.</i>				
5	Report on "Just Transition"	SH	Against	For
<i>Voter Rationale: A vote FOR this proposal is warranted, as shareholders would benefit from more disclosure on whether and how the company considers human capital management and community relations issues related to the transition to a low-carbon economy as part of its climate strategy.</i>				

Ryerson Holding Corporation

Meeting Date: 04/25/2024

Country: USA

Ticker: RYI

Meeting Type: Annual

Primary ISIN: US7837541041

Primary SEDOL: B3TPPZ6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Court D. Carruthers	Mgmt	For	For
1.2	Elect Director Karen M. Leggio	Mgmt	For	For
1.3	Elect Director Michelle A. Kumbier	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
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
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

Ryman Hospitality Properties, Inc.

Meeting Date: 05/09/2024

Country: USA

Ticker: RHP

Meeting Type: Annual

Primary ISIN: US78377T1079

Primary SEDOL: B8QV5C9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Rachna Bhasin	Mgmt	For	For
1b	Elect Director Alvin Bowles, Jr.	Mgmt	For	For
1c	Elect Director Mark Fioravanti	Mgmt	For	For
1d	Elect Director William E. Haslam	Mgmt	For	For
1e	Elect Director Erin Mulligan Helgren	Mgmt	For	For
1f	Elect Director Fazal Merchant	Mgmt	For	For
1g	Elect Director Christine Pantoya	Mgmt	For	For
1h	Elect Director Robert Prather, Jr.	Mgmt	For	For
1i	Elect Director Colin Reed	Mgmt	For	For
1j	Elect Director Michael Roth	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 Ernst & Young LLP as Auditors	Mgmt	For	For

Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.

Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

S&P Global Inc.

Meeting Date: 05/01/2024

Country: USA

Ticker: SPGI

Meeting Type: Annual

Primary ISIN: US78409V1044

Primary SEDOL: BYV2325

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Marco Alvera	Mgmt	For	For
1.2	Elect Director Jacques Esculier	Mgmt	For	For
1.3	Elect Director Gay Huey Evans	Mgmt	For	For
1.4	Elect Director William D. Green	Mgmt	For	For
1.5	Elect Director Stephanie C. Hill	Mgmt	For	For
1.6	Elect Director Rebecca Jacoby	Mgmt	For	For
1.7	Elect Director Robert P. Kelly	Mgmt	For	For

S&P Global Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.8	Elect Director Ian P. Livingston	Mgmt	For	For
1.9	Elect Director Maria R. Morris	Mgmt	For	For
1.10	Elect Director Douglas L. Peterson	Mgmt	For	For
1.11	Elect Director Richard E. Thornburgh	Mgmt	For	For
1.12	Elect Director Gregory Washington	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i></p>				
3	Amend Deferred Compensation Plan	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i></p>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i></p>				

S&T Bancorp, Inc.

Meeting Date: 05/14/2024

Country: USA

Ticker: STBA

Meeting Type: Annual

Primary ISIN: US7838591011

Primary SEDOL: 2781109

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Lewis W. Adkins, Jr.	Mgmt	For	For
1.2	Elect Director David G. Antolik	Mgmt	For	For
1.3	Elect Director Peter R. Barsz	Mgmt	For	For
1.4	Elect Director Christina A. Cassotis	Mgmt	For	For
1.5	Elect Director Michael J. Donnelly	Mgmt	For	For
1.6	Elect Director Jeffrey D. Grube	Mgmt	For	For
1.7	Elect Director William J. Hieb	Mgmt	For	For
1.8	Elect Director Christopher J. McComish	Mgmt	For	For
1.9	Elect Director Frank J. Palermo, Jr.	Mgmt	For	Withhold
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i></p>				
1.10	Elect Director Bhaskar Ramachandran	Mgmt	For	For
1.11	Elect Director Christine J. Toretta	Mgmt	For	For

S&T Bancorp, 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
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

Saab AB

Meeting Date: 04/11/2024

Country: Sweden

Ticker: SAAB.B

Meeting Type: Annual

Primary ISIN: SE0021921269

Primary SEDOL: BPXZH27

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		
5	Acknowledge Proper Convening of Meeting	Mgmt	For	For
6	Receive Financial Statements and Statutory Reports	Mgmt		
7	Receive President's Report	Mgmt		
8.a	Accept Financial Statements and Statutory Reports	Mgmt	For	For
8.b	Approve Allocation of Income and Dividends of SEK 6.40 Per Share	Mgmt	For	For
8.c1	Approve Discharge of Lena Erixon	Mgmt	For	For
8.c2	Approve Discharge of Henrik Henriksson	Mgmt	For	For
8.c3	Approve Discharge of Micael Johansson	Mgmt	For	For
8.c4	Approve Discharge of Danica Kragic Jensfelt	Mgmt	For	For
8.c5	Approve Discharge of Sara Mazur	Mgmt	For	For
8.c6	Approve Discharge of Johan Menckel	Mgmt	For	For
8.c7	Approve Discharge of Daniel Nodhall	Mgmt	For	For
8.c8	Approve Discharge of Bert Nordberg	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8.c9	Approve Discharge of Erika Soderberg Johnson	Mgmt	For	For
8.c10	Approve Discharge of Sebastian Tham	Mgmt	For	For
8.c11	Approve Discharge of Marcus Wallenberg	Mgmt	For	For
8.c12	Approve Discharge of Joakim Westh	Mgmt	For	For
8.c13	Approve Discharge of Goran Andersson	Mgmt	For	For
8.c14	Approve Discharge of Stefan Andersson	Mgmt	For	For
8.c15	Approve Discharge of Magnus Gustafsson	Mgmt	For	For
8.c16	Approve Discharge of Robert Hellgren	Mgmt	For	For
8.c17	Approve Discharge of Conny Holm	Mgmt	For	For
8.c18	Approve Discharge of Tina Mikkelsen	Mgmt	For	For
8.c19	Approve Discharge of Patrik Myren	Mgmt	For	For
8.c20	Approve Discharge of Lars Svensson	Mgmt	For	For
8.c21	Approve Discharge of CEO Micael Johansson	Mgmt	For	For
9.1	Determine Number of Members (11) and Deputy Members (0) of Board	Mgmt	For	For
9.2	Determine Number of Auditors (1) and Deputy Auditors (0)	Mgmt	For	For
10.1	Approve Remuneration of Directors in the Amount of SEK 2.25 Million to Chairman, SEK 850,000 for Vice Chairman and SEK 740,000 for Other Directors; Approve Remuneration for Committee Work	Mgmt	For	For
10.2	Approve Remuneration of Auditors	Mgmt	For	For
11.a	Elect Anders Ynnerman as New Director	Mgmt	For	For
11.b	Reelect Lena Erixon as Director	Mgmt	For	For
11.c	Reelect Henrik Henriksson as Director	Mgmt	For	For
11.d	Reelect Micael Johansson as Director	Mgmt	For	For
11.e	Reelect Danica Kragic Jensfelt as Director	Mgmt	For	For
11.f	Reelect Johan Menckel as Director	Mgmt	For	Against
<p><i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.</i></p>				
11.g	Reelect Bert Nordberg as Director	Mgmt	For	For
11.h	Reelect Erika Soderberg Johnson as Director	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
11.i	Reelect Sebastian Tham as Director	Mgmt	For	Against
	<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders.</i>			
11.j	Reelect Marcus Wallenberg as Director	Mgmt	For	Against
	<i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time. We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders.</i>			
11.k	Reelect Joakim Westh as Director	Mgmt	For	For
11.l	Reelect Marcus Wallenberg as Board Chair	Mgmt	For	Against
	<i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 30% of the board. We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders. The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>			
12	Ratify PricewaterhouseCoopers as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>			
13	Approve Remuneration Report	Mgmt	For	Against
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>			
14.a	Approve 2025 Share Matching Plan for All Employees; Approve 2025 Performance Share Program for Key Employees; Approve Special Projects 2025 Incentive Plan	Mgmt	For	Against
	<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>			
14.b	Approve Equity Plan Financing	Mgmt	For	Against
	<i>Voter Rationale: Capital issuance authorities should be for share plans that incentivise long-term value creation.</i>			
14.c	Approve Third Party Swap Agreement as Alternative Equity Plan Financing	Mgmt	For	Against
	<i>Voter Rationale: Capital issuance authorities should be for share plans that incentivise long-term value creation.</i>			
15.a	Authorize Share Repurchase Program	Mgmt	For	For
15.b	Authorize Reissuance of Repurchased Shares	Mgmt	For	For
15.c	Approve Transfer of Shares for Previous Year's Incentive Programs	Mgmt	For	For

Saab AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
16	Approve 4:1 Stock Split; Amend Articles: Set Minimum (450 Million) and Maximum (1.8 Billion) Number of Shares	Mgmt	For	For
17	Close Meeting	Mgmt		

Sabra Health Care REIT, Inc.

Meeting Date: 06/13/2024

Country: USA

Ticker: SBRA

Meeting Type: Annual

Primary ISIN: US78573L1061

Primary SEDOL: B5NLBP6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Craig A. Barbarosh	Mgmt	For	For
1b	Elect Director Katie Cusack	Mgmt	For	For
1c	Elect Director Michael J. Foster	Mgmt	For	For
1d	Elect Director Lynne S. Katzmann	Mgmt	For	For
1e	Elect Director Ann Kono	Mgmt	For	For
1f	Elect Director Jeffrey A. Malehorn	Mgmt	For	For
1g	Elect Director Richard K. Matros	Mgmt	For	For
1h	Elect Director Clifton J. Porter, II	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against

Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.

Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.

Sabre Corporation

Meeting Date: 04/24/2024

Country: USA

Ticker: SABR

Meeting Type: Annual

Primary ISIN: US78573M1045

Primary SEDOL: BLLHH27

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director George R. Bravante, Jr.	Mgmt	For	For
1.2	Elect Director Herve Couturier	Mgmt	For	For
1.3	Elect Director Kurt Ekert	Mgmt	For	For
1.4	Elect Director Gail Mandel	Mgmt	For	For
1.5	Elect Director Phyllis Newhouse	Mgmt	For	For
1.6	Elect Director Elaine Paul	Mgmt	For	For
1.7	Elect Director Karl Peterson	Mgmt	For	For
1.8	Elect Director Gregg Saretsky	Mgmt	For	For
1.9	Elect Director John Scott	Mgmt	For	For
1.10	Elect Director Wendi Sturgis	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Approve Omnibus Stock Plan	Mgmt	For	Against
<i>Voter Rationale: The plan cost is excessive; The three-year average burn rate is excessive; and The plan allows broad discretion to accelerate vesting. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Approve Non-Employee Director Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
5	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For
6	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Safehold, Inc.

Meeting Date: 05/15/2024

Country: USA

Ticker: SAFE

Meeting Type: Annual

Primary ISIN: US78646V1070

Primary SEDOL: BMDBB99

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jay Sugarman	Mgmt	For	For
1.2	Elect Director Jesse Hom	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				

Safehold, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Robin Josephs	Mgmt	For	For
1.4	Elect Director Jay Nydick	Mgmt	For	For
1.5	Elect Director Barry Ridings	Mgmt	For	For
1.6	Elect Director Stefan Selig	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i></p>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				

Safran SA

Meeting Date: 05/23/2024

Country: France

Ticker: SAF

Meeting Type: Annual

Primary ISIN: FR0000073272

Primary SEDOL: B058TZ6

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 2.20 per Share	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions Regarding Two New Transactions	Mgmt	For	For
5	Reelect Patricia Bellinger as Independent Director	Mgmt	For	For
<p><i>Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board. In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i></p>				
6	Elect Pascale Dosda as Representative of Employee Shareholders to the Board	Mgmt	For	For

Safran SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Reelect Anne Aubert as Representative of Employee Shareholders to the Board	Mgmt	For	For
8	Appoint Mazars as Auditor for the Sustainability Reporting	Mgmt	For	For
9	Appoint Ernst & Young et Autres as Auditor for the Sustainability Reporting	Mgmt	For	For
10	Approve Compensation of Ross McInnes, Chairman of the Board	Mgmt	For	For
11	Approve Compensation of Olivier Andries, CEO	Mgmt	For	For
<p><i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i></p>				
12	Approve Compensation Report of Corporate Officers	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 Directors	Mgmt	For	For
16	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
17	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Saia, Inc.

Meeting Date: 04/25/2024

Country: USA

Ticker: SAIA

Meeting Type: Annual

Primary ISIN: US78709Y1055

Primary SEDOL: 2982399

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Di-Ann Eisnor	Mgmt	For	For
1.2	Elect Director Donna E. Epps	Mgmt	For	For
1.3	Elect Director John P. Gainor, Jr.	Mgmt	For	For
1.4	Elect Director Kevin A. Henry	Mgmt	For	For
1.5	Elect Director Frederick J. Holzgreffe, III	Mgmt	For	For
1.6	Elect Director Donald R. James	Mgmt	For	For
1.7	Elect Director Randolph W. Melville	Mgmt	For	For
1.8	Elect Director Richard D. O'Dell	Mgmt	For	For
1.9	Elect Director Jeffrey C. Ward	Mgmt	For	For

Saia, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.10	Elect Director Susan F. Ward	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
3	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For
4	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Sakai Moving Service Co., Ltd.

Meeting Date: 06/15/2024

Country: Japan

Ticker: 9039

Meeting Type: Annual

Primary ISIN: JP3314200001

Primary SEDOL: 6768432

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 38	Mgmt	For	For
2.1	Elect Director Tajima, Tetsuyasu	Mgmt	For	For
2.2	Elect Director Igura, Yoshifumi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.3	Elect Director Tajima, Michitoshi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.4	Elect Director Yamano, Mikio	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.5	Elect Director Iizuka, Kenichi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.6	Elect Director Izaki, Yasutaka	Mgmt	For	For
2.7	Elect Director Tanaka, Kazuhisa	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Ota, Fumiko	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
3.2	Elect Director and Audit Committee Member Nagano, Tomoko	Mgmt	For	For

Sakai Moving Service Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.3	Elect Director and Audit Committee Member Takahashi, Masaya	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
4	Elect Alternate Director and Audit Committee Member Sano, Akihiko	Mgmt	For	For
5	Approve Stock Option Plan	Mgmt	For	Against
<i>Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time. Long-term incentive awards should be used to incentivize long-term performance and should not be allowed to vest within 3 years since the date of grant.</i>				

Salesforce, Inc.

Meeting Date: 06/27/2024	Country: USA	Ticker: CRM
	Meeting Type: Annual	
	Primary ISIN: US79466L3024	Primary SEDOL: 2310525

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Marc Benioff	Mgmt	For	For
1b	Elect Director Laura Alber	Mgmt	For	For
1c	Elect Director Craig Conway	Mgmt	For	For
1d	Elect Director Arnold Donald	Mgmt	For	For
1e	Elect Director Parker Harris	Mgmt	For	For
1f	Elect Director Neelie Kroes	Mgmt	For	For
1g	Elect Director Sachin Mehra	Mgmt	For	For
1h	Elect Director G. Mason Morfit	Mgmt	For	For
1i	Elect Director Oscar Munoz	Mgmt	For	For
1j	Elect Director John V. Roos	Mgmt	For	For
1k	Elect Director Robin Washington	Mgmt	For	For
1l	Elect Director Maynard Webb	Mgmt	For	For
1m	Elect Director Susan Wojcicki	Mgmt	For	For
2	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	For
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
6	Require Independent Board Chair	SH	Against	For
<i>Voter Rationale: Appointing a fully independent chairman creates a balance of power that is more conducive to long-term performance. A board headed by management cannot reasonably provide the best oversight and evaluation of managements performance.</i>				
7	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	Against
<i>Voter Rationale: It appears the company's current policies and procedures already address the proponent's request.</i>				
8	Report on Viewpoint Discrimination	SH	Against	Against
<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>				

SalMar ASA

Meeting Date: 06/06/2024

Country: Norway

Ticker: SALM

Meeting Type: Annual

Primary ISIN: NO0010310956

Primary SEDOL: B1W5NW2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Notice of Meeting and Agenda	Mgmt	For	For
2	Elect Chairman of Meeting; Designate Inspector(s) of Minutes of Meeting	Mgmt	For	For
3	Receive Presentation of the Business	Mgmt		
4	Accept Financial Statements and Statutory Reports	Mgmt	For	For
5	Approve Dividends of NOK 35 Per Share	Mgmt	For	For
6	Approve Remuneration of Directors; Approve Remuneration for Committee Work; Approve Remuneration of Nominating Committee	Mgmt	For	For
7	Approve Remuneration of Auditors	Mgmt	For	For
8	Discuss Company's Corporate Governance Statement	Mgmt		
9	Approve Remuneration Statement	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Approve Share-Based Incentive Plan	Mgmt	For	Against
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>			
11.1	Reelect Gustav Witzoe (Chair) as Director	Mgmt	For	Against
	<i>Voter Rationale: The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s). The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>			
11.2	Reelect Morten Loktu as Director	Mgmt	For	For
11.3	Reelect Arnhild Holstad as Director	Mgmt	For	For
11.4	Reelect Magnus Dybvad as Deputy Director	Mgmt	For	For
11.5	Elect Vibecke Bondo as Deputy Director	Mgmt	For	For
12.1	Reelect Endre Kolbjornsen as Member of Nominating Committee	Mgmt	For	For
12.2	Elect Ingjer Ofstad as Member of Nominating Committee	Mgmt	For	For
13	Approve Creation of NOK 1.65 Million Pool of Capital without Preemptive Rights	Mgmt	For	For
14	Approve Issuance of Convertible Loans without Preemptive Rights up to Aggregate Nominal Amount of NOK 3 Billion; Approve Creation of NOK 1.65 Million Pool of Capital to Guarantee Conversion Rights	Mgmt	For	For
15	Authorize Share Repurchase Program and Cancellation of Repurchased Shares	Mgmt	For	For
16	Ratify Ernst & Young AS as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>			
17	Approve Agreement that no Corporate Assembly Shall be Established	Mgmt	For	For

SAN-A CO., LTD.

Meeting Date: 05/28/2024

Country: Japan

Ticker: 2659

Meeting Type: Annual

Primary ISIN: JP3324500002

Primary SEDOL: 6280680

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 110	Mgmt	For	For
2.1	Elect Director Arashiro, Kentaro	Mgmt	For	For
2.2	Elect Director Tasaki, Masahito	Mgmt	For	For
2.3	Elect Director Toyoda, Taku	Mgmt	For	For
2.4	Elect Director Goya, Tamotsu	Mgmt	For	For
2.5	Elect Director Takeda, Hisashi	Mgmt	For	For
3	Elect Director and Audit Committee Member Sakaki, Shinji	Mgmt	For	For

Sands China Ltd.

Meeting Date: 05/17/2024 **Country:** Cayman Islands **Ticker:** 1928
Meeting Type: Annual **Primary ISIN:** KYG7800X1079 **Primary SEDOL:** B5B23W2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2a	Elect Wong Ying Wai as Director	Mgmt	For	For
<i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>				
2b	Elect Chum Kwan Lock, Grant as Director	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
2c	Elect Steven Zygmunt Strasser as Director	Mgmt	For	For
2d	Elect Victor Patrick Hoog Antink as Director	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 13.5 pct of the board.</i>				
2e	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
3	Approve Deloitte Touche Tohmatsu as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
4	Authorize Repurchase of Issued Share Capital	Mgmt	For	For

Sands China Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
6	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
7	Adopt 2024 Equity Award Plan	Mgmt	For	Against
<i>Voter Rationale: Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable.</i>				

Sandstorm Gold Ltd.

Meeting Date: 06/21/2024

Country: Canada

Ticker: SSL

Meeting Type: Annual

Primary ISIN: CA80013R2063

Primary SEDOL: B7YC668

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Fix Number of Directors at Eight	Mgmt	For	For
2.1	Elect Director Nolan Watson	Mgmt	For	For
2.2	Elect Director David Awram	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
2.3	Elect Director David E. De Witt	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
2.4	Elect Director Andrew T. Swarhout	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
2.5	Elect Director John P.A. Budreski	Mgmt	For	Withhold
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
2.6	Elect Director Mary L. Little	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. While directors are charged with making decisions regarding executive compensation, an advisory say on pay vote is the best method for all shareholders to provide their views on those decisions. The governance committee should put a say on pay on the AGM agenda as is now common practice in Canada.</i>				
2.7	Elect Director Vera Kobalia	Mgmt	For	For
2.8	Elect Director Elif Levesque	Mgmt	For	For

Sandstorm Gold Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Sandy Spring Bancorp, Inc.

Meeting Date: 05/22/2024 **Country:** USA **Ticker:** SASR
Meeting Type: Annual
Primary ISIN: US8003631038 **Primary SEDOL:** 2148254

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ralph F. Boyd	Mgmt	For	For
1.2	Elect Director Mark C. Michael	Mgmt	For	For
1.3	Elect Director Robert L. Orndorff	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.4	Elect Director Daniel J. Schrider	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

San-in Godo Bank Ltd.

Meeting Date: 06/20/2024 **Country:** Japan **Ticker:** 8381
Meeting Type: Annual
Primary ISIN: JP3324000003 **Primary SEDOL:** 6772853

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 21	Mgmt	For	For
2.1	Elect Director Yamasaki, Toru	Mgmt	For	For
2.2	Elect Director Yoshikawa, Hiroshi	Mgmt	For	For
2.3	Elect Director Yoshioka, Sawako	Mgmt	For	For
2.4	Elect Director Ikuta, Hirohisa	Mgmt	For	For

San-in Godo Bank Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.5	Elect Director Kuratsu, Yasuyuki	Mgmt	For	For
2.6	Elect Director Goto, Yasuhiro	Mgmt	For	For
2.7	Elect Director Motoi, Chie	Mgmt	For	For
2.8	Elect Director Graeme David Knowd	Mgmt	For	For
3	Approve Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For
4	Approve Trust-Type Equity Compensation Plan	Mgmt	For	Against

Voter Rationale: Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.

Sanken Electric Co., Ltd.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 6707

Meeting Type: Annual

Primary ISIN: JP3329600005

Primary SEDOL: 6774785

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Takahashi, Hiroshi	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				
1.2	Elect Director Kawashima, Katsumi	Mgmt	For	For
1.3	Elect Director Utsuno, Mizuki	Mgmt	For	For
1.4	Elect Director Fujita, Noriharu	Mgmt	For	For
1.5	Elect Director Yamada, Takaki	Mgmt	For	For
1.6	Elect Director Hirano, Hideki	Mgmt	For	For
1.7	Elect Director Ogose, Yumi	Mgmt	For	For
1.8	Elect Director Sugawara, Mariko	Mgmt	For	For

Sankyo Co., Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 6417

Meeting Type: Annual

Primary ISIN: JP3326410002

Primary SEDOL: 6775432

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 50	Mgmt	For	For
2	Amend Articles to Adopt Board Structure with Audit Committee - Amend Provisions on Number of Directors - Authorize Directors to Execute Day to Day Operations without Full Board Approval - Authorize Board to Determine Income Allocation	Mgmt	For	For
<i>Voter Rationale: While we believe that removing shareholders' ability to approve dividends is a degradation of shareholder rights, the move to an Audit Committee style board is positive and, in the round, we will support this proposal.</i>				
3.1	Elect Director Busujima, Hideyuki	Mgmt	For	For
3.2	Elect Director Ishihara, Akihiko	Mgmt	For	For
3.3	Elect Director Ogura, Toshio	Mgmt	For	For
3.4	Elect Director Tsuruoka, Junko	Mgmt	For	For
4.1	Elect Director and Audit Committee Member Igarashi, Yoko	Mgmt	For	For
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent. We note this is the first election with the new board system and as such, will keep this under review.</i>				
4.2	Elect Director and Audit Committee Member Ishiyama, Toshiaki	Mgmt	For	For
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent. We note this is the first election with the new board system and as such, will keep this under review.</i>				
4.3	Elect Director and Audit Committee Member Kitani, Taro	Mgmt	For	For
4.4	Elect Director and Audit Committee Member Yamasaki, Hiroyuki	Mgmt	For	For
4.5	Elect Director and Audit Committee Member Miura, Takashi	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
7	Approve Trust-Type Equity Compensation Plan	Mgmt	For	Against
<i>Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.</i>				

Meeting Date: 06/26/2024

Country: Japan

Ticker: 9065

Meeting Type: Annual

Primary ISIN: JP3326000001

Primary SEDOL: 6775380

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 90	Mgmt	For	For
2	Amend Articles to Reduce Directors' Term	Mgmt	For	For
3.1	Elect Director Nakamura, Kimikazu	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
3.2	Elect Director Nakamura, Kimihiro	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
3.3	Elect Director Ago, Yasuto	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.4	Elect Director Morofuji, Katsuaki	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.5	Elect Director Oba, Masahiro	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.6	Elect Director Aoki, Nobuyuki	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.7	Elect Director Okahashi, Terukazu	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.8	Elect Director Ogawa, Makoto	Mgmt	For	For
3.9	Elect Director Saiki, Naoko	Mgmt	For	For
3.10	Elect Director Takada, Akira	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.11	Elect Director Ishida, Toru	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
4	Appoint Statutory Auditor Yuki, Toshio	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
5	Appoint Alternate Statutory Auditor Nishi, Yoshihiro	Mgmt	For	For
6	Approve Compensation Ceiling for Directors	Mgmt	For	For

Meeting Date: 04/30/2024

Country: France

Ticker: SAN

Meeting Type: Annual/Special

Primary ISIN: FR0000120578

Primary SEDOL: 5671735

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 3.76 per Share	Mgmt	For	For
	<i>Voter Rationale: .</i>			
4	Reelect Rachel Duan as Director	Mgmt	For	For
	<i>Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.</i>			
5	Reelect Lise Kingo as Director	Mgmt	For	For
6	Elect Clotilde Delbosas Director	Mgmt	For	For
7	Elect Anne-Francoise Nesmes as Director	Mgmt	For	For
8	Elect John Sundy as Director	Mgmt	For	For
9	Approve Compensation Report of Corporate Officers	Mgmt	For	For
10	Approve Compensation of Serge Weinberg, Chairman of the Board from January 1, 2023 to May 25, 2023	Mgmt	For	For
11	Approve Compensation of Frederic Oudea, Chairman of the Board Since May 25, 2023	Mgmt	For	For
12	Approve Compensation of Paul Hudson, CEO	Mgmt	For	For
	<i>Voter Rationale: .</i>			
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
	<i>Voter Rationale: .</i>			
16	Appoint Mazars as Auditor	Mgmt	For	For
17	Appoint Mazars as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For
18	Appoint PricewaterhouseCoopers Audit as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
19	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
20	Authorize up to 1.5 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	For
<i>Voter Rationale: .</i>				
21	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
<i>Voter Rationale: .</i>				
22	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees and Corporate Officers of International Subsidiaries	Mgmt	For	For
<i>Voter Rationale: .</i>				
	Ordinary Business	Mgmt		
23	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Sanrio Co., Ltd.

Meeting Date: 06/27/2024 **Country:** Japan **Ticker:** 8136
Meeting Type: Annual **Primary ISIN:** JP3343200006 **Primary SEDOL:** 6776349

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Authorize Public Announcements in Electronic Format	Mgmt	For	For
2.1	Elect Director Tsuji, Tomokuni	Mgmt	For	For
2.2	Elect Director Nakatsuka, Wataru	Mgmt	For	For
2.3	Elect Director Otsuka, Yasuyuki	Mgmt	For	For
2.4	Elect Director Kishimura, Jiro	Mgmt	For	For
2.5	Elect Director Saito, Kiyoshi	Mgmt	For	For
2.6	Elect Director Akiyama, Yuko	Mgmt	For	For
2.7	Elect Director Sasamoto, Yu	Mgmt	For	For
2.8	Elect Director Yamanaka, Masae	Mgmt	For	For
2.9	Elect Director David Bennett	Mgmt	For	For
2.10	Elect Director Kamoda, Shizuko	Mgmt	For	For
3	Appoint Statutory Auditor Morikawa, Kiyo	Mgmt	For	For

Sanrio Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Cash Compensation Ceiling for Directors and Restricted Stock Plan	Mgmt	For	Against

Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.

Santen Pharmaceutical Co., Ltd.

Meeting Date: 06/25/2024	Country: Japan	Ticker: 4536
	Meeting Type: Annual	
	Primary ISIN: JP3336000009	Primary SEDOL: 6776606

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 Kurokawa, Akira	Mgmt	For	For
2.2	Elect Director Ito, Takeshi	Mgmt	For	For
2.3	Elect Director Nakajima, Rie	Mgmt	For	For
2.4	Elect Director Kurihara, Ippei	Mgmt	For	For
2.5	Elect Director Kotani, Noboru	Mgmt	For	For
2.6	Elect Director Minami, Tamie	Mgmt	For	For
2.7	Elect Director Ikaga, Masahiko	Mgmt	For	For
2.8	Elect Director Kikuoka, Minoru	Mgmt	For	For
3.1	Appoint Statutory Auditor Isaka, Hiroshi	Mgmt	For	Against
	<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>			
3.2	Appoint Statutory Auditor Munakata, Yuichiro	Mgmt	For	For
4	Approve Compensation Ceiling for Statutory Auditors	Mgmt	For	For

Sany Heavy Industry Co., Ltd.

Meeting Date: 04/19/2024	Country: China	Ticker: 600031
	Meeting Type: Special	
	Primary ISIN: CNE000001F70	Primary SEDOL: 6648824

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Draft and Summary of Employee Share Purchase Plan	Mgmt	For	Against

Sany Heavy Industry Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	<i>Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.</i>			
2	Approve Management Method of Employee Share Purchase Plan	Mgmt	For	Against
	<i>Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.</i>			
3	Approve Authorization of the Board to Handle All Matters Related to Employee Share Purchase Plan	Mgmt	For	Against
	<i>Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.</i>			

Sany Heavy Industry Co., Ltd.

Meeting Date: 05/24/2024

Country: China

Ticker: 600031

Meeting Type: Annual

Primary ISIN: CNE000001F70

Primary SEDOL: 6648824

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Report of the Board of Directors	Mgmt	For	For
2	Approve Report of the Board of Supervisors	Mgmt	For	For
3	Approve Annual Report and Summary	Mgmt	For	For
4	Approve Financial Statements	Mgmt	For	For
5	Approve Profit Distribution	Mgmt	For	For
6	Approve Remuneration Assessment of Directors and Supervisors	Mgmt	For	For
7	Approve Application of Bank Credit Lines	Mgmt	For	Against
	<i>Voter Rationale: The proposed borrowing is considered excessive and may add to the company's financial burden.</i>			
8	Approve Daily Related Party Transaction	Mgmt	For	For
9	Approve Provision of Guarantee	Mgmt	For	Against
	<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
10	Approve to Appoint Auditor	Mgmt	For	For
11	Approve Financial Derivatives Business	Mgmt	For	For
12	Approve Use of Idle Own Funds for Investment in Financial Products	Mgmt	For	Against
	<i>Voter Rationale: The proposed investment could expose the company to unnecessary risks.</i>			
13	Approve Repurchase and Cancellation of Performance Shares	Mgmt	For	For

Sany Heavy Industry Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
14	Approve Amendments to Articles of Association	Mgmt	For	For
15	Approve Report of the Independent Directors	Mgmt	For	For

Sanyo Denki Co., Ltd.

Meeting Date: 06/19/2024

Country: Japan

Ticker: 6516

Meeting Type: Annual

Primary ISIN: JP3340800006

Primary SEDOL: 6776974

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	Appoint Statutory Auditor Tsukada, Akira	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
2.2	Appoint Statutory Auditor Yamada, Takafumi	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				

SAP SE

Meeting Date: 05/15/2024

Country: Germany

Ticker: SAP

Meeting Type: Annual

Primary ISIN: DE0007164600

Primary SEDOL: 4846288

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 2.20 per Share	Mgmt	For	For
3	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For
5	Ratify BDO AG as Auditors for Fiscal Year 2024 and as Auditors of Sustainability Reporting for Fiscal Year 2024	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Approve Remuneration Report	Mgmt	For	Against
<p><i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.</i></p>				
7.1	Elect Aicha Evans to the Supervisory Board	Mgmt	For	For
7.2	Elect Gerhard Oswald to the Supervisory Board	Mgmt	For	Against
<p><i>Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity. This director is not an independent director, yet sits on an audit committee that is majority non-independent. The audit committee requires independence, and non-independent directors could be conflicted, thereby hampering the committee's impartiality and effectiveness.</i></p>				
7.3	Elect Friederike Rotsch to the Supervisory Board	Mgmt	For	Against
<p><i>Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.</i></p>				
7.4	Elect Ralf Herbrich to the Supervisory Board	Mgmt	For	For
7.5	Elect Pekka Ala-Pietilae to the Supervisory Board	Mgmt	For	For
8	Approve Remuneration Policy for the Supervisory Board	Mgmt	For	For
9	Amend Articles Re: Proof of Entitlement	Mgmt	For	For

Sarepta Therapeutics, Inc.

Meeting Date: 06/06/2024

Country: USA

Ticker: SRPT

Meeting Type: Annual

Primary ISIN: US8036071004

Primary SEDOL: B8DPDT7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Douglas S. Ingram	Mgmt	For	For
1.2	Elect Director Hans Wigzell	Mgmt	For	Against
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i></p>				
1.3	Elect Director Kathryn J. Boor	Mgmt	For	For
1.4	Elect Director Michael Chambers	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: The majority of annual bonus incentives should be quantitative. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				

Sarepta Therapeutics, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Sasseur Real Estate Investment Trust

Meeting Date: 04/25/2024	Country: Singapore	Ticker: CRPU	
	Meeting Type: Annual		
		Primary ISIN: SG1ED2000000	Primary SEDOL: BD6RNW8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Trustee's Report, Statement by the Manager, Audited Financial Statements and Auditors' Report	Mgmt	For	For
<i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account. Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
2	Approve Ernst & Young LLP as Auditors and Authorize Manager to Fix Their Remuneration	Mgmt	For	For
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For

Satellite Chemical Co., Ltd.

Meeting Date: 04/15/2024	Country: China	Ticker: 002648	
	Meeting Type: Annual		
		Primary ISIN: CNE100001B07	Primary SEDOL: B6585B6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	ELECT NON-INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt		
1.1	Elect Yang Weidong as Director	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>				
1.2	Elect Ma Guolin as Director	Mgmt	For	For

Satellite Chemical Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Yang Yuying as Director	Mgmt	For	For
	<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>			
1.4	Elect Zhu Xiaodong as Director	Mgmt	For	For
1.5	Elect Gao Jun as Director	Mgmt	For	For
	ELECT INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt		
2.1	Elect Wu Yi as Director	Mgmt	For	For
2.2	Elect Guo Baitao as Director	Mgmt	For	For
2.3	Elect Feng Lianfang as Director	Mgmt	For	For
2.4	Elect Tong Jianhua as Director	Mgmt	For	For
	ELECT SUPERVISORS VIA CUMULATIVE VOTING	Mgmt		
3.1	Elect Tang Wenrong as Supervisor	Mgmt	For	For
3.2	Elect Hu Xiaolong as Supervisor	Mgmt	For	For
4	Approve Report of the Board of Directors	Mgmt	For	For
5	Approve Report of the Board of Supervisors	Mgmt	For	For
6	Approve Financial Statements	Mgmt	For	For
7	Approve Annual Report and Summary	Mgmt	For	For
8	Approve Profit Distribution	Mgmt	For	For
9	Approve Estimated Amount of External Guarantees	Mgmt	For	For
10	Approve to Appoint Auditor	Mgmt	For	For
	<i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>			
11	Approve Repurchase and Cancellation of Performance Shares	Mgmt	For	For
	APPROVE AMENDMENTS TO ARTICLES OF ASSOCIATION AND ITS ANNEXES	Mgmt		
12.1	Approve Amendments to Articles of Association	Mgmt	For	For
12.2	Amend Rules and Procedures Regarding General Meetings of Shareholders	Mgmt	For	Against
	<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
12.3	Amend Rules and Procedures Regarding Meetings of Board of Directors	Mgmt	For	Against
	<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>			

Satellite Chemical Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12.4	Amend Rules and Procedures Regarding Meetings of Board of Supervisors	Mgmt	For	Against
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
13	Approve Formulation of Management System for Selection and Recruitment of Accounting Firm	Mgmt	For	Against
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				

Saudi National Bank

Meeting Date: 05/01/2024	Country: Saudi Arabia	Ticker: 1180
	Meeting Type: Annual	
	Primary ISIN: SA13L050IE10	Primary SEDOL: BSHYYN1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Review and Discuss Board Report on Company Operations for FY 2023	Mgmt	For	For
2	Review and Discuss Financial Statements and Statutory Reports for FY 2023	Mgmt	For	For
3	Approve Auditors' Report on Company Financial Statements for FY 2023	Mgmt	For	For
4	Approve Interim Dividends of SAR 0.90 per Share for the Second Half of FY 2023	Mgmt	For	For
5	Approve Remuneration of Directors of SAR 10,042,042 for FY 2023	Mgmt	For	For
6	Approve Remuneration of Audit Committee of SAR 1,117,671 for FY 2023	Mgmt	For	For
7	Approve Discharge of Directors for FY 2023	Mgmt	For	For
8	Amend Remuneration and Annual Compensations Policy of Board Members and Its Committees	Mgmt	For	Against
<i>Voter Rationale: Changes in company's by-laws should not result in the erosion of shareholder rights.</i>				
9	Approve Related Party Transactions with Arabian Internet and Communications Services Company Re: Renewal Contract of Bulk SMS Service for FY 2023	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Approve Related Party Transactions with Arabian Internet and Communications Services Company Re: Renewal Contract of Bulk SMS Service for FY 2024 and FY 2025	Mgmt	For	For
11	Approve Related Party Transactions with Etihad Etisalat Company Re: Renewal of Mobily Data Circuits links and DWDH Services	Mgmt	For	For
12	Approve Related Party Transactions with Etihad Etisalat Company Re: Mobily Data Link and DDA Link Services for Unpaid Invoice for 2021 and 2022	Mgmt	For	For
13	Approve Related Party Transactions with ELM Information Security Company Re: Customer Fingerprint Verification Services for FY 2023	Mgmt	For	For
14	Approve Related Party Transactions with ELM Information Security Company Re: Yakeen Service for FY 2023	Mgmt	For	For
15	Approve Related Party Transactions with ELM Information Security Company Re: Mobile Verification Services Tahaquq for FY 2023	Mgmt	For	For
16	Approve Related Party Transactions with ELM Information Security Company Re: Renewing the Services of Tahaquq, Customer Fingerprint Verification, Yakeen, and Natheer for FY 2024	Mgmt	For	For
17	Approve Related Party Transactions with ELM Information Security Company Re: Additional Fees for the Services of Tahaquq, Yakeen, and Fingerprint Verification for FY 2023	Mgmt	For	For
18	Approve Related Party Transactions with Saudi Accenture Re: Additional Business Contract for SNB-DV Digital Enablers Project	Mgmt	For	For
19	Approve Related Party Transactions with National Security Services Company Re: Multi Banks Cash Center for FY 2023	Mgmt	For	For
20	Approve Related Party Transactions with Bupa Arabia for Cooperative Insurance Company Re: Annual Medical Insurance Contract for FY 2024	Mgmt	For	For
21.1	Elect Saeed Al Ghamdi as Director	Mgmt	None	Abstain
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
21.2	Elect Yazeed Al Humayid as Director	Mgmt	None	Abstain
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
21.3	Elect Huda Ghusn as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
21.4	Elect Ziyad Al Tunisi as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
21.5	Elect Abdullah Al Ruwees as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
21.6	Elect Ibraheem Al Muajil as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
21.7	Elect Rashid Shareef as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
21.8	Elect Deemah Al Yahya as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
21.9	Elect Faysal Al Saqaf as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
21.10	Elect Bileehid Al Bileehid as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
21.11	Elect Abdulrahman Al Issa as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
21.12	Elect Abdulrahman Al Yamani as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
21.13	Elect Amr Kurdi as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
21.14	Elect Ahmed Khoqeer as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
21.15	Elect Tariq Al Sadhan as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
21.16	Elect Musaid Al Awhali as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
21.17	Elect Fahd Al Samari as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>			

Saudi National Bank

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
21.18	Elect Abdulazeez Al Bakr as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
21.19	Elect Khalid Al Khataf as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
21.20	Elect Basmah Al Tuweejri as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
21.21	Elect Abdulwahab Abou Kweek as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
21.22	Elect Sami Al Babteen as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
21.23	Elect Mohammed Al Raml as Director	Mgmt	None	Abstain
	<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>			
22	Elect Members of Audit Committee	Mgmt	For	Against
	<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>			
23	Authorize Board to Distribute Interim Dividends Semi Annually or Quarterly for FY 2024	Mgmt	For	For
24	Approve Authorization of the Board Regarding Future Related Party Transactions According to Paragraph 1 of Article 27 of Companies Law	Mgmt	For	For
25	Amend Articles of Bylaws According to the New Companies' Law	Mgmt	For	For

Saul Centers, Inc.

Meeting Date: 05/17/2024

Country: USA

Ticker: BFS

Meeting Type: Annual

Primary ISIN: US8043951016

Primary SEDOL: 2777777

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Philip D. Caraci	Mgmt	For	Withhold
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>			
1.2	Elect Director Willoughby B. Laycock	Mgmt	For	For
1.3	Elect Director LaSalle D. Leffall, III	Mgmt	For	For

Saul Centers, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Earl A. Powell, III	Mgmt	For	For
1.5	Elect Director Mark Sullivan, III	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Approve Omnibus Stock Plan	Mgmt	For	Against
<p><i>Voter Rationale: Reducing the strike price of options already granted after the stock price has fallen undermines any employee incentive strategy and is not aligned with the interests of shareholders. Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i></p>				
4	Increase Authorized Common Stock	Mgmt	For	For

Savaria Corporation

Meeting Date: 05/09/2024	Country: Canada	Ticker: SIS
	Meeting Type: Annual/Special	
	Primary ISIN: CA8051121090	Primary SEDOL: 2750206

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Caroline Berube	Mgmt	For	For
1.2	Elect Director Jean-Marie Bourassa	Mgmt	For	Withhold
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i></p>				
1.3	Elect Director Marcel Bourassa	Mgmt	For	For
1.4	Elect Director Sebastien Bourassa	Mgmt	For	For
1.5	Elect Director Jean-Louis Chapdelaine	Mgmt	For	For
1.6	Elect Director Peter Drutz	Mgmt	For	Withhold
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i></p>				
1.7	Elect Director Sylvain Dumoulin	Mgmt	For	For
1.8	Elect Director Anne Le Breton	Mgmt	For	For
1.9	Elect Director Alain Tremblay	Mgmt	For	Withhold
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 30% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i></p>				
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				
3	Amend Stock Option Plan	Mgmt	For	For

SAWAI GROUP HOLDINGS Co., Ltd.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 4887

Meeting Type: Annual

Primary ISIN: JP3323040000

Primary SEDOL: BMC9NN2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 65	Mgmt	For	For
2.1	Elect Director Sawai, Mitsuo	Mgmt	For	For
2.2	Elect Director Yokota, Shoji	Mgmt	For	For
2.3	Elect Director Ohara, Masatoshi	Mgmt	For	For
2.4	Elect Director Todo, Naomi	Mgmt	For	For
2.5	Elect Director Mitsuka, Masayuki	Mgmt	For	For

SBA Communications Corporation

Meeting Date: 05/23/2024

Country: USA

Ticker: SBAC

Meeting Type: Annual

Primary ISIN: US78410G1040

Primary SEDOL: BZ6TS23

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Brendan T. Cavanagh	Mgmt	For	For
1.2	Elect Director Mary S. Chan	Mgmt	For	For
1.3	Elect Director Jay L. Johnson	Mgmt	For	For
1.4	Elect Director George R. Krouse, Jr.	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.

3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
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Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

SBI Holdings, Inc.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 8473

Meeting Type: Annual

Primary ISIN: JP3436120004

Primary SEDOL: 6309466

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kitao, Yoshitaka	Mgmt	For	Against
	<i>Voter Rationale: We have concerns regarding the holding company's failure to appropriately supervise its subsidiaries, as manifested in the cases of SBI Securities and now-defunct SBI Social Lending. We are holding this director accountable.</i>			
1.2	Elect Director Takamura, Masato	Mgmt	For	Against
	<i>Voter Rationale: We have concerns regarding the holding company's failure to appropriately supervise its subsidiaries, as manifested in the cases of SBI Securities and now-defunct SBI Social Lending. We are holding this director accountable.</i>			
1.3	Elect Director Asakura, Tomoya	Mgmt	For	For
1.4	Elect Director Morita, Shumpei	Mgmt	For	For
1.5	Elect Director Kusakabe, Satoe	Mgmt	For	For
1.6	Elect Director Yamada, Masayuki	Mgmt	For	For
1.7	Elect Director Matsui, Shinji	Mgmt	For	For
1.8	Elect Director Shiino, Motoaki	Mgmt	For	For
1.9	Elect Director Sato, Teruhide	Mgmt	For	For
1.10	Elect Director Takenaka, Heizo	Mgmt	For	For
1.11	Elect Director Suzuki, Yasuhiro	Mgmt	For	For
1.12	Elect Director Ito, Hiroshi	Mgmt	For	For
1.13	Elect Director Takeuchi, Kanae	Mgmt	For	For
1.14	Elect Director Fukuda, Junichi	Mgmt	For	For
1.15	Elect Director Suematsu, Hiroyuki	Mgmt	For	For
2	Appoint Alternate Statutory Auditor Wakatsuki, Tetsutaro	Mgmt	For	For

Scentre Group

Meeting Date: 04/04/2024

Country: Australia

Ticker: SCG

Meeting Type: Annual

Primary ISIN: AU000000SCG8

Primary SEDOL: BLZH0Z7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Resolutions of the Scentre Group Limited (Company)	Mgmt		
2	Elect Carolyn Kay as Director	Mgmt	For	For
3	Elect Guy Russo as Director	Mgmt	For	For
4	Elect Margaret Seale as Director	Mgmt	For	For

Scentre Group

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve Remuneration Report	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The remuneration report does not articulate how executives performed against historic performance targets. The board should articulate how bonus payments reflect prior year performance, as well as outlining forward-looking targets that underpin long-term incentive plans.</i></p>				
6	Approve Grant of Performance Rights to Elliott Rusanow	Mgmt	For	For
7	Approve Amendment to the Constitution of Scentre Group Limited	Mgmt	For	For
	Resolution of Scentre Group Trust 1	Mgmt		
8	Approve Amendment to the Constitution of Scentre Group Trust 1	Mgmt	For	For
	Resolution of Scentre Group Trust 2	Mgmt		
9	Approve Amendment to the Constitution of Scentre Group Trust 2	Mgmt	For	For
	Resolution of Scentre Group Trust 3	Mgmt		
10	Approve Amendment to the Constitution of Scentre Group Trust 3	Mgmt	For	For

Schlumberger N.V.

Meeting Date: 04/03/2024

Country: Curacao

Ticker: SLB

Meeting Type: Annual

Primary ISIN: AN8068571086

Primary SEDOL: 2779201

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Peter Coleman	Mgmt	For	For
1.2	Elect Director Patrick de La Chevardiere	Mgmt	For	For
1.3	Elect Director Miguel Galuccio	Mgmt	For	For
1.4	Elect Director Jim Hackett	Mgmt	For	Against
<p><i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				
1.5	Elect Director Olivier Le Peuch	Mgmt	For	For
1.6	Elect Director Samuel Leupold	Mgmt	For	For
1.7	Elect Director Tatiana Mitrova	Mgmt	For	For
1.8	Elect Director Maria Moraeus Hanssen	Mgmt	For	For
1.9	Elect Director Vanitha Narayanan	Mgmt	For	For
1.10	Elect Director Jeff Sheets	Mgmt	For	For

Schlumberger N.V.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.11	Elect Director Ulrich Spiesshofer	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Adopt and Approve Financials and Dividends	Mgmt	For	For
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Schneider Electric SE

Meeting Date: 05/23/2024

Country: France

Ticker: SU

Meeting Type: Annual/Special

Primary ISIN: FR0000121972

Primary SEDOL: 4834108

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 3.50 per Share	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For
5	Appoint Mazars as Auditor for the Sustainability Reporting	Mgmt	For	For
6	Appoint PricewaterhouseCoopers Audit as Auditor for the Sustainability Reporting	Mgmt	For	For
7	Approve Compensation Report of Corporate Officers	Mgmt	For	For
8	Approve Compensation of Jean-Pascal Tricoire, Chairman and CEO from January 1, 2023 until May 3, 2023	Mgmt	For	For
9	Approve Compensation of Peter Herweck, CEO since May 4, 2023	Mgmt	For	For
10	Approve Compensation of Jean-Pascal Tricoire, Chairman of the Board since May 4, 2023	Mgmt	For	For
11	Approve Remuneration Policy of CEO	Mgmt	For	For

Schneider Electric SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For
13	Approve Remuneration Policy of Directors	Mgmt	For	For
14	Reelect Fred Kindle as Director	Mgmt	For	For
15	Reelect Cecile Cabanis as Director	Mgmt	For	For
16	Reelect Jill Lee as Director	Mgmt	For	For
17	Elect Philippe Knoche as Director	Mgmt	For	For
18	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
19	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
20	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	Mgmt	For	For
21	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Schrodinger, Inc.

Meeting Date: 06/18/2024

Country: USA

Ticker: SDGR

Meeting Type: Annual

Primary ISIN: US80810D1037

Primary SEDOL: BKV28S8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ramy Farid	Mgmt	For	For
1b	Elect Director Gary Ginsberg	Mgmt	For	For
1c	Elect Director Arun Oberoi	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The majority of annual bonus incentives should be quantitative.</i>			
3	Amend Omnibus Stock Plan	Mgmt	For	Against
	<i>Voter Rationale: This plan could lead to excessive dilution. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>			
4	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
5	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For

Schrodinger, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Science Applications International Corporation

Meeting Date: 06/05/2024	Country: USA	Ticker: SAIC	
	Meeting Type: Annual		
		Primary ISIN: US8086251076	Primary SEDOL: BDTZZG7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Dana S. Deasy	Mgmt	For	For
1b	Elect Director Garth N. Graham	Mgmt	For	For
1c	Elect Director Carolyn B. Handlon	Mgmt	For	For
1d	Elect Director Yvette M. Kanouff	Mgmt	For	For
1e	Elect Director Timothy J. Mayopoulos	Mgmt	For	For
1f	Elect Director Katharina G. McFarland	Mgmt	For	For
1g	Elect Director Milford W. McGuirt	Mgmt	For	For
1h	Elect Director Donna S. Morea	Mgmt	For	For
1i	Elect Director James C. Reagan	Mgmt	For	For
1j	Elect Director Steven R. Shane	Mgmt	For	For
1k	Elect Director Toni Townes-Whitley	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs.

3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
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Scout24 SE

Meeting Date: 06/05/2024	Country: Germany	Ticker: G24	
	Meeting Type: Annual		
		Primary ISIN: DE000A12DM80	Primary SEDOL: BYT9340

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 1.20 per Share	Mgmt	For	For
3	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For
5	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2024 and for the Review of Interim Financial Statements until 2025 AGM	Mgmt	For	For
6	Approve Remuneration Report	Mgmt	For	For
7.1	Elect Hans-Holger Albrecht to the Supervisory Board	Mgmt	For	For
7.2	Elect Andrea Euenheim to the Supervisory Board	Mgmt	For	For
7.3	Elect Frank Lutz to the Supervisory Board	Mgmt	For	For
7.4	Elect Maya Miteva to the Supervisory Board	Mgmt	For	For
7.5	Elect Sohaila Ouffata to the Supervisory Board	Mgmt	For	For
7.6	Elect Andre Schwaemmlein to the Supervisory Board	Mgmt	For	For
8	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	Against

Voter Rationale: Shares should not be repurchased at a premium/discount to the market price of more than 10%.

SCREEN Holdings Co. Ltd.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 7735

Meeting Type: Annual

Primary ISIN: JP3494600004

Primary SEDOL: 6251028

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 140	Mgmt	For	For
2.1	Elect Director Kakiuchi, Eiji	Mgmt	For	Against

Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.

SCREEN Holdings Co. Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Elect Director Hiroe, Toshio	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.3	Elect Director Kondo, Yoichi	Mgmt	For	For
2.4	Elect Director Ishikawa, Yoshihisa	Mgmt	For	For
2.5	Elect Director Takasu, Hidemi	Mgmt	For	For
2.6	Elect Director Okudaira, Hiroko	Mgmt	For	For
2.7	Elect Director Narahara, Seiji	Mgmt	For	For
2.8	Elect Director Sato, Fumikazu	Mgmt	For	For
3.1	Appoint Statutory Auditor Ota, Hirofumi	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.2	Appoint Statutory Auditor Tomonaga, Masao	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.3	Appoint Statutory Auditor Kikkawa, Tetsuo	Mgmt	For	For
3.4	Appoint Statutory Auditor Yokoyama, Seiji	Mgmt	For	For
4	Appoint Alternate Statutory Auditor Ito, Tomoyuki	Mgmt	For	For

SCSK Corp.

Meeting Date: 06/20/2024

Country: Japan

Ticker: 9719

Meeting Type: Annual

Primary ISIN: JP3400400002

Primary SEDOL: 6858474

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Amend Provisions on Director Titles	Mgmt	For	For
2.1	Elect Director Yamano, Hideki	Mgmt	For	For
2.2	Elect Director Toma, Takaaki	Mgmt	For	For
2.3	Elect Director Ozaki, Tsutomu	Mgmt	For	For
2.4	Elect Director Kato, Shinichi	Mgmt	For	For
2.5	Elect Director Kubo, Tetsuya	Mgmt	For	For
2.6	Elect Director Hirata, Sadayo	Mgmt	For	For
2.7	Elect Director Yamana, Shoei	Mgmt	For	For

SCSK Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Elect Director and Audit Committee Member Miki, Yasuo	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				

Sealed Air Corporation

Meeting Date: 05/23/2024	Country: USA	Ticker: SEE
	Meeting Type: Annual	
	Primary ISIN: US81211K1007	Primary SEDOL: 2232793

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Zubaid Ahmad	Mgmt	For	For
1b	Elect Director Kevin C. Berryman	Mgmt	For	For
1c	Elect Director Francoise Colpron	Mgmt	For	For
1d	Elect Director Clay M. Johnson	Mgmt	For	For
1e	Elect Director Henry R. Keizer	Mgmt	For	For
1f	Elect Director Harry A. Lawton, III	Mgmt	For	For
1g	Elect Director Suzanne B. Rowland	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Seatrium Ltd.

Meeting Date: 04/26/2024	Country: Singapore	Ticker: S51
	Meeting Type: Annual	
	Primary ISIN: SG1H97877952	Primary SEDOL: 6205133

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				

Seatrium Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Elect Mark Gainsborough as Director	Mgmt	For	For
3	Elect Nagi Hamiyeh as Director	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
4	Elect Ieda Gomes Yell as Director	Mgmt	For	For
5	Elect Sarjit Singh Gill as Director	Mgmt	For	For
6	Elect Astrid Skarheim Onsum as Director	Mgmt	For	For
7	Elect Mariel von Schumann as Director	Mgmt	For	For
8	Approve Directors' Fees	Mgmt	For	For
9	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
10	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For
11	Approve Share Plan Grant	Mgmt	For	Against
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				
12	Approve Renewal of Mandate for Interested Person Transactions	Mgmt	For	For
13	Authorize Share Repurchase Program	Mgmt	For	For
14	Approve Share Consolidation	Mgmt	For	For

SECOM Co., Ltd.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 9735

Meeting Type: Annual

Primary ISIN: JP3421800008

Primary SEDOL: 6791591

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 95	Mgmt	For	For
2	Amend Articles to Amend Provisions on Number of Directors	Mgmt	For	For
3.1	Elect Director Yoshida, Yasuyuki	Mgmt	For	For
3.2	Elect Director Fuse, Tatsuro	Mgmt	For	For
3.3	Elect Director Yamanaka, Yoshinori	Mgmt	For	For
3.4	Elect Director Nagao, Seiya	Mgmt	For	For
3.5	Elect Director Nakada, Takashi	Mgmt	For	For

SECOM Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.6	Elect Director Inaba, Makoto	Mgmt	For	For
3.7	Elect Director Hirose, Takaharu	Mgmt	For	For
3.8	Elect Director Watanabe, Hajime	Mgmt	For	For
3.9	Elect Director Hara, Miri	Mgmt	For	For
3.10	Elect Director Matsuzaki, Kosuke	Mgmt	For	For
3.11	Elect Director Suzuki, Yukari	Mgmt	For	For
4	Approve Compensation Ceiling for Statutory Auditors	Mgmt	For	For

Secure Energy Services Inc.

Meeting Date: 04/26/2024

Country: Canada

Ticker: SES

Meeting Type: Annual

Primary ISIN: CA81373C1023

Primary SEDOL: B55SGV6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Rene Amirault	Mgmt	For	For
1b	Elect Director Mark Bly	Mgmt	For	For
1c	Elect Director Michael (Mick) Dilger	Mgmt	For	For
1d	Elect Director Allen Gransch	Mgmt	For	For
1e	Elect Director Wendy Hanrahan	Mgmt	For	For
1f	Elect Director Joseph Lenz	Mgmt	For	For
1g	Elect Director Susan Riddell Rose	Mgmt	For	Withhold
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1h	Elect Director Deanna Zumwalt	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against

Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

Sega Sammy Holdings, Inc.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 6460

Meeting Type: Annual

Primary ISIN: JP3419050004

Primary SEDOL: B02RK08

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Satomi, Hajime	Mgmt	For	For
1.2	Elect Director Satomi, Haruki	Mgmt	For	For
1.3	Elect Director Fukazawa, Koichi	Mgmt	For	For
1.4	Elect Director Utsumi, Shuji	Mgmt	For	For
1.5	Elect Director Hoshino, Ayumu	Mgmt	For	For
1.6	Elect Director Katsukawa, Kohei	Mgmt	For	For
1.7	Elect Director Melanie Brock	Mgmt	For	For
1.8	Elect Director Ishiguro, Fujiyo	Mgmt	For	For
1.9	Elect Director Ankur Sahu	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Ishikura, Hiroshi	Mgmt	For	For
2.2	Elect Director and Audit Committee Member Okubo, Kazutaka	Mgmt	For	For
2.3	Elect Director and Audit Committee Member Murasaki, Naoko	Mgmt	For	For
2.4	Elect Director and Audit Committee Member Ushijima, Makiko	Mgmt	For	For
3	Elect Alternate Director and Audit Committee Member Kunihiro, Kiyotaka	Mgmt	For	For
4	Approve Restricted Stock Plan and Performance Share Plan	Mgmt	For	Against

Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.

SEGRO PLC

Meeting Date: 04/18/2024

Country: United Kingdom

Ticker: SGRO

Meeting Type: Annual

Primary ISIN: GB00B5ZN1N88

Primary SEDOL: B5ZN1N8

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

SEGR0 PLC

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Re-elect Andy Harrison as Director	Mgmt	For	For
<i>Voter Rationale: The board chairman serves as a member of the Nomination Committee.</i>				
5	Re-elect Mary Barnard as Director	Mgmt	For	For
6	Re-elect Sue Clayton as Director	Mgmt	For	For
7	Re-elect Soumen Das as Director	Mgmt	For	For
8	Re-elect Carol Fairweather as Director	Mgmt	For	For
9	Re-elect Simon Fraser as Director	Mgmt	For	For
10	Re-elect David Sleath as Director	Mgmt	For	For
11	Re-elect Linda Yueh as Director	Mgmt	For	For
12	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
13	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
14	Authorise UK Political Donations and Expenditure	Mgmt	For	For
15	Authorise Issue of Equity	Mgmt	For	For
16	Authorise Board to Offer Scrip Dividend	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

SEI Investments Company

Meeting Date: 05/29/2024

Country: USA

Ticker: SEIC

Meeting Type: Annual

Primary ISIN: US7841171033

Primary SEDOL: 2793610

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Carl A. Guarino	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				

SEI Investments Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Stephanie D. Miller	Mgmt	For	For
1c	Elect Director Carmen V. Romeo	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: A vote AGAINST this proposal is warranted. The company made a significant severance payment to the CEO following his separation, which does not appear to be a qualifying termination. This is considered a problematic pay practice.</i>				
3	Approve Omnibus Stock Plan	Mgmt	For	Against
<i>Voter Rationale: This plan could lead to excessive dilution. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Ratify KPMG LLP as Auditors	Mgmt	For	For

Seibu Holdings, Inc.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 9024

Meeting Type: Annual

Primary ISIN: JP3417200007

Primary SEDOL: BKY6H35

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 Goto, Takashi	Mgmt	For	For
2.2	Elect Director Nishiyama, Ryuichiro	Mgmt	For	For
2.3	Elect Director Furuta, Yoshinari	Mgmt	For	For
2.4	Elect Director Yamazaki, Kimiyuki	Mgmt	For	For
2.5	Elect Director Ishihara, Masayuki	Mgmt	For	For
2.6	Elect Director Ogawa, Shuichiro	Mgmt	For	For
2.7	Elect Director Kaneda, Yoshiki	Mgmt	For	For
2.8	Elect Director Saito, Tomohide	Mgmt	For	For
2.9	Elect Director Goto, Keiji	Mgmt	For	For
2.10	Elect Director Tsujihiro, Masafumi	Mgmt	For	For
2.11	Elect Director Arima, Atsumi	Mgmt	For	For
2.12	Elect Director Kobayashi, Yoko	Mgmt	For	For
2.13	Elect Director Takahashi, Masami	Mgmt	For	For
2.14	Elect Director Ikeda, Yuichi	Mgmt	For	For
3	Approve Compensation Ceiling for Directors	Mgmt	For	For

Seiko Epson Corp.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 6724

Meeting Type: Annual

Primary ISIN: JP3414750004

Primary SEDOL: 6616508

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 37	Mgmt	For	For
2	Amend Articles to Amend Business Lines	Mgmt	For	For
3.1	Elect Director Ogawa, Yasunori	Mgmt	For	For
3.2	Elect Director Abe, Eiichi	Mgmt	For	For
3.3	Elect Director Yoshida, Junkichi	Mgmt	For	For
3.4	Elect Director Yoshino, Yasunori	Mgmt	For	For
3.5	Elect Director Shimamoto, Tadashi	Mgmt	For	For
3.6	Elect Director Yamauchi, Masaki	Mgmt	For	For
3.7	Elect Director Miyake, Kahori	Mgmt	For	For
4.1	Elect Director and Audit Committee Member Kawana, Masayuki	Mgmt	For	For
4.2	Elect Director and Audit Committee Member Murakoshi, Susumu	Mgmt	For	For
4.3	Elect Director and Audit Committee Member Otsuka, Michiko	Mgmt	For	For
4.4	Elect Director and Audit Committee Member Marumoto, Akira	Mgmt	For	For
5	Approve Annual Bonus	Mgmt	For	For

Sekisui House, Ltd.

Meeting Date: 04/25/2024

Country: Japan

Ticker: 1928

Meeting Type: Annual

Primary ISIN: JP3420600003

Primary SEDOL: 6793906

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 64	Mgmt	For	For
2.1	Elect Director Nakai, Yoshihiro	Mgmt	For	For
2.2	Elect Director Horiuchi, Yosuke	Mgmt	For	For
2.3	Elect Director Tanaka, Satoshi	Mgmt	For	For
2.4	Elect Director Ishii, Toru	Mgmt	For	For
2.5	Elect Director Shinozaki, Hiroshi	Mgmt	For	For

Sekisui House, Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.6	Elect Director Yoshimaru, Yukiko	Mgmt	For	For
2.7	Elect Director Kitazawa, Toshifumi	Mgmt	For	For
2.8	Elect Director Nakajima, Yoshimi	Mgmt	For	For
2.9	Elect Director Takegawa, Keiko	Mgmt	For	For
2.10	Elect Director Abe, Shinichi	Mgmt	For	For
3	Appoint Statutory Auditor Wada, Yoritomo	Mgmt	For	For

Select Water Solutions, Inc.

Meeting Date: 05/08/2024

Country: USA

Ticker: WTTR

Meeting Type: Annual

Primary ISIN: US81617J3014

Primary SEDOL: BDHSL5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Gayle L. Bursleson	Mgmt	For	For
1b	Elect Director Richard A. Burnett	Mgmt	For	For
1c	Elect Director Luis Fernandez-Moreno	Mgmt	For	For
1d	Elect Director Robin H. Fielder	Mgmt	For	For
1e	Elect Director John D. Schmitz	Mgmt	For	For
1f	Elect Director Troy W. Thacker	Mgmt	For	For
1g	Elect Director Douglas J. Wall	Mgmt	For	For
2	Ratify Grant Thornton 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

Voter Rationale: We support an annual say on pay frequency.

5	Approve Omnibus Stock Plan	Mgmt	For	Against
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*Voter Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The plan cost is excessive; * The disclosure of change-in-control ("CIC") vesting treatment is incomplete (or is otherwise considered discretionary); and * The plan allows broad discretion to accelerate vesting.*

Selective Insurance Group, Inc.

Meeting Date: 05/01/2024

Country: USA

Ticker: SIGI

Meeting Type: Annual

Primary ISIN: US8163001071

Primary SEDOL: 2766173

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ainar D. Aijala, Jr.	Mgmt	For	For
1b	Elect Director Lisa Rojas Bacus	Mgmt	For	For
1c	Elect Director Terrence W. Cavanaugh	Mgmt	For	For
1d	Elect Director Wole C. Coaxum	Mgmt	For	For
1e	Elect Director Robert Kelly Doherty	Mgmt	For	For
1f	Elect Director John J. Marchioni	Mgmt	For	For
1g	Elect Director Thomas A. McCarthy	Mgmt	For	For
1h	Elect Director Stephen C. Mills	Mgmt	For	For
1i	Elect Director H. Elizabeth Mitchell	Mgmt	For	For
1j	Elect Director Cynthia S. Nicholson	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1k	Elect Director John S. Scheid	Mgmt	For	For
1l	Elect Director Philip H. Urban	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Sempra

Meeting Date: 05/09/2024

Country: USA

Ticker: SRE

Meeting Type: Annual

Primary ISIN: US8168511090

Primary SEDOL: 2138158

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Andres Conesa	Mgmt	For	For
1b	Elect Director Pablo A. Ferrero	Mgmt	For	For
1c	Elect Director Richard J. Mark	Mgmt	For	For
1d	Elect Director Jeffrey W. Martin	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Bethany J. Mayer	Mgmt	For	For
1f	Elect Director Michael N. Mears	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1g	Elect Director Jack T. Taylor	Mgmt	For	For
1h	Elect Director Cynthia J. Warner	Mgmt	For	For
1i	Elect Director James C. Yardley	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	Against
<i>Voter Rationale: It appears the company's current policies and procedures already address the proponent's request.</i>				
5	Report on Steps to Reduce Certain Safety and Environmental Risks	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company has provided adequate disclosure.</i>				

Semtech Corporation

Meeting Date: 06/10/2024

Country: USA

Ticker: SMTC

Meeting Type: Annual

Primary ISIN: US8168501018

Primary SEDOL: 2795542

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Martin S.J. Burvill	Mgmt	For	For
1.2	Elect Director Rodolpho C. Cardenuto	Mgmt	For	For
1.3	Elect Director Gregory M. Fischer	Mgmt	For	For
1.4	Elect Director Saar Gillai	Mgmt	For	For
1.5	Elect Director Hong Q. Hou	Mgmt	For	For
1.6	Elect Director Rockell N. Hankin	Mgmt	For	For
1.7	Elect Director Ye Jane Li	Mgmt	For	For
1.8	Elect Director Paula LuPriore	Mgmt	For	For
1.9	Elect Director Paul H. Pickle	Mgmt	For	For
1.10	Elect Director Julie Garcia Ruehl	Mgmt	For	For

Semtech Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.11	Elect Director Sylvia Summers Couder	Mgmt	For	For
1.12	Elect Director Paul V. Walsh, 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
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Variable remuneration should not contain a significant overlap of metrics. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				

Sensata Technologies Holding Plc

Meeting Date: 06/11/2024	Country: United Kingdom	Ticker: ST
	Meeting Type: Annual	
	Primary ISIN: GB00BFMBMT84	Primary SEDOL: BFMBMT8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Andrew C. Teich	Mgmt	For	For
1b	Elect Director John P. Absmeier	Mgmt	For	For
1c	Elect Director Daniel L. Black	Mgmt	For	For
1d	Elect Director Lorraine A. Bolsinger	Mgmt	For	For
1e	Elect Director John Mirshekari	Mgmt	For	For
1f	Elect Director Constance E. Skidmore	Mgmt	For	For
1g	Elect Director Steven A. Sonnenberg	Mgmt	For	For
1h	Elect Director Martha N. Sullivan	Mgmt	For	For
1i	Elect Director Jugal Vijayvargiya	Mgmt	For	For
1j	Elect Director Stephen M. Zide	Mgmt	For	For

Sensata Technologies Holding Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
4	Approve Director Compensation Report	Mgmt	For	For
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
5	Ratify Deloitte & Touche LLP as U.K. Statutory Auditor	Mgmt	For	For
6	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
7	Accept Financial Statements and Statutory Reports	Mgmt	For	For
8	Authorise Off-Market Purchase of Ordinary Shares	Mgmt	For	Against
<p><i>Voter Rationale: Any share repurchase request in excess of 10% should be undertaken in exceptional circumstances only and be fully justified by the company.</i></p>				
9	Authorise Issue of Equity	Mgmt	For	For
10	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	Against
<p><i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i></p>				
11	Authorize the Board of Directors to Allot Shares Under the Equity Incentive Plans	Mgmt	For	For
12	Authorize the Board of Directors to Allot Shares Under the Equity Incentive Plans without Pre-emptive Rights	Mgmt	For	For

SentinelOne, Inc.

Meeting Date: 06/27/2024

Country: USA

Ticker: S

Meeting Type: Annual

Primary ISIN: US81730H1095

Primary SEDOL: BP7L1B8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Charlene T. Begley	Mgmt	For	For
1.2	Elect Director Aaron Hughes	Mgmt	For	For

SentinelOne, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Mark S. Peek	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
<i>Voter Rationale: While we note the potential issue with overall quantum, the company has made positive changes made to the pay program during the year in review and the LTIP paid out at 0%. We encourage the company to increase disclosure targets under the LTIP at least retrospectively.</i>				
4	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	Against
<i>Voter Rationale: The company is de facto controlled and decisions regarding the company's response to shareholder litigation would be made by a classified board with limited accountability to public shareholders.</i>				

Seria Co. Ltd.

Meeting Date: 06/20/2024	Country: Japan	Ticker: 2782	
	Meeting Type: Annual		
		Primary ISIN: JP3423520000	Primary SEDOL: 6680718

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 Kawai, Eiji	Mgmt	For	For
2.2	Elect Director Iwama, Yasushi	Mgmt	For	For
2.3	Elect Director Miyake, Natsuko	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Suzuki, Hiroto	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Kataoka, Noriaki	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Takagi, Masanobu	Mgmt	For	For
4	Approve Director Retirement Bonus	Mgmt	For	For

Seritage Growth Properties

Meeting Date: 06/05/2024	Country: USA	Ticker: SRG	
	Meeting Type: Annual		
		Primary ISIN: US81752R1005	Primary SEDOL: BZ0HC54

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John T. McClain	Mgmt	For	For

Seritage Growth Properties

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Adam Metz	Mgmt	For	For
1.3	Elect Director Talya Nevo-Hacohen	Mgmt	For	For
1.4	Elect Director Andrea L. Olshan	Mgmt	For	For
1.5	Elect Director Mitchell Sabshon	Mgmt	For	Against
<i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, the company's governing documents prohibit or restrict shareholders ability to amend the company bylaws.</i>				
1.6	Elect Director Allison L. Thrush	Mgmt	For	Against
<i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, the company's governing documents prohibit or restrict shareholders ability to amend the company bylaws.</i>				
1.7	Elect Director Mark Wilsman	Mgmt	For	Against
<i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, the company's governing documents prohibit or restrict shareholders ability to amend the company bylaws.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs.</i>				

Service Corporation International

Meeting Date: 05/07/2024

Country: USA

Ticker: SCI

Meeting Type: Annual

Primary ISIN: US8175651046

Primary SEDOL: 2797560

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Alan R. Buckwalter	Mgmt	For	For
1b	Elect Director Anthony L. Coelho	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1c	Elect Director Jakki L. Haussler	Mgmt	For	For
1d	Elect Director Victor L. Lund	Mgmt	For	For
1e	Elect Director Ellen Ochoa	Mgmt	For	For

Service Corporation International

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director Thomas L. Ryan	Mgmt	For	For
1g	Elect Director C. Park Shaper	Mgmt	For	For
1h	Elect Director Sara Martinez Tucker	Mgmt	For	For
1i	Elect Director W. Blair Waltrip	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1j	Elect Director Marcus A. Watts	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				

Service Properties Trust

Meeting Date: 06/14/2024

Country: USA

Ticker: SVC

Meeting Type: Annual

Primary ISIN: US81761L1026

Primary SEDOL: BKRT1C8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Laurie B. Burns	Mgmt	For	For
1.2	Elect Director Robert E. Cramer	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. The company's governing documents do not permit shareholders to amend the bylaws.</i>				
1.3	Elect Director Donna D. Fraiche	Mgmt	For	Against
<i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. The company's governing documents do not permit shareholders to amend the bylaws.</i>				
1.4	Elect Director John L. Harrington	Mgmt	For	For
1.5	Elect Director William A. Lamkin	Mgmt	For	For
1.6	Elect Director Rajan C. Penkar	Mgmt	For	For
1.7	Elect Director John G. Murray	Mgmt	For	For
1.8	Elect Director Adam D. Portnoy	Mgmt	For	Against
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				

Service Properties Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

ServiceNow, Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: NOW

Meeting Type: Annual

Primary ISIN: US81762P1021

Primary SEDOL: B80NXX8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Deborah Black	Mgmt	For	For
1b	Elect Director Susan L. Bostrom	Mgmt	For	For
1c	Elect Director Teresa Briggs	Mgmt	For	For
1d	Elect Director Jonathan C. Chadwick	Mgmt	For	For
1e	Elect Director Paul E. Chamberlain	Mgmt	For	For
1f	Elect Director Lawrence J. Jackson, Jr.	Mgmt	For	For
1g	Elect Director Frederic B. Luddy	Mgmt	For	For
1h	Elect Director William R. "Bill" McDermott	Mgmt	For	For
1i	Elect Director Jeffrey A. Miller	Mgmt	For	For
1j	Elect Director Joseph "Larry" Quinlan	Mgmt	For	For
1k	Elect Director Anita M. Sands	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i></p>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				
4	Adopt Simple Majority Vote	SH	None	For
<p><i>Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i></p>				

ServisFirst Bancshares, Inc.

Meeting Date: 05/20/2024

Country: USA

Ticker: SFBS

Meeting Type: Annual

Primary ISIN: US81768T1088

Primary SEDOL: BMH0MP5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Thomas A. Broughton, III	Mgmt	For	For
1.2	Elect Director J. Richard Cashio	Mgmt	For	For
1.3	Elect Director James J. Filler	Mgmt	For	For
1.4	Elect Director Betsy Bugg Holloway	Mgmt	For	For
1.5	Elect Director Christopher J. Mettler	Mgmt	For	For
1.6	Elect Director Hatton C. V. Smith	Mgmt	For	For
1.7	Elect Director Irma L. Tuder	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
3	Ratify FORVIS, LLP as Auditors	Mgmt	For	For

Seven & i Holdings Co., Ltd.

Meeting Date: 05/28/2024

Country: Japan

Ticker: 3382

Meeting Type: Annual

Primary ISIN: JP3422950000

Primary SEDOL: B0FS5D6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 56.5	Mgmt	For	For
2.1	Elect Director Isaka, Ryuichi	Mgmt	For	For
2.2	Elect Director Ito, Junro	Mgmt	For	For
2.3	Elect Director Nagamatsu, Fumihiko	Mgmt	For	For
2.4	Elect Director Joseph M. DePinto	Mgmt	For	For
2.5	Elect Director Maruyama, Yoshimichi	Mgmt	For	For
2.6	Elect Director Wakita, Tamaki	Mgmt	For	For
2.7	Elect Director Stephen Hayes Dacus	Mgmt	For	For
2.8	Elect Director Yonemura, Toshiro	Mgmt	For	For
2.9	Elect Director Izawa, Yoshiyuki	Mgmt	For	For
2.10	Elect Director Yamada, Meyumi	Mgmt	For	For

Seven & i Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.11	Elect Director Jenifer Simms Rogers	Mgmt	For	For
2.12	Elect Director Wada, Shinji	Mgmt	For	For
2.13	Elect Director Hachiuma, Fuminao	Mgmt	For	For
2.14	Elect Director Paul Yonamine	Mgmt	For	For
2.15	Elect Director Elizabeth Miin Meyerdirk	Mgmt	For	For

Seven Bank Ltd.

Meeting Date: 06/17/2024 **Country:** Japan **Ticker:** 8410
Meeting Type: Annual **Primary ISIN:** JP3105220002 **Primary SEDOL:** B2NT8S1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Funatake, Yasuaki	Mgmt	For	For
1.2	Elect Director Matsuhashi, Masaaki	Mgmt	For	For
1.3	Elect Director Kobayashi, Tsuyoshi	Mgmt	For	For
1.4	Elect Director Kigawa, Makoto	Mgmt	For	For
1.5	Elect Director Kuroda, Yukiko	Mgmt	For	For
1.6	Elect Director Takato, Etsuhiro	Mgmt	For	For
1.7	Elect Director Hirako, Yuji	Mgmt	For	For
1.8	Elect Director Kihara, Tami	Mgmt	For	For
2	Appoint Statutory Auditor Ishiguro, Kazuhiko	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3	Appoint Alternate Statutory Auditor Ashihara, Ichiro	Mgmt	For	For

SG Holdings Co., Ltd.

Meeting Date: 06/26/2024 **Country:** Japan **Ticker:** 9143
Meeting Type: Annual **Primary ISIN:** JP3162770006 **Primary SEDOL:** BFFY885

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kuriwada, Eiichi	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				

SG Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Matsumoto, Hidekazu	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
1.3	Elect Director Motomura, Masahide	Mgmt	For	For
1.4	Elect Director Kawanago, Katsuhiro	Mgmt	For	For
1.5	Elect Director Sasamori, Kimiaki	Mgmt	For	For
1.6	Elect Director Takaoka, Mika	Mgmt	For	For
1.7	Elect Director Sagisaka, Osami	Mgmt	For	For
1.8	Elect Director Akiyama, Masato	Mgmt	For	For

Shangri-La Asia Limited

Meeting Date: 05/30/2024

Country: Bermuda

Ticker: 69

Meeting Type: Annual

Primary ISIN: BMG8063F1068

Primary SEDOL: 6771032

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 Li Kwok Cheung Arthur as Director	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
3B	Elect Yap Chee Keong as Director	Mgmt	For	For
3C	Elect Khoo Shulamite N K. as Director	Mgmt	For	For
4	Approve Directors' Fees	Mgmt	For	For
5	Approve PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
6A	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
6B	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
6C	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
7	Approve Amendments to By-Laws	Mgmt	For	For

Shenandoah Telecommunications Company

Meeting Date: 04/30/2024

Country: USA

Ticker: SHEN

Meeting Type: Annual

Primary ISIN: US82312B1061

Primary SEDOL: 2676692

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Thomas A. Beckett	Mgmt	For	Against
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>			
1b	Elect Director Richard L. Koontz, Jr.	Mgmt	For	Against
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
1c	Elect Director Leigh Ann Schultz	Mgmt	For	Against
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
2	Ratify RSM US LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>			
4	Approve Increase in Size of Board	Mgmt	For	For
5	Approve Omnibus Stock Plan	Mgmt	For	For
	<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>			

Sheng Siong Group Ltd.

Meeting Date: 04/25/2024

Country: Singapore

Ticker: OV8

Meeting Type: Annual

Primary ISIN: SG2D54973185

Primary SEDOL: B657MH8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Directors' Statement, Audited Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
	<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>			
2	Approve Final Dividend	Mgmt	For	For
3	Elect Lin Ruiwen as Director	Mgmt	For	For
4	Elect Chee Teck Kwong Patrick as Director	Mgmt	For	For

Sheng Siong Group Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Elect Tan Huay Lim as Director	Mgmt	For	Against
<i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
6	Approve Directors' Fees	Mgmt	For	For
7	Approve KPMG LLP as Auditors and Authorize Directors to Fix Their Remuneration	Mgmt	For	For
8	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				

Shenzhen Inovance Technology Co., Ltd.

Meeting Date: 05/17/2024

Country: China

Ticker: 300124

Meeting Type: Annual

Primary ISIN: CNE100000V46

Primary SEDOL: B3QDJB7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Annual Report and Summary	Mgmt	For	For
2	Approve Report of the Board of Directors	Mgmt	For	For
3	Approve Report of the Board of Supervisors	Mgmt	For	For
4	Approve Profit Distribution	Mgmt	For	For
5	Approve to Appoint Auditor	Mgmt	For	For
6	Approve Completion of Raised Funds Investment Projects and Use of Remaining Funds to Replenish Working Capital	Mgmt	For	For
7	Approve Completion of Raised Funds Investment Projects by Issuance of Shares and Use of Remaining Funds to Replenish Working Capital	Mgmt	For	For
8	Approve Spin-off of Subsidiary on ChiNext in Accordance with Relevant Laws and Regulations	Mgmt	For	For
9	Approve Plan on Spin-off of Subsidiary to be Listed on ChiNext	Mgmt	For	For
10	Approve Spin-off of Subsidiary to be Listed on ChiNext	Mgmt	For	For
11	Approve Report on the Spin-off of Subsidiary is in Compliance with the Rules for Spin-off of Listed Companies (Trial)	Mgmt	For	For

Shenzhen Inovance Technology Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12	Approve Listing to Safeguard the Legitimate Rights and Interests of Shareholders and Creditors	Mgmt	For	For
13	Approve Company's Maintaining Independence and Continuous Operation Ability	Mgmt	For	For
14	Approve Corresponding Standard Operation Ability	Mgmt	For	For
15	Approve Completeness and Compliance of Implementation of Legal Proceedings of the Transactions and Validity of the Submitted Legal Documents Regarding this Transaction	Mgmt	For	For
16	Approve Background and Purpose, Commercial Rationality, Necessity and Feasibility Analysis of this Transaction	Mgmt	For	For
17	Approve Authorization of Board to Handle All Related Matters	Mgmt	For	For
	AMEND ARTICLES OF ASSOCIATION AND OTHER GOVERNANCE SYSTEMS	Mgmt		
18.1	Approve Amendments to Articles of Association	Mgmt	For	For
18.2	Amend Rules and Procedures Regarding Meetings of Board of Directors	Mgmt	For	Against
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
18.3	Amend Working System for Independent Directors	Mgmt	For	Against
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
18.4	Amend Accounting Firm Selection System	Mgmt	For	Against
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
	ELECT NON-INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt		
19.1	Elect Zhu Xingming as Director	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s).</i>				
19.2	Elect Li Juntian as Director	Mgmt	For	For
19.3	Elect Zhou Bin as Director	Mgmt	For	For
19.4	Elect Liu Yuchuan as Director	Mgmt	For	For
19.5	Elect Song Junen as Director	Mgmt	For	For
<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
19.6	Elect Yang Chunlu as Director	Mgmt	For	For

Shenzhen Inovance Technology Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	ELECT INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt		
20.1	Elect Zhang Taowei as Director	Mgmt	For	For
20.2	Elect Zhao Jinlin as Director	Mgmt	For	For
20.3	Elect Huang Pei as Director	Mgmt	For	For
	ELECT SUPERVISORS VIA CUMULATIVE VOTING	Mgmt		
21.1	Elect Bai Ziping as Supervisor	Mgmt	For	For
21.2	Elect Tang Zhuxue as Supervisor	Mgmt	For	For

Shenzhou International Group Holdings Limited

Meeting Date: 05/28/2024

Country: Cayman Islands

Ticker: 2313

Meeting Type: Annual

Primary ISIN: KYG8087W1015

Primary SEDOL: B0MP1B0

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 Ma Renhe as Director	Mgmt	For	For
<p><i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i></p>				
4	Elect Hu Jijun as Director	Mgmt	For	For
5	Elect Liu Xinggao as Director	Mgmt	For	For
6	Elect Liu Chunhong as Director	Mgmt	For	For
7	Elect Wang Feirong as Director	Mgmt	For	For
8	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
9	Approve Ernst & Young as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				
10	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
<p><i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i></p>				
11	Authorize Repurchase of Issued Share Capital	Mgmt	For	For

Shenzhou International Group Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
13	Amend Existing Articles of Association, Approve Amended and Restated Articles of Association and Adopt New Amended and Restated Articles of Association	Mgmt	For	For

Shibaura Machine Co., Ltd.

Meeting Date: 06/24/2024 **Country:** Japan **Ticker:** 6104
Meeting Type: Annual **Primary ISIN:** JP3592600005 **Primary SEDOL:** 6897262

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Amend Provisions on Number of Directors	Mgmt	For	For
2.1	Elect Director Sakamoto, Shigetomo	Mgmt	For	For
2.2	Elect Director Ota, Hiroaki	Mgmt	For	For
2.3	Elect Director Koike, Jun	Mgmt	For	For
2.4	Elect Director Kai, Yoshiaki	Mgmt	For	For
2.5	Elect Director Sato, Kiyoshi	Mgmt	For	For
2.6	Elect Director Iwasaki, Seigo	Mgmt	For	For
2.7	Elect Director Terawaki, Kazumine	Mgmt	For	For
2.8	Elect Director Hayakawa, Chisa	Mgmt	For	For
2.9	Elect Director Itagaki, Eri	Mgmt	For	For
3	Elect Alternate Director and Audit Committee Member Usami, Atsuko	Mgmt	For	For
4	Approve Restricted Stock Plan	Mgmt	For	Against
<i>Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.</i>				
5	Approve Restricted Stock Plan	Mgmt	For	For

Shibaura Mechatronics Corp.

Meeting Date: 06/19/2024 **Country:** Japan **Ticker:** 6590
Meeting Type: Annual **Primary ISIN:** JP3355000005 **Primary SEDOL:** 6804187

Shibaura Mechatronics Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Imamura, Keigo	Mgmt	For	For
1.2	Elect Director Kurokawa, Yoshiaki	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
1.3	Elect Director Horiuchi, Kazutoshi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
1.4	Elect Director Inaba, Tomoko	Mgmt	For	For
1.5	Elect Director Takada, Yuichiro	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2	Appoint Statutory Auditor Inoue, Tomoyoshi	Mgmt	For	For
3	Approve Annual Bonus	Mgmt	For	For

Shift4 Payments, Inc.

Meeting Date: 06/07/2024

Country: USA

Ticker: FOUR

Meeting Type: Annual

Primary ISIN: US8245211097

Primary SEDOL: BLF0L75

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Karen Roter Davis	Mgmt	For	Withhold
<i>Voter Rationale: The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.2	Elect Director Jared Isaacman	Mgmt	For	Withhold
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Shift4 Payments, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

Shimadzu Corp.

Meeting Date: 06/26/2024	Country: Japan	Ticker: 7701	
	Meeting Type: Annual		
		Primary ISIN: JP3357200009	Primary SEDOL: 6804369

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 36	Mgmt	For	For
2.1	Elect Director Ueda, Teruhisa	Mgmt	For	For
2.2	Elect Director Yamamoto, Yasunori	Mgmt	For	For
2.3	Elect Director Watanabe, Akira	Mgmt	For	For
2.4	Elect Director Maruyama, Shuzo	Mgmt	For	For
2.5	Elect Director Hanai, Nobuo	Mgmt	For	For
2.6	Elect Director Nakanishi, Yoshiyuki	Mgmt	For	For
2.7	Elect Director Hamada, Nami	Mgmt	For	For
2.8	Elect Director Kitano, Mie	Mgmt	For	For
3	Appoint Statutory Auditor Nishimoto, Tsuyoshi	Mgmt	For	For
4	Appoint Alternate Statutory Auditor Iwamoto, Fumio	Mgmt	For	For
5	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

SHIMAMURA Co., Ltd.

Meeting Date: 05/17/2024	Country: Japan	Ticker: 8227	
	Meeting Type: Annual		
		Primary ISIN: JP3358200008	Primary SEDOL: 6804035

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 150	Mgmt	For	For

SHIMAMURA Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.1	Elect Director Suzuki, Makoto	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Takahashi, Iichiro	Mgmt	For	For
2.3	Elect Director Nakahira, Takashi	Mgmt	For	For
2.4	Elect Director Tsujiguchi, Yoshiteru	Mgmt	For	For
2.5	Elect Director Ueda, Hajime	Mgmt	For	For
2.6	Elect Director Fujiwara, Hidejiro	Mgmt	For	For
2.7	Elect Director Matsui, Tamae	Mgmt	For	For
2.8	Elect Director Suzuki, Yutaka	Mgmt	For	For
2.9	Elect Director Murokubo, Teiichi	Mgmt	For	For
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.1	Appoint Statutory Auditor Sato, Masaaki	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.2	Appoint Statutory Auditor Shimamura, Hiroyuki	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.3	Appoint Statutory Auditor Horinokita, Shigehisa	Mgmt	For	For
3.4	Appoint Statutory Auditor Takatsuki, Teiichi	Mgmt	For	For
4	Approve Bonus Related to Retirement Bonus System Abolition	Mgmt	For	For
<i>Voter Rationale: While we are generally not supportive of retirement bonuses, especially to outside directors or auditors, we note that the payment of the special allowances is in connection with the abolition of the Company's retirement bonus system, which we find a positive step forward.</i>				
5	Amend Articles to Introduce Provision concerning Dividend Payout Policy	SH	Against	Against
<i>Voter Rationale: This proposal appears overly prescriptive; stipulating specific dividend policy in the articles of incorporation, which could bind the company to pay out at least five percent of shareholders' equity going forward regardless of the company's circumstances, does not appear appropriate.</i>				

Shimizu Corp.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 1803

Meeting Type: Annual

Primary ISIN: JP3358800005

Primary SEDOL: 6804400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 6.5	Mgmt	For	For
2.1	Elect Director Miyamoto, Yoichi	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				
2.2	Elect Director Inoue, Kazuyuki	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				
2.3	Elect Director Ikeda, Kentaro	Mgmt	For	For
2.4	Elect Director Sekiguchi, Takeshi	Mgmt	For	For
2.5	Elect Director Shimmura, Tatsuya	Mgmt	For	For
2.6	Elect Director Higashi, Yoshiki	Mgmt	For	For
2.7	Elect Director Shimizu, Noriaki	Mgmt	For	For
2.8	Elect Director Iwamoto, Tamotsu	Mgmt	For	For
2.9	Elect Director Kawada, Junichi	Mgmt	For	For
2.10	Elect Director Tamura, Mayumi	Mgmt	For	For
2.11	Elect Director Jozuka, Yumiko	Mgmt	For	For
3.1	Appoint Statutory Auditor Kobayashi, Hiroshi	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.2	Appoint Statutory Auditor Ishikawa, Kaoru	Mgmt	For	For

Shin Nippon Biomedical Laboratories, Ltd.

Meeting Date: 06/24/2024

Country: Japan

Ticker: 2395

Meeting Type: Annual

Primary ISIN: JP3379950003

Primary SEDOL: 6738907

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nagata, Ryoichi	Mgmt	For	For
1.2	Elect Director Takanashi, Ken	Mgmt	For	For
1.3	Elect Director Nagata, Ichiro	Mgmt	For	For
1.4	Elect Director Tsusaki, Hideshi	Mgmt	For	For
1.5	Elect Director Fukumoto, Shinichi	Mgmt	For	For
1.6	Elect Director Yamashita, Takashi	Mgmt	For	For
1.7	Elect Director Hanada, Tsuyoshi	Mgmt	For	For

Shin Nippon Biomedical Laboratories, Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.8	Elect Director Toya, Keiko	Mgmt	For	For
1.9	Elect Director Matsueda, Chizuru	Mgmt	For	For
2	Appoint Statutory Auditor Suda, Masakazu	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3	Appoint Alternate Statutory Auditor Honda, Tomoaki	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				

Shin-Etsu Chemical Co., Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 4063

Meeting Type: Annual

Primary ISIN: JP3371200001

Primary SEDOL: 6804585

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 50	Mgmt	For	For
2.1	Elect Director Akiya, Fumio	Mgmt	For	For
2.2	Elect Director Saito, Yasuhiko	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.3	Elect Director Ueno, Susumu	Mgmt	For	For
2.4	Elect Director Todoroki, Masahiko	Mgmt	For	For
2.5	Elect Director Komiyama, Hiroshi	Mgmt	For	For
2.6	Elect Director Nakamura, Kuniharu	Mgmt	For	For
2.7	Elect Director Michael H. McGarry	Mgmt	For	For
2.8	Elect Director Hasegawa, Mariko	Mgmt	For	For
2.9	Elect Director Hibino, Takashi	Mgmt	For	For
3	Approve Stock Option Plan	Mgmt	For	Against
<i>Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.</i>				

Shinko Electric Industries Co., Ltd.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 6967

Meeting Type: Annual

Primary ISIN: JP3375800004

Primary SEDOL: 6804927

Shinko Electric Industries Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Fujita, Masami	Mgmt	For	Abstain
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>			
1.2	Elect Director Kurashima, Susumu	Mgmt	For	Abstain
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>			
1.3	Elect Director Ito, Akihiko	Mgmt	For	For
1.4	Elect Director Ozawa, Takashi	Mgmt	For	For
1.5	Elect Director Niimi, Jun	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Hirabayashi, Toshiyasu	Mgmt	For	Against
	<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>			
2.2	Elect Director and Audit Committee Member Araki, Namiko	Mgmt	For	For
2.3	Elect Director and Audit Committee Member Kobayashi, Kunikazu	Mgmt	For	For

Shionogi & Co., Ltd.

Meeting Date: 06/20/2024

Country: Japan

Ticker: 4507

Meeting Type: Annual

Primary ISIN: JP3347200002

Primary SEDOL: 6804682

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 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
2.6	Elect Director Fujiwara, Takaoki	Mgmt	For	For
3.1	Appoint Statutory Auditor Okuhara, Shuichi	Mgmt	For	For
3.2	Appoint Statutory Auditor Kishida, Noriyuki	Mgmt	For	Against
	<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>			

SHIP HEALTHCARE HOLDINGS, INC.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 3360

Meeting Type: Annual

Primary ISIN: JP3274150006

Primary SEDOL: B05MTR0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 50	Mgmt	For	For
2.1	Elect Director Furukawa, Kunihisa	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Konishi, Kenzo	Mgmt	For	For
2.3	Elect Director Ogawa, Hirotaka	Mgmt	For	For
2.4	Elect Director Ohashi, Futoshi	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.5	Elect Director Yokoyama, Hiroshi	Mgmt	For	For
2.6	Elect Director Umino, Atsushi	Mgmt	For	For
2.7	Elect Director Shimada, Shoji	Mgmt	For	For
2.8	Elect Director Yasuda, Yoshio	Mgmt	For	For
2.9	Elect Director Sano, Seiichiro	Mgmt	For	For
2.10	Elect Director Imabeppu, Toshio	Mgmt	For	For
2.11	Elect Director Ito, Fumiyo	Mgmt	For	For
2.12	Elect Director Nishio, Shinya	Mgmt	For	For
3	Appoint Statutory Auditor Mizushima, Toichiro	Mgmt	For	For

Shizuoka Financial Group, Inc.

Meeting Date: 06/14/2024

Country: Japan

Ticker: 5831

Meeting Type: Annual

Primary ISIN: JP3351500008

Primary SEDOL: BP38QJ6

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 Nakanishi, Katsunori	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				
2.2	Elect Director Shibata, Hisashi	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				

Shizuoka Financial Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.3	Elect Director Yagi, Minoru	Mgmt	For	For
2.4	Elect Director Fukushima, Yutaka	Mgmt	For	For
2.5	Elect Director Fujisawa, Kumi	Mgmt	For	For
2.6	Elect Director Inano, Kazutoshi	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Kiyokawa, Koichi	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Ito, Motoshige	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Tsubochi, Kazuto	Mgmt	For	For
3.4	Elect Director and Audit Committee Member Ushio, Naomi	Mgmt	For	For

Shoals Technologies Group, Inc.

Meeting Date: 05/02/2024

Country: USA

Ticker: SHLS

Meeting Type: Annual

Primary ISIN: US82489W1071

Primary SEDOL: BMDJ085

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Brad Forth	Mgmt	For	Withhold
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.2	Elect Director Robert Julian	Mgmt	For	For
1.3	Elect Director Brandon Moss	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>			
3	Declassify the Board of Directors	Mgmt	For	For
	<i>Voter Rationale: The annual election of directors provides greater accountability to shareholders and is a widely accepted best practice in corporate governance. Shareholders should have the opportunity to communicate with directors regarding their performance regularly.</i>			
4	Amend Certificate of Incorporation to Provide for the Exculpation of Certain Officers	Mgmt	For	For
5	Ratify BDO USA, LLP as Auditors	Mgmt	For	For

Shockwave Medical, Inc.

Meeting Date: 05/29/2024

Country: USA

Ticker: SWAV

Meeting Type: Special

Primary ISIN: US82489T1043

Primary SEDOL: BHLNZ89

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Merger Agreement	Mgmt	For	For
2	Advisory Vote on Golden Parachutes	Mgmt	For	Against
<i>Voter Rationale: Although cash severance arrangements are reasonable and no tax gross-ups are payable, unvested equity awards are single trigger and PSUs will be converted into cash awards based on achievement of the maximum performance level, without compelling rationale disclosed in the merger proxy.</i>				
3	Adjourn Meeting	Mgmt	For	For

Shopify Inc.

Meeting Date: 06/04/2024

Country: Canada

Ticker: SHOP

Meeting Type: Annual/Special

Primary ISIN: CA82509L1076

Primary SEDOL: BX865C7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for Holders of Subordinate Voting and Multiple Voting Shares	Mgmt		
1A	Elect Director Tobias Lutke	Mgmt	For	For
1B	Elect Director Robert Ashe	Mgmt	For	For
1C	Elect Director Gail Goodman	Mgmt	For	Against
<i>Voter Rationale: Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns.</i>				
1D	Elect Director Colleen Johnston	Mgmt	For	For
1E	Elect Director Jeremy Levine	Mgmt	For	For
1F	Elect Director Prashanth Mahendra-Rajah	Mgmt	For	For
1G	Elect Director Lulu Cheng Meservey	Mgmt	For	For
1H	Elect Director Toby Shannan	Mgmt	For	For
1I	Elect Director Fidji Simo	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.

Shopify Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve the Unallocated Options under the Stock Option Plan	Mgmt	For	Against
<p><i>Voter Rationale: This plan could lead to excessive dilution. Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i></p>				
4	Approve the Third Amended and Restated Long Term Incentive Plan	Mgmt	For	Against
<p><i>Voter Rationale: This plan could lead to excessive dilution. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i></p>				
5	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against
<p><i>Voter Rationale: Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				

Shutterstock, Inc.

Meeting Date: 06/06/2024

Country: USA

Ticker: SSTK

Meeting Type: Annual

Primary ISIN: US8256901005

Primary SEDOL: B7ZR219

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Thomas R. Evans	Mgmt	For	For
1.2	Elect Director Paul J. Hennessy	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: While we would prefer to see greater variety in performance metrics between the annual bonus and long-term incentive plan, and would like the company to extend the performance assessment period for equity grants, overall there is not a pay for performance disconnect or larger concerns with equity usage and the company has made changes based on shareholder feedback following dissent at the 2023 AGM.</i></p>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The plan cost is excessive; * The plan permits liberal recycling of shares; and * The plan allows broad discretion to accelerate vesting.</i></p>				

SI-BONE, Inc.

Meeting Date: 06/25/2024

Country: USA

Ticker: SIBN

Meeting Type: Annual

Primary ISIN: US8257041090

Primary SEDOL: BZOWN34

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mika Nishimura	Mgmt	For	For
1b	Elect Director Thomas A. West	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
4	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For

Sieyuan Electric Co., Ltd.

Meeting Date: 06/07/2024

Country: China

Ticker: 002028

Meeting Type: Annual

Primary ISIN: CNE000001KM8

Primary SEDOL: B02F444

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Report of the Board of Directors	Mgmt	For	For
2	Approve Report of the Board of Supervisors	Mgmt	For	For
3	Approve Financial Statements	Mgmt	For	For
4	Approve Profit Distribution	Mgmt	For	For
5	Approve Annual Report and Summary	Mgmt	For	For
6	Approve Amendments to Articles of Association	Mgmt	For	For
7	Amend Working System for Independent Directors	Mgmt	For	Against

Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.

SIGA Technologies, Inc.

Meeting Date: 06/11/2024

Country: USA

Ticker: SIGA

Meeting Type: Annual

Primary ISIN: US8269171067

Primary SEDOL: 2107437

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jaymie A. Durnan	Mgmt	For	For
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i>			
1.2	Elect Director Harold Ford, Jr.	Mgmt	For	For
1.3	Elect Director Evan A. Knisely	Mgmt	For	For
1.4	Elect Director Joseph W. "Chip" Marshall, III	Mgmt	For	For
1.5	Elect Director Gary J. Nabel	Mgmt	For	For
1.6	Elect Director Julian Nemirovsky	Mgmt	For	For
1.7	Elect Director Diem Nguyen	Mgmt	For	For
1.8	Elect Director Holly Phillips	Mgmt	For	For
1.9	Elect Director Jay K. Varma	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>			

Signet Jewelers Limited

Meeting Date: 06/28/2024

Country: Bermuda

Ticker: SIG

Meeting Type: Annual

Primary ISIN: BMG812761002

Primary SEDOL: B3CTNK6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Helen McCluskey	Mgmt	For	For
1b	Elect Director Virginia "Gina" C. Drosos	Mgmt	For	For
1c	Elect Director Andre V. Branch	Mgmt	For	For
1d	Elect Director Sandra B. Cochran	Mgmt	For	For
1e	Elect Director R. Mark Graf	Mgmt	For	For
1f	Elect Director Zackery A. Hicks	Mgmt	For	For
1g	Elect Director Sharon L. McCollam	Mgmt	For	For
1h	Elect Director Nancy A. Reardon	Mgmt	For	For
1i	Elect Director Jonathan Seiffer	Mgmt	For	For

Signet Jewelers Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1j	Elect Director Brian Tilzer	Mgmt	For	For
1k	Elect Director Eugenia Ulasewicz	Mgmt	For	For
1l	Elect Director Donta L. Wilson	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Silicon Laboratories Inc.

Meeting Date: 04/18/2024	Country: USA	Ticker: SLAB
	Meeting Type: Annual	
	Primary ISIN: US8269191024	Primary SEDOL: 2568131

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director R. Matthew Johnson	Mgmt	For	For
1.2	Elect Director Sumit Sadana	Mgmt	For	For
1.3	Elect Director Gregg Lowe	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Silver Lake Resources Limited

Meeting Date: 05/31/2024	Country: Australia	Ticker: SLR
	Meeting Type: Court	
	Primary ISIN: AU000000SLR6	Primary SEDOL: B28RMY4

Silver Lake Resources Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Court-Ordered Meeting Approve Scheme of Arrangement in Relation to the Proposed Merger of Silver Lake Resources Limited and Red 5 Limited	Mgmt	For	For

Simon Property Group, Inc.

Meeting Date: 05/08/2024

Country: USA

Ticker: SPG

Meeting Type: Annual

Primary ISIN: US8288061091

Primary SEDOL: 2812452

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Glyn F. Aeppel	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1B	Elect Director Larry C. Glasscock	Mgmt	For	For
1C	Elect Director Allan Hubbard	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1D	Elect Director Nina P. Jones	Mgmt	For	For
1E	Elect Director Reuben S. Leibowitz	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1F	Elect Director Randall J. Lewis	Mgmt	For	For
1G	Elect Director Gary M. Rodkin	Mgmt	For	For
1H	Elect Director Peggy Fang Roe	Mgmt	For	For
1I	Elect Director Stefan M. Selig	Mgmt	For	For
1J	Elect Director Daniel C. Smith	Mgmt	For	For
1K	Elect Director Marta R. Stewart	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				

Simon Property Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Simpson Manufacturing Co., Inc.

Meeting Date: 05/01/2024	Country: USA	Ticker: SSD	
	Meeting Type: Annual		
		Primary ISIN: US8290731053	Primary SEDOL: 2809250

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director James S. Andrasick	Mgmt	For	For
1b	Elect Director Chau Banks	Mgmt	For	For
1c	Elect Director Felica Coney	Mgmt	For	For
1d	Elect Director Gary M. Cusumano	Mgmt	For	For
1e	Elect Director Philip E. Donaldson	Mgmt	For	For
1f	Elect Director Celeste Volz Ford	Mgmt	For	For
1g	Elect Director Kenneth D. Knight	Mgmt	For	For
1h	Elect Director Michael Olosky	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For
4	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For

Sinclair, Inc.

Meeting Date: 06/11/2024	Country: USA	Ticker: SBGI	
	Meeting Type: Annual		
		Primary ISIN: US8292421067	Primary SEDOL: BRJX4J5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David D. Smith	Mgmt	For	Withhold
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>				

Sinclair, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Frederick G. Smith	Mgmt	For	Withhold
	<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>			
1.3	Elect Director J. Duncan Smith	Mgmt	For	Withhold
	<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>			
1.4	Elect Director Robert E. Smith	Mgmt	For	Withhold
	<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
1.5	Elect Director Laurie R. Beyer	Mgmt	For	For
1.6	Elect Director Benjamin S. Carson, Sr.	Mgmt	For	For
1.7	Elect Director Howard E. Friedman	Mgmt	For	Withhold
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
1.8	Elect Director Daniel C. Keith	Mgmt	For	Withhold
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
1.9	Elect Director Benson E. Legg	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	<i>Voter Rationale: A vote AGAINST this proposal is warranted. While the NEOs' annual incentives were entirely based on a financial metric, there are goal rigor concerns, and the incentives were earned at maximum in spite of the year-over-year decline in the metric performance. Additionally, the equity grants lack any performance conditions, with the majority of the CEO's awards comprising stock options that are fully vested at grant, without any service-based vesting conditions. This severely diminishes the awards' retentive and incentive value. Pay-for-performance concerns are further exacerbated by the compensation of the executive chairman at the same level as the CEO.</i>			

Sirius XM Holdings Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: SIRI

Meeting Type: Annual

Primary ISIN: US82968B1035

Primary SEDOL: BGLDK10

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David A. Blau	Mgmt	For	For
1.2	Elect Director Eddy W. Hartenstein	Mgmt	For	For
1.3	Elect Director Robin P. Hickenlooper	Mgmt	For	For

Sirius XM Holdings Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director James P. Holden	Mgmt	For	For
1.5	Elect Director Gregory B. Maffei	Mgmt	For	Withhold
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1.6	Elect Director Evan D. Malone	Mgmt	For	For
1.7	Elect Director James E. Meyer	Mgmt	For	For
1.8	Elect Director Jonelle Procope	Mgmt	For	For
1.9	Elect Director Michael Rapino	Mgmt	For	For
1.10	Elect Director Kristina M. Salen	Mgmt	For	For
1.11	Elect Director Carl E. Vogel	Mgmt	For	For
1.12	Elect Director Jennifer C. Witz	Mgmt	For	For
1.13	Elect Director David M. Zaslav	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For

SiriusPoint Ltd.

Meeting Date: 05/20/2024

Country: Bermuda

Ticker: SPNT

Meeting Type: Annual

Primary ISIN: BMG8192H1060

Primary SEDOL: BMCQX44

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Bronek Masojada	Mgmt	For	For
1.2	Elect Director Daniel S. Loeb	Mgmt	For	For
1.3	Elect Director Mehdi A. Mahmud	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.4	Elect Director Jason Robart	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs.</i>				
3	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

SITC International Holdings Company Limited

Meeting Date: 04/26/2024

Country: Cayman Islands

Ticker: 1308

Meeting Type: Annual

Primary ISIN: KYG8187G1055

Primary SEDOL: B61X7R5

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 Yang Xianxiang as Director	Mgmt	For	For
<p><i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i></p>				
4	Elect Liu Kecheng as Director	Mgmt	For	For
5	Elect Yang Xin as Director	Mgmt	For	For
6	Elect Tse Siu Ngan as Director	Mgmt	For	For
7	Elect Liu Ka Ying, Rebecca as Director	Mgmt	For	For
8	Elect Hu Mantian as Director	Mgmt	For	For
9	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
10	Approve Ernst & Young as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				
11	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
12	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
<p><i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i></p>				
13	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
<p><i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i></p>				
14	Adopt Share Scheme and Terminate Existing Share Award Scheme	Mgmt	For	Against
<p><i>Voter Rationale: This plan could lead to excessive dilution. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable.</i></p>				
15	Amend Existing Articles of Association by Way of Adoption of the Third Amended and Restated Articles of Association	Mgmt	For	For

SITE Centers Corp.

Meeting Date: 05/08/2024

Country: USA

Ticker: SITC

Meeting Type: Annual

Primary ISIN: US82981J1097

Primary SEDOL: BGL0KF5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Linda B. Abraham	Mgmt	For	For
1.2	Elect Director Terrance R. Ahern	Mgmt	For	For
1.3	Elect Director Jane E. DeFlorio	Mgmt	For	For
1.4	Elect Director David R. Lukes	Mgmt	For	For
1.5	Elect Director Victor B. MacFarlane	Mgmt	For	For
1.6	Elect Director Alexander Otto	Mgmt	For	For
1.7	Elect Director Barry A. Sholem	Mgmt	For	For
1.8	Elect Director Dawn M. Sweeney	Mgmt	For	For
2	Approve Reverse Stock Split	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

SiTime Corporation

Meeting Date: 05/30/2024

Country: USA

Ticker: SITM

Meeting Type: Annual

Primary ISIN: US82982T1060

Primary SEDOL: BKS48R6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Edward H. Frank	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.2	Elect Director Christine A. Heckart	Mgmt	For	For
1.3	Elect Director Tom D. Yiu	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: While we would like to see further improvements in the compensation structure, we note that the company has been responsive to shareholders following the substantial dissent at the 2023 AGM and has committed to improvements in the program, including a three year vesting period for performance shares in 2025 and an increase in performance assessment in 2024 from one year to two and three years. We encourage the company to institute a double trigger mechanism for equity in the event of a change in control.</i>				

SiTime Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Ratify BDO USA, P.C. as Auditors	Mgmt	For	For

Sitio Royalties Corp.

Meeting Date: 05/14/2024	Country: USA	Ticker: STR
	Meeting Type: Annual	
	Primary ISIN: US82983N1081	Primary SEDOL: BMF9G85

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Noam Lockshin	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1b	Elect Director Christopher L. Conoscenti	Mgmt	For	For
1c	Elect Director Morris R. Clark	Mgmt	For	For
1d	Elect Director Alice E. Gould	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1e	Elect Director Claire R. Harvey	Mgmt	For	For
1f	Elect Director Gayle L. Bursleson	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1g	Elect Director Jon-Al Duplantier	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1h	Elect Director Richard K. Stoneburner	Mgmt	For	For
1i	Elect Director John R. ("J.R.") Sult	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>			
3	Eliminate Supermajority Vote Requirement	Mgmt	For	For
	<i>Voter Rationale: Board efforts to reduce supermajority provisions are appreciated, as they create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>			

SJW Group

Meeting Date: 06/20/2024	Country: USA	Ticker: SJW
	Meeting Type: Annual	
	Primary ISIN: US7843051043	Primary SEDOL: 2811932

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Carl Guardino	Mgmt	For	For
1b	Elect Director Mary Ann Hanley	Mgmt	For	For
1c	Elect Director Heather Hunt	Mgmt	For	For
1d	Elect Director Rebecca Armendariz Klein	Mgmt	For	For
1e	Elect Director Denise L. Kruger	Mgmt	For	For
1f	Elect Director Gregory P. Landis	Mgmt	For	For
1g	Elect Director Daniel B. More	Mgmt	For	For
1h	Elect Director Eric W. Thornburg	Mgmt	For	For
1i	Elect Director Carol P. Wallace	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
3	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For
4	Amend Certificate of Incorporation to Add Federal Forum Selection Provision	Mgmt	For	For
5	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

SKY Perfect JSAT Holdings, Inc.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 9412

Meeting Type: Annual

Primary ISIN: JP3396350005

Primary SEDOL: B1TK234

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Fukuoka, Toru	Mgmt	For	For
1.2	Elect Director Yonekura, Eiichi	Mgmt	For	For
1.3	Elect Director Ogawa, Masato	Mgmt	For	Against
<p><i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i></p>				
1.4	Elect Director Matsutani, Koichi	Mgmt	For	Against
<p><i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i></p>				

SKY Perfect JSAT Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director Oga, Kimiko	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
1.6	Elect Director Shimizu, Kenji	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
1.7	Elect Director Oho, Hiroyuki	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
1.8	Elect Director Aoki, Setsuko	Mgmt	For	For
1.9	Elect Director Toyota, Katashi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				

Skyward Specialty Insurance Group, Inc.

Meeting Date: 05/09/2024

Country: USA

Ticker: SKWD

Meeting Type: Annual

Primary ISIN: US8309401029

Primary SEDOL: BNNMQS3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Andrew Robinson	Mgmt	For	For
1.2	Elect Director Michael Morrissey	Mgmt	For	For
1.3	Elect Director Katharine Terry	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Skyworks Solutions, Inc.

Meeting Date: 05/14/2024

Country: USA

Ticker: SWKS

Meeting Type: Annual

Primary ISIN: US83088M1027

Primary SEDOL: 2961053

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Alan S. Batey	Mgmt	For	For
1b	Elect Director Kevin L. Beebe	Mgmt	For	For
1c	Elect Director Liam K. Griffin	Mgmt	For	For
1d	Elect Director Eric J. Guerin	Mgmt	For	For
1e	Elect Director Christine King	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director Suzanne E. McBride	Mgmt	For	For
1g	Elect Director David P. McGlade	Mgmt	For	For
1h	Elect Director Robert A. Schriesheim	Mgmt	For	For
1i	Elect Director Maryann Turcke	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				
4	Eliminate Supermajority Vote Requirement to Approve Mergers, Consolidations or Dispositions of Substantial Assets	Mgmt	For	For
<i>Voter Rationale: Board efforts to reduce supermajority provisions are appreciated, as they create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				
5	Eliminate Supermajority Vote Requirement to Approve Certain Business Combinations	Mgmt	For	For
<i>Voter Rationale: Board efforts to reduce supermajority provisions are appreciated, as they create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				
6	Eliminate Supermajority Vote Requirement to Amend Charter Provisions Governing Directors	Mgmt	For	For
<i>Voter Rationale: Board efforts to reduce supermajority provisions are appreciated, as they create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				
7	Eliminate Supermajority Vote Requirement to Amend Charter Provision Governing Action by Stockholders	Mgmt	For	For
<i>Voter Rationale: Board efforts to reduce supermajority provisions are appreciated, as they create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				
8	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
9	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
10	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	Against
<i>Voter Rationale: It appears the company's current policies and procedures already address the proponent's request.</i>				
11	Adopt GHG Emissions Reduction Targets and Climate Transition Plan Aligned with the Paris Agreement Goal	SH	Against	Against
<i>Voter Rationale: At this time, we think that the company is adequately managing this risk.</i>				

SL Green Realty Corp.

Meeting Date: 06/03/2024

Country: USA

Ticker: SLG

Meeting Type: Annual

Primary ISIN: US78440X8873

Primary SEDOL: BPGKM57

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director John H. Alschuler	Mgmt	For	Against
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
1b	Elect Director Carol N. Brown	Mgmt	For	For
1c	Elect Director Lauren B. Dillard	Mgmt	For	Against
	<i>Voter Rationale: Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns.</i>			
1d	Elect Director Stephen L. Green	Mgmt	For	Against
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
1e	Elect Director Craig M. Hatkoff	Mgmt	For	Against
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
1f	Elect Director Marc Holliday	Mgmt	For	For
1g	Elect Director Andrew W. Mathias	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	<i>Voter Rationale: Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Severance package deviates from typical market standards without adequate justification. The CFO's recently amended employment agreement contains problematic provisions that provide for excessive cash severance and post-change in control payments. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>			
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>			

Slate Grocery REIT

Meeting Date: 05/01/2024

Country: Canada

Ticker: SGR.UN

Meeting Type: Annual

Primary ISIN: CA8310622037

Primary SEDOL: BMD6FC5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for Class A, Class I, Class U and Special Voting Unitholders	Mgmt		
1A	Elect Trustee Colum Bastable	Mgmt	For	For
1B	Elect Trustee Christopher Chee	Mgmt	For	For
1C	Elect Trustee Patrick Flatley	Mgmt	For	For
1D	Elect Trustee Marc Rouleau	Mgmt	For	Withhold
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 30% of the board. In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i></p>				
1E	Elect Trustee Andrea Stephen	Mgmt	For	For
1F	Elect Trustee Mary Vitug	Mgmt	For	For
1G	Elect Trustee Blair Welch	Mgmt	For	For
1H	Elect Trustee Brady Welch	Mgmt	For	For
2	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	Withhold
<p><i>Voter Rationale: Auditors should undertake non-audit work in exceptional circumstances only. Any non-audit fees paid to the auditor should be clearly disclosed, justified and not exceed audit fees. Large non-audit fees could compromise objectivity of the audit.</i></p>				

SLM Corporation

Meeting Date: 06/18/2024

Country: USA

Ticker: SLM

Meeting Type: Annual

Primary ISIN: US78442P1066

Primary SEDOL: 2101967

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Janaki Akella	Mgmt	For	For
1b	Elect Director R. Scott Blackley	Mgmt	For	For
1c	Elect Director Mary Carter Warren Franke	Mgmt	For	For
1d	Elect Director Mark L. Lavelle	Mgmt	For	For
1e	Elect Director Christopher T. Leech	Mgmt	For	For
1f	Elect Director Ted Manvitz	Mgmt	For	For
1g	Elect Director Jim Matheson	Mgmt	For	For
1h	Elect Director Samuel T. Ramsey	Mgmt	For	For
1i	Elect Director Vivian C. Schneck-Last	Mgmt	For	For

SLM Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1j	Elect Director Robert S. Strong	Mgmt	For	For
1k	Elect Director Jonathan W. Witter	Mgmt	For	For
1l	Elect Director Kirsten O. Wolberg	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

SmartCentres Real Estate Investment Trust

Meeting Date: 05/15/2024

Country: Canada

Ticker: SRU.UN

Meeting Type: Annual

Primary ISIN: CA83179X1087

Primary SEDOL: BZ22BK5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Fix Number of Directors at Eight	Mgmt	For	For
2.1	Elect Trustee Janet Bannister	Mgmt	For	For
2.2	Elect Trustee Neil Cunningham	Mgmt	For	For
2.3	Elect Trustee Garry Foster	Mgmt	For	For
2.4	Elect Trustee Sylvie Lachance	Mgmt	For	For
2.5	Elect Trustee Sharm Powell	Mgmt	For	For
<i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
2.6	Elect Trustee Michael Young	Mgmt	For	For
3	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Trustees to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				

Smartgroup Corporation Ltd.

Meeting Date: 05/08/2024

Country: Australia

Ticker: SIQ

Meeting Type: Annual

Primary ISIN: AU000000SIQ4

Primary SEDOL: BNB5WS6

Smartgroup Corporation Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	Against
<p><i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. The remuneration report does not articulate how executives performed against historic performance targets. The board should articulate how bonus payments reflect prior year performance, as well as outlining forward-looking targets that underpin long-term incentive plans. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
2	Elect Mark Rigotti as Director	Mgmt	For	For
3	Elect Ian Watt as Director	Mgmt	For	For
4	Approve Issuance of Securities Under the Loan Funded Share Plan	Mgmt	For	For
5	Approve Issuance of Shares to Scott Wharton Under the Loan Funded Share Plan	Mgmt	For	For
6	Approve Issuance of Performance Rights to Scott Wharton Under the Short Term Incentive Plan	Mgmt	None	For
7	Appoint KPMG as Auditor of the Company	Mgmt	For	For

SmartRent, Inc.

Meeting Date: 05/14/2024

Country: USA

Ticker: SMRT

Meeting Type: Annual

Primary ISIN: US83193G1076

Primary SEDOL: BPCHD26

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Lucas Haldeman	Mgmt	For	For
1b	Elect Director John Dorman	Mgmt	For	Withhold
<p><i>Voter Rationale: Executive pay is not in line with company performance. The compensation committee should do more to respond to best practices in pay that help establish compensation packages that reward strong performance and build shareholder value over time. Specifically, there is limited disclosure under the bonus program and equity awards were entirely time-vesting. We expect the companies to have a human rights policy or supplier code of conduct prohibiting child and forced labor and promoting freedom of association.</i></p>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i></p>				

Smartsheet Inc.

Meeting Date: 06/18/2024

Country: USA

Ticker: SMAR

Meeting Type: Annual

Primary ISIN: US83200N1037

Primary SEDOL: BFZND98

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Alissa Abdullah	Mgmt	For	For
1.2	Elect Director Michael Gregoire	Mgmt	For	For
1.3	Elect Director Katie Rooney	Mgmt	For	For
1.4	Elect Director Khozema Shipchandler	Mgmt	For	For
1.5	Elect Director Rowan Trollope	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.

SMC Corp. (Japan)

Meeting Date: 06/27/2024

Country: Japan

Ticker: 6273

Meeting Type: Annual

Primary ISIN: JP3162600005

Primary SEDOL: 6763965

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, With a Final Dividend of JPY 500	Mgmt	For	For
2	Amend Articles to Change Location of Head Office	Mgmt	For	For
3.1	Elect Director Takada, Yoshiki	Mgmt	For	For
3.2	Elect Director Doi, Yoshitada	Mgmt	For	For
3.3	Elect Director Isoe, Toshio	Mgmt	For	For
3.4	Elect Director Ota, Masahiro	Mgmt	For	For
3.5	Elect Director Samuel Neff	Mgmt	For	For
3.6	Elect Director Ogura, Koji	Mgmt	For	For
3.7	Elect Director Kelley Stacy	Mgmt	For	For
3.8	Elect Director Hojo, Hidemi	Mgmt	For	For

SMC Corp. (Japan)

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.9	Elect Director Kaizu, Masanobu	Mgmt	For	For
3.10	Elect Director Kagawa, Toshiharu	Mgmt	For	For
3.11	Elect Director Iwata, Yoshiko	Mgmt	For	For
3.12	Elect Director Miyazaki, Kyoichi	Mgmt	For	For

SMS Co., Ltd.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 2175

Meeting Type: Annual

Primary ISIN: JP3162350007

Primary SEDOL: B2PLYM1

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	Elect Director Goto, Natsuki	Mgmt	For	For
2.2	Elect Director Sugizaki, Masato	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Matsubayashi, Tomoki	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Suzumura, Toyotaro	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Takagi, Nobuko	Mgmt	For	For
4	Elect Alternate Director and Audit Committee Member Mizunuma, Taro	Mgmt	For	For

Smurfit Kappa Group Plc

Meeting Date: 04/26/2024

Country: Ireland

Ticker: SKG

Meeting Type: Annual

Primary ISIN: IE00B1RR8406

Primary SEDOL: B1RR840

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
5a	Re-elect Irial Finan as Director	Mgmt	For	For

Voter Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.

Smurfit Kappa Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
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 Mary Lynn Ferguson-McHugh as Director	Mgmt	For	For
5h	Re-elect Kaisa Hietala as Director	Mgmt	For	For
5i	Re-elect James Lawrence as Director	Mgmt	For	For
5j	Re-elect Lourdes Melgar as Director	Mgmt	For	For
5k	Re-elect Jorgen Rasmussen 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 Ordinary Shares	Mgmt	For	For
11	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

Smurfit Kappa Group Plc

Meeting Date: 06/13/2024

Country: Ireland

Ticker: SKG

Meeting Type: Special

Primary ISIN: IE00B1RR8406

Primary SEDOL: B1RR840

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Proposed Combination of Smurfit Kappa and WestRock	Mgmt	For	For
2	Approve Matters Relating to the Scheme of Arrangement	Mgmt	For	For
3	Approve Transfer of the Company's Category of Listing from a Premium Listing to a Standard Listing	Mgmt	For	For
4	Amend Articles of Association	Mgmt	For	For
5	Approve Share Capital Reduction of Smurfit WestRock	Mgmt	For	For

Smurfit Kappa Group Plc

Meeting Date: 06/13/2024

Country: Ireland

Ticker: SKG

Meeting Type: Court

Primary ISIN: IE00B1RR8406

Primary SEDOL: B1RR840

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Court Meeting Approve Scheme of Arrangement	Mgmt	For	For

Snap-on Incorporated

Meeting Date: 04/25/2024

Country: USA

Ticker: SNA

Meeting Type: Annual

Primary ISIN: US8330341012

Primary SEDOL: 2818740

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David C. Adams <i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>	Mgmt	For	Against
1.2	Elect Director Karen L. Daniel <i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>	Mgmt	For	Against
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 <i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>	Mgmt	For	Against
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

Snap-on Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Sociedad Quimica y Minera de Chile SA

Meeting Date: 04/25/2024 **Country:** Chile **Ticker:** SQM.B
Meeting Type: Annual **Primary ISIN:** CLP8716X1082 **Primary SEDOL:** 2718301

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Meeting for ADR Holders	Mgmt		
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
<p><i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i></p>				
2	Designate Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				
3	Designate Risk Assessment Companies	Mgmt	For	For
4	Designate Account Inspectors	Mgmt	For	For
5	Approve Investment Policy	Mgmt	For	For
6	Approve Financing Policy	Mgmt	For	For
7	Approve Dividends of USD 0.21 Per Share	Mgmt	For	For
8.A	Vote for Item 8.A or Item 8.B only; If You Vote for More than One Option, then the Ballot on this Resolution will not Count	Mgmt		
8.A	Elect Antonio Gil Nievas as Director Representing Series B Shareholders	Mgmt	None	For
<p><i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i></p>				
8.B	Elect Directors	Mgmt	None	Abstain
<p><i>Voter Rationale: Given the cumulative voting process, we cast our votes in support of the independent non-executive directors.</i></p>				
9	Approve Remuneration of Board of Directors and Board Committees	Mgmt	For	For

Sociedad Quimica y Minera de Chile SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Designate Newspaper to Publish Meeting Announcements, Other Business and Execution of Shareholders' Meeting Resolutions	Mgmt	For	For

Socionext, Inc.

Meeting Date: 06/26/2024	Country: Japan	Ticker: 6526
	Meeting Type: Annual	
	Primary ISIN: JP3433500000	Primary SEDOL: BMTVX75

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Koetzuka, Masahiro	Mgmt	For	For
1.2	Elect Director Yoneyama, Yutaka	Mgmt	For	For
1.3	Elect Director Otsuki, Koichi	Mgmt	For	For
1.4	Elect Director Kubo, Noriaki	Mgmt	For	For
1.5	Elect Director Yoshida, Hisato	Mgmt	For	For
1.6	Elect Director Suzuki, Masatoshi	Mgmt	For	For
1.7	Elect Director Kasano, Sachiko	Mgmt	For	For
2	Elect Alternate Director and Audit Committee Member Anan, Go	Mgmt	For	For

SoFi Technologies, Inc.

Meeting Date: 05/21/2024	Country: USA	Ticker: SOFI
	Meeting Type: Annual	
	Primary ISIN: US83406F1021	Primary SEDOL: BM8J4C2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ahmed Al-Hammadi	Mgmt	For	For
1b	Elect Director Ruzwana Bashir	Mgmt	For	For
1c	Elect Director Michael Bingle	Mgmt	For	For
1d	Elect Director Steven Freiberg	Mgmt	For	For
1e	Elect Director Dana Green	Mgmt	For	For
1f	Elect Director John Hele	Mgmt	For	For
1g	Elect Director Tom Hutton	Mgmt	For	For
1h	Elect Director Clara Liang	Mgmt	For	For

SoFi Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1i	Elect Director Anthony Noto	Mgmt	For	For
1j	Elect Director Harvey Schwartz	Mgmt	For	For
1k	Elect Director Magdalena Yesil	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
4	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	Against
<i>Voter Rationale: This plan could lead to excessive dilution.</i>				

SoftBank Corp.

Meeting Date: 06/20/2024	Country: Japan	Ticker: 9434
	Meeting Type: Annual	
	Primary ISIN: JP3732000009	Primary SEDOL: BF5M0K5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Update Authorized Capital in Connection with Stock Split	Mgmt	For	For
2.1	Elect Director Imai, Yasuyuki	Mgmt	For	For
2.2	Elect Director Miyakawa, Junichi	Mgmt	For	For
2.3	Elect Director Shimba, Jun	Mgmt	For	For
2.4	Elect Director Fujihara, Kazuhiko	Mgmt	For	For
2.5	Elect Director Son, Masayoshi	Mgmt	For	For
2.6	Elect Director Horiba, Atsushi	Mgmt	For	For
2.7	Elect Director Kamigama, Takehiro	Mgmt	For	For
2.8	Elect Director Oki, Kazuaki	Mgmt	For	For
2.9	Elect Director Koshi, Naomi	Mgmt	For	For
2.10	Elect Director Sakamoto, Maki	Mgmt	For	For
2.11	Elect Director Sasaki, Hiroko	Mgmt	For	For
3	Appoint Alternate Statutory Auditor Nakajima, Yasuhiro	Mgmt	For	For

SoftBank Group Corp.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 9984

Meeting Type: Annual

Primary ISIN: JP3436100006

Primary SEDOL: 6770620

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	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance. The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Goto, Yoshimitsu	Mgmt	For	For
2.3	Elect Director Miyauchi, Ken	Mgmt	For	For
2.4	Elect Director Rene Haas	Mgmt	For	For
2.5	Elect Director Iijima, Masami	Mgmt	For	For
2.6	Elect Director Matsuo, Yutaka	Mgmt	For	For
2.7	Elect Director Erikawa, Keiko	Mgmt	For	For
2.8	Elect Director Kenneth A. Siegel	Mgmt	For	For
2.9	Elect Director David Chao	Mgmt	For	For

Softchoice Corporation

Meeting Date: 05/30/2024

Country: Canada

Ticker: SFTC

Meeting Type: Annual/Special

Primary ISIN: CA83405M1086

Primary SEDOL: BLN9LJ6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Vincent (Vince) De Palma	Mgmt	For	For
1B	Elect Director Andrew Caprara	Mgmt	For	For
1C	Elect Director John MacIntyre	Mgmt	For	Against
<i>Voter Rationale: The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. This director is not sufficiently independent to serve as the independent lead director. In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
1D	Elect Director Christopher Voorpostel	Mgmt	For	Against
<i>Voter Rationale: The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
1E	Elect Director Anthony Gibbons	Mgmt	For	For

Softchoice Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1F	Elect Director Amy Cappellanti-Wolf	Mgmt	For	For
1G	Elect Director Sylvie Veilleux	Mgmt	For	For
1H	Elect Director Lawrence Pentland	Mgmt	For	For
1I	Elect Director Martha Tory	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Re-approve Omnibus Long-Term Incentive Plan	Mgmt	For	Against
<i>Voter Rationale: Based on evaluation of the estimated cost, plan features, grant practices, and overriding negative factors using the Equity Plan Score Card (EPSC), vote AGAINST this omnibus plan due to the following key factor(s): * The plan's estimated cost is excessive; * The vesting provision for full-value awards issued to the CEO is insufficient; and * The CEO's compensation package does not include performance-based equity.</i>				

SoftwareONE Holding AG

Meeting Date: 04/18/2024	Country: Switzerland	Ticker: SWON
	Meeting Type: Annual	
	Primary ISIN: CH0496451508	Primary SEDOL: BKWD4B5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Management Proposals	Mgmt		
1.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
1.2	Approve Non-Financial Report	Mgmt	For	For
1.3	Approve Remuneration Report	Mgmt	For	Against
<i>Voter Rationale: A vote AGAINST the remuneration report is warranted because: * The company continues to refrain from disclosing specific performance targets on an ex-post basis, and the level of ex-post transparency is limited. As such, the specific performance achievements underlying payouts for the year are unclear. * The company has not provided a detailed explanation for the new CEO's compensation package. Moreover, we note that the (pro rata) STI was entirely based on individual performance contributions without disclosure of specific achievements.</i>				
2	Approve Allocation of Income and Dividends of CHF 0.36 per Share from Foreign Capital Contribution Reserves	Mgmt	For	For
3	Approve Discharge of Board and Senior Management	Mgmt	For	For
4.1	Reelect Jose Duarte as Director	Mgmt	For	For
<i>Voter Rationale: Votes FOR the management nominees, Adam Warby, Jose Alberto Duarte, Jim Freeman, Marie-Pierre Rogers, Elizabeth Theophille, and Till Streichert, are warranted. Votes FOR the management-supported dissident nominees, Annabella Bassler, Andrea Sieber, and Daniel Marc von Stockar, are warranted. Votes AGAINST the remaining dissident nominees, Rene Rudolf Gilli, Joerg Riboni, and Till Spillmann, are warranted because: * The dissident has not provided a detailed rationale supporting its proposals, which involve a change in control at the board. * Given management support for three dissident nominees to allow for proportional representation and to avoid further conflict, support for all management nominees as well as the dissident nominees Annabella Bassler, Andrea Sieber and Daniel von Stockar is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.2	Reelect Jim Freeman as Director	Mgmt	For	For
	<i>Voter Rationale: Votes FOR the management nominees, Adam Warby, Jose Alberto Duarte, Jim Freeman, Marie-Pierre Rogers, Elizabeth Theophille, and Till Streichert, are warranted. Votes FOR the management-supported dissident nominees, Annabella Bassler, Andrea Sieber, and Daniel Marc von Stockar, are warranted. Votes AGAINST the remaining dissident nominees, Rene Rudolf Gilli, Joerg Riboni, and Till Spillmann, are warranted because: * The dissident has not provided a detailed rationale supporting its proposals, which involve a change in control at the board. * Given management support for three dissident nominees to allow for proportional representation and to avoid further conflict, support for all management nominees as well as the dissident nominees Annabella Bassler, Andrea Sieber and Daniel von Stockar is warranted.</i>			
4.3	Reelect Marie-Pierre Rogers as Director	Mgmt	For	For
	<i>Voter Rationale: Votes FOR the management nominees, Adam Warby, Jose Alberto Duarte, Jim Freeman, Marie-Pierre Rogers, Elizabeth Theophille, and Till Streichert, are warranted. Votes FOR the management-supported dissident nominees, Annabella Bassler, Andrea Sieber, and Daniel Marc von Stockar, are warranted. Votes AGAINST the remaining dissident nominees, Rene Rudolf Gilli, Joerg Riboni, and Till Spillmann, are warranted because: * The dissident has not provided a detailed rationale supporting its proposals, which involve a change in control at the board. * Given management support for three dissident nominees to allow for proportional representation and to avoid further conflict, support for all management nominees as well as the dissident nominees Annabella Bassler, Andrea Sieber and Daniel von Stockar is warranted.</i>			
4.4	Reelect Elizabeth Theophille as Director	Mgmt	For	For
	<i>Voter Rationale: Votes FOR the management nominees, Adam Warby, Jose Alberto Duarte, Jim Freeman, Marie-Pierre Rogers, Elizabeth Theophille, and Till Streichert, are warranted. Votes FOR the management-supported dissident nominees, Annabella Bassler, Andrea Sieber, and Daniel Marc von Stockar, are warranted. Votes AGAINST the remaining dissident nominees, Rene Rudolf Gilli, Joerg Riboni, and Till Spillmann, are warranted because: * The dissident has not provided a detailed rationale supporting its proposals, which involve a change in control at the board. * Given management support for three dissident nominees to allow for proportional representation and to avoid further conflict, support for all management nominees as well as the dissident nominees Annabella Bassler, Andrea Sieber and Daniel von Stockar is warranted.</i>			
4.5	Reelect Adam Warby as Director	Mgmt	For	For
	<i>Voter Rationale: Votes FOR the management nominees, Adam Warby, Jose Alberto Duarte, Jim Freeman, Marie-Pierre Rogers, Elizabeth Theophille, and Till Streichert, are warranted. Votes FOR the management-supported dissident nominees, Annabella Bassler, Andrea Sieber, and Daniel Marc von Stockar, are warranted. Votes AGAINST the remaining dissident nominees, Rene Rudolf Gilli, Joerg Riboni, and Till Spillmann, are warranted because: * The dissident has not provided a detailed rationale supporting its proposals, which involve a change in control at the board. * Given management support for three dissident nominees to allow for proportional representation and to avoid further conflict, support for all management nominees as well as the dissident nominees Annabella Bassler, Andrea Sieber and Daniel von Stockar is warranted.</i>			
4.6	Elect Till Streichert as Director	Mgmt	For	For
	<i>Voter Rationale: Votes FOR the management nominees, Adam Warby, Jose Alberto Duarte, Jim Freeman, Marie-Pierre Rogers, Elizabeth Theophille, and Till Streichert, are warranted. Votes FOR the management-supported dissident nominees, Annabella Bassler, Andrea Sieber, and Daniel Marc von Stockar, are warranted. Votes AGAINST the remaining dissident nominees, Rene Rudolf Gilli, Joerg Riboni, and Till Spillmann, are warranted because: * The dissident has not provided a detailed rationale supporting its proposals, which involve a change in control at the board. * Given management support for three dissident nominees to allow for proportional representation and to avoid further conflict, support for all management nominees as well as the dissident nominees Annabella Bassler, Andrea Sieber and Daniel von Stockar is warranted.</i>			
	Shareholder Proposals	Mgmt		
4.7	Elect Annabella Bassler as Director	SH	For	For
	<i>Voter Rationale: Votes FOR the management nominees, Adam Warby, Jose Alberto Duarte, Jim Freeman, Marie-Pierre Rogers, Elizabeth Theophille, and Till Streichert, are warranted. Votes FOR the management-supported dissident nominees, Annabella Bassler, Andrea Sieber, and Daniel Marc von Stockar, are warranted. Votes AGAINST the remaining dissident nominees, Rene Rudolf Gilli, Joerg Riboni, and Till Spillmann, are warranted because: * The dissident has not provided a detailed rationale supporting its proposals, which involve a change in control at the board. * Given management support for three dissident nominees to allow for proportional representation and to avoid further conflict, support for all management nominees as well as the dissident nominees Annabella Bassler, Andrea Sieber and Daniel von Stockar is warranted.</i>			

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.8	Elect Andrea Sieber as Director	SH	For	For
	<i>Voter Rationale: Votes FOR the management nominees, Adam Warby, Jose Alberto Duarte, Jim Freeman, Marie-Pierre Rogers, Elizabeth Theophille, and Till Streichert, are warranted. Votes FOR the management-supported dissident nominees, Annabella Bassler, Andrea Sieber, and Daniel Marc von Stockar, are warranted. Votes AGAINST the remaining dissident nominees, Rene Rudolf Gilli, Joerg Riboni, and Till Spillmann, are warranted because: * The dissident has not provided a detailed rationale supporting its proposals, which involve a change in control at the board. * Given management support for three dissident nominees to allow for proportional representation and to avoid further conflict, support for all management nominees as well as the dissident nominees Annabella Bassler, Andrea Sieber and Daniel von Stockar is warranted.</i>			
4.9	Reelect Daniel von Stockar as Director	SH	For	For
	<i>Voter Rationale: Votes FOR the management nominees, Adam Warby, Jose Alberto Duarte, Jim Freeman, Marie-Pierre Rogers, Elizabeth Theophille, and Till Streichert, are warranted. Votes FOR the management-supported dissident nominees, Annabella Bassler, Andrea Sieber, and Daniel Marc von Stockar, are warranted. Votes AGAINST the remaining dissident nominees, Rene Rudolf Gilli, Joerg Riboni, and Till Spillmann, are warranted because: * The dissident has not provided a detailed rationale supporting its proposals, which involve a change in control at the board. * Given management support for three dissident nominees to allow for proportional representation and to avoid further conflict, support for all management nominees as well as the dissident nominees Annabella Bassler, Andrea Sieber and Daniel von Stockar is warranted.</i>			
4.10	Elect Rene Gilli as Director	SH	Against	Against
	<i>Voter Rationale: Votes FOR the management nominees, Adam Warby, Jose Alberto Duarte, Jim Freeman, Marie-Pierre Rogers, Elizabeth Theophille, and Till Streichert, are warranted. Votes FOR the management-supported dissident nominees, Annabella Bassler, Andrea Sieber, and Daniel Marc von Stockar, are warranted. Votes AGAINST the remaining dissident nominees, Rene Rudolf Gilli, Joerg Riboni, and Till Spillmann, are warranted because: * The dissident has not provided a detailed rationale supporting its proposals, which involve a change in control at the board. * Given management support for three dissident nominees to allow for proportional representation and to avoid further conflict, support for all management nominees as well as the dissident nominees Annabella Bassler, Andrea Sieber and Daniel von Stockar is warranted.</i>			
4.11	Elect Joerg Riboni as Director	SH	Against	Against
	<i>Voter Rationale: Votes FOR the management nominees, Adam Warby, Jose Alberto Duarte, Jim Freeman, Marie-Pierre Rogers, Elizabeth Theophille, and Till Streichert, are warranted. Votes FOR the management-supported dissident nominees, Annabella Bassler, Andrea Sieber, and Daniel Marc von Stockar, are warranted. Votes AGAINST the remaining dissident nominees, Rene Rudolf Gilli, Joerg Riboni, and Till Spillmann, are warranted because: * The dissident has not provided a detailed rationale supporting its proposals, which involve a change in control at the board. * Given management support for three dissident nominees to allow for proportional representation and to avoid further conflict, support for all management nominees as well as the dissident nominees Annabella Bassler, Andrea Sieber and Daniel von Stockar is warranted.</i>			
4.12	Elect Till Spillmann as Director	SH	Against	Against
	<i>Voter Rationale: Votes FOR the management nominees, Adam Warby, Jose Alberto Duarte, Jim Freeman, Marie-Pierre Rogers, Elizabeth Theophille, and Till Streichert, are warranted. Votes FOR the management-supported dissident nominees, Annabella Bassler, Andrea Sieber, and Daniel Marc von Stockar, are warranted. Votes AGAINST the remaining dissident nominees, Rene Rudolf Gilli, Joerg Riboni, and Till Spillmann, are warranted because: * The dissident has not provided a detailed rationale supporting its proposals, which involve a change in control at the board. * Given management support for three dissident nominees to allow for proportional representation and to avoid further conflict, support for all management nominees as well as the dissident nominees Annabella Bassler, Andrea Sieber and Daniel von Stockar is warranted.</i>			
	Management Proposal	Mgmt		
5.1	Reelect Adam Warby as Board Chair	Mgmt	For	For
	<i>Voter Rationale: Votes FOR the management nominees, Adam Warby, Jose Alberto Duarte, Jim Freeman, Marie-Pierre Rogers, Elizabeth Theophille, and Till Streichert, are warranted. Votes FOR the management-supported dissident nominees, Annabella Bassler, Andrea Sieber, and Daniel Marc von Stockar, are warranted. Votes AGAINST the remaining dissident nominees, Rene Rudolf Gilli, Joerg Riboni, and Till Spillmann, are warranted because: * The dissident has not provided a detailed rationale supporting its proposals, which involve a change in control at the board. * Given management support for three dissident nominees to allow for proportional representation and to avoid further conflict, support for all management nominees as well as the dissident nominees Annabella Bassler, Andrea Sieber and Daniel von Stockar is warranted.</i>			
	Shareholder Proposal	Mgmt		

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5.2	Elect Daniel von Stockar as Board Chair	SH	Against	Against
	<p><i>Voter Rationale: Votes FOR the management nominees, Adam Warby, Jose Alberto Duarte, Jim Freeman, Marie-Pierre Rogers, Elizabeth Theophille, and Till Streichert, are warranted. Votes FOR the management-supported dissident nominees, Annabella Bassler, Andrea Sieber, and Daniel Marc von Stockar, are warranted. Votes AGAINST the remaining dissident nominees, Rene Rudolf Gilli, Joerg Riboni, and Till Spillmann, are warranted because: * The dissident has not provided a detailed rationale supporting its proposals, which involve a change in control at the board. * Given management support for three dissident nominees to allow for proportional representation and to avoid further conflict, support for all management nominees as well as the dissident nominees Annabella Bassler, Andrea Sieber and Daniel von Stockar is warranted.</i></p>			
	Management Proposals	Mgmt		
5.3	Reelect Adam Warby as Board Chair, if Items 5.1 and 5.2 are Accepted	Mgmt	For	For
	<p><i>Voter Rationale: Votes FOR the management nominees, Adam Warby, Jose Alberto Duarte, Jim Freeman, Marie-Pierre Rogers, Elizabeth Theophille, and Till Streichert, are warranted. Votes FOR the management-supported dissident nominees, Annabella Bassler, Andrea Sieber, and Daniel Marc von Stockar, are warranted. Votes AGAINST the remaining dissident nominees, Rene Rudolf Gilli, Joerg Riboni, and Till Spillmann, are warranted because: * The dissident has not provided a detailed rationale supporting its proposals, which involve a change in control at the board. * Given management support for three dissident nominees to allow for proportional representation and to avoid further conflict, support for all management nominees as well as the dissident nominees Annabella Bassler, Andrea Sieber and Daniel von Stockar is warranted.</i></p>			
6.1	Reappoint Marie-Pierre Rogers as Member of the Nomination and Compensation Committee	Mgmt	For	For
	<p><i>Voter Rationale: Votes FOR the management nominees, Adam Warby, Jose Alberto Duarte, Jim Freeman, Marie-Pierre Rogers, Elizabeth Theophille, and Till Streichert, are warranted. Votes FOR the management-supported dissident nominees, Annabella Bassler, Andrea Sieber, and Daniel Marc von Stockar, are warranted. Votes AGAINST the remaining dissident nominees, Rene Rudolf Gilli, Joerg Riboni, and Till Spillmann, are warranted because: * The dissident has not provided a detailed rationale supporting its proposals, which involve a change in control at the board. * Given management support for three dissident nominees to allow for proportional representation and to avoid further conflict, support for all management nominees as well as the dissident nominees Annabella Bassler, Andrea Sieber and Daniel von Stockar is warranted.</i></p>			
6.2	Reappoint Jose Duarte as Member of the Nomination and Compensation Committee	Mgmt	For	For
	<p><i>Voter Rationale: Votes FOR the management nominees, Adam Warby, Jose Alberto Duarte, Jim Freeman, Marie-Pierre Rogers, Elizabeth Theophille, and Till Streichert, are warranted. Votes FOR the management-supported dissident nominees, Annabella Bassler, Andrea Sieber, and Daniel Marc von Stockar, are warranted. Votes AGAINST the remaining dissident nominees, Rene Rudolf Gilli, Joerg Riboni, and Till Spillmann, are warranted because: * The dissident has not provided a detailed rationale supporting its proposals, which involve a change in control at the board. * Given management support for three dissident nominees to allow for proportional representation and to avoid further conflict, support for all management nominees as well as the dissident nominees Annabella Bassler, Andrea Sieber and Daniel von Stockar is warranted.</i></p>			
6.3	Reappoint Adam Warby as Member of the Nomination and Compensation Committee	Mgmt	For	For
	<p><i>Voter Rationale: Votes FOR the management nominees, Adam Warby, Jose Alberto Duarte, Jim Freeman, Marie-Pierre Rogers, Elizabeth Theophille, and Till Streichert, are warranted. Votes FOR the management-supported dissident nominees, Annabella Bassler, Andrea Sieber, and Daniel Marc von Stockar, are warranted. Votes AGAINST the remaining dissident nominees, Rene Rudolf Gilli, Joerg Riboni, and Till Spillmann, are warranted because: * The dissident has not provided a detailed rationale supporting its proposals, which involve a change in control at the board. * Given management support for three dissident nominees to allow for proportional representation and to avoid further conflict, support for all management nominees as well as the dissident nominees Annabella Bassler, Andrea Sieber and Daniel von Stockar is warranted.</i></p>			
	Shareholder Proposals	Mgmt		

SoftwareONE Holding AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6.4	Appoint Annabella Bassler as Member of the Nomination and Compensation Committee	SH	Against	Against
<p><i>Voter Rationale: Votes FOR the management nominees, Adam Warby, Jose Alberto Duarte, Jim Freeman, Marie-Pierre Rogers, Elizabeth Theophille, and Till Streichert, are warranted. Votes FOR the management-supported dissident nominees, Annabella Bassler, Andrea Sieber, and Daniel Marc von Stockar, are warranted. Votes AGAINST the remaining dissident nominees, Rene Rudolf Gilli, Joerg Riboni, and Till Spillmann, are warranted because: * The dissident has not provided a detailed rationale supporting its proposals, which involve a change in control at the board. * Given management support for three dissident nominees to allow for proportional representation and to avoid further conflict, support for all management nominees as well as the dissident nominees Annabella Bassler, Andrea Sieber and Daniel von Stockar is warranted.</i></p>				
6.5	Appoint Rene Gilli as Member of the Nomination and Compensation Committee	SH	Against	Against
<p><i>Voter Rationale: Votes FOR the management nominees, Adam Warby, Jose Alberto Duarte, Jim Freeman, Marie-Pierre Rogers, Elizabeth Theophille, and Till Streichert, are warranted. Votes FOR the management-supported dissident nominees, Annabella Bassler, Andrea Sieber, and Daniel Marc von Stockar, are warranted. Votes AGAINST the remaining dissident nominees, Rene Rudolf Gilli, Joerg Riboni, and Till Spillmann, are warranted because: * The dissident has not provided a detailed rationale supporting its proposals, which involve a change in control at the board. * Given management support for three dissident nominees to allow for proportional representation and to avoid further conflict, support for all management nominees as well as the dissident nominees Annabella Bassler, Andrea Sieber and Daniel von Stockar is warranted.</i></p>				
6.6	Appoint Andrea Sieber as Member of the Nomination and Compensation Committee	SH	For	For
<p><i>Voter Rationale: Votes FOR the management nominees, Adam Warby, Jose Alberto Duarte, Jim Freeman, Marie-Pierre Rogers, Elizabeth Theophille, and Till Streichert, are warranted. Votes FOR the management-supported dissident nominees, Annabella Bassler, Andrea Sieber, and Daniel Marc von Stockar, are warranted. Votes AGAINST the remaining dissident nominees, Rene Rudolf Gilli, Joerg Riboni, and Till Spillmann, are warranted because: * The dissident has not provided a detailed rationale supporting its proposals, which involve a change in control at the board. * Given management support for three dissident nominees to allow for proportional representation and to avoid further conflict, support for all management nominees as well as the dissident nominees Annabella Bassler, Andrea Sieber and Daniel von Stockar is warranted.</i></p>				
	Management Proposals	Mgmt		
7	Designate Keller AG as Independent Proxy	Mgmt	For	For
8	Ratify Ernst & Young AG as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				
9.1	Approve Remuneration of Directors in the Amount of CHF 1.9 Million	Mgmt	For	For
9.2	Approve Remuneration of Executive Committee in the Amount of CHF 19.7 Million	Mgmt	For	For
10	Transact Other Business (Voting)	Mgmt	For	Against
<p><i>Voter Rationale: Any Other Business' should not be a voting item.</i></p>				

SOHGO SECURITY SERVICES CO., LTD.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 2331

Meeting Type: Annual

Primary ISIN: JP3431900004

Primary SEDOL: 6546359

SOHGO SECURITY SERVICES CO., LTD.

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 Murai, Tsuyoshi	Mgmt	For	For
2.2	Elect Director Kayaki, Ikuji	Mgmt	For	For
2.3	Elect Director Suzuki, Motohisa	Mgmt	For	For
2.4	Elect Director Kumagai, Takashi	Mgmt	For	For
2.5	Elect Director Shigemi, Kazuhide	Mgmt	For	For
2.6	Elect Director Hyakutake, Naoki	Mgmt	For	For
2.7	Elect Director Komatsu, Yutaka	Mgmt	For	For
2.8	Elect Director Ikenaga, Toshie	Mgmt	For	For
2.9	Elect Director Mishima, Masahiko	Mgmt	For	For
2.10	Elect Director Iwasaki, Kenji	Mgmt	For	For
2.11	Elect Director Morita, Hiroyuki	Mgmt	For	For
2.12	Elect Director Tanaka, Risa	Mgmt	For	For
3	Appoint Statutory Auditor Otsuka, Yoshifumi	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
4	Approve Compensation Ceiling for Directors	Mgmt	For	For

Soho House & Co Inc.

Meeting Date: 06/20/2024

Country: USA

Ticker: SHCO

Meeting Type: Annual

Primary ISIN: US5860011098

Primary SEDOL: BP8K8R9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Alice Delahunt	Mgmt	For	Withhold
<i>Voter Rationale: The audit committee is responsible for the integrity of the annual report and accounts. Substantial restatements of earnings are indicative of the inadequate oversight and controls by the audit committee. The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.</i>				
1b	Elect Director Dasha Zhukova	Mgmt	For	For

Soho House & Co Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1c	Elect Director Nicole Avant	Mgmt	For	Withhold
<p><i>Voter Rationale: The audit committee is responsible for the integrity of the annual report and accounts. Substantial restatements of earnings are indicative of the inadequate oversight and controls by the audit committee. The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.</i></p>				
1d	Elect Director Joe Hage	Mgmt	For	Withhold
<p><i>Voter Rationale: WITHHOLD votes are warranted for Audit Committee members Nicole Avant and Alice Delahunt (i) for failing to address the material weaknesses in the company's internal controls in consecutive years; and (ii) for concerns regarding risk oversight in light of the pledging of a significant amount of the company's common stock. WITHHOLD votes are warranted for Governance Committee members Her Excellency Al Mayassa Bint Hamad Al-Thani and Joe Hage (i) given the board's failure to remove, or subject to a sunset requirement, the dual-class capital structure, the classified board, and the pop-up supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impact shareholder rights; and (ii) due to the continued service on the board of a director who has repeatedly failed to attend at least 75 percent of his meetings without a disclosed rationale. A vote FOR the remaining director nominees is warranted.</i></p>				
1e	Elect Director Eric Deardorff	Mgmt	For	For
1f	Elect Director Sheikha Al Mayassa Bint Hamad Al-Thani	Mgmt	For	Withhold
<p><i>Voter Rationale: WITHHOLD votes are warranted for Audit Committee members Nicole Avant and Alice Delahunt (i) for failing to address the material weaknesses in the company's internal controls in consecutive years; and (ii) for concerns regarding risk oversight in light of the pledging of a significant amount of the company's common stock. WITHHOLD votes are warranted for Governance Committee members Her Excellency Al Mayassa Bint Hamad Al-Thani and Joe Hage (i) given the board's failure to remove, or subject to a sunset requirement, the dual-class capital structure, the classified board, and the pop-up supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impact shareholder rights; and (ii) due to the continued service on the board of a director who has repeatedly failed to attend at least 75 percent of his meetings without a disclosed rationale. A vote FOR the remaining director nominees is warranted.</i></p>				
1g	Elect Director Andrew Sasson	Mgmt	For	For
2	Ratify BDO LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

SolarEdge Technologies, Inc.

Meeting Date: 06/05/2024

Country: USA

Ticker: SEDG

Meeting Type: Annual

Primary ISIN: US83417M1045

Primary SEDOL: BWC52Q6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Zvi Lando	Mgmt	For	For
1b	Elect Director Avery More	Mgmt	For	For
1c	Elect Director Nadav Zafrir	Mgmt	For	For
2	Ratify Kost Forer Gabbay & Kasierer, a member of EY Global as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

SolarEdge Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				

Solaria Energia y Medio Ambiente SA

Meeting Date: 06/27/2024	Country: Spain	Ticker: SLR
	Meeting Type: Annual	
	Primary ISIN: ES0165386014	Primary SEDOL: B1YVKJ4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Consolidated and Standalone Financial Statements	Mgmt	For	For
2	Approve Allocation of Income	Mgmt	For	For
3	Approve Discharge of Board	Mgmt	For	For
4.A	Reelect Enrique Diaz-Tejeiro Gutierrez as Director	Mgmt	For	Against
<p><i>Voter Rationale: The audit committee should be fully independent and this directors membership could hamper the committees impartiality and effectiveness. The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i></p>				
4.B	Reelect Carlos Francisco Abad Rico as Director	Mgmt	For	For
4.C	Reelect Maria Dolores Larranaga Horna as Director	Mgmt	For	For
4.D	Reelect Arturo Diaz-Tejeiro Larranaga as Director	Mgmt	For	For
4.E	Reelect Maria Jose Canel Crespo as Director	Mgmt	For	Abstain
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 40% of the board.</i></p>				
4.F	Reelect Manuel Azpilicueta Ferrer as Director	Mgmt	For	For
5	Approve Remuneration of Directors	Mgmt	For	For
6	Appoint Ernst & Young as Auditor	Mgmt	For	For
7	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	Against
<p><i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i></p>				

Solaria Energia y Medio Ambiente SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For
9	Advisory Vote on Remuneration Report	Mgmt	For	For

Sompo Holdings, Inc.

Meeting Date: 06/24/2024

Country: Japan

Ticker: 8630

Meeting Type: Annual

Primary ISIN: JP3165000005

Primary SEDOL: B62G7K6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 150	Mgmt	For	For
2.1	Elect Director Okumura, Mikio	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				
2.2	Elect Director Hamada, Masahiro	Mgmt	For	For
2.3	Elect Director Hara, Shinichi	Mgmt	For	For
2.4	Elect Director Scott Trevor Davis	Mgmt	For	For
2.5	Elect Director Endo, Isao	Mgmt	For	Against
<i>Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.</i>				
2.6	Elect Director Higashi, Kazuhiro	Mgmt	For	For
2.7	Elect Director Shibata, Misuzu	Mgmt	For	For
2.8	Elect Director Nawa, Takashi	Mgmt	For	For
2.9	Elect Director Yamada, Meyumi	Mgmt	For	For
2.10	Elect Director Ito, Kumi	Mgmt	For	For
2.11	Elect Director Waga, Masayuki	Mgmt	For	For
2.12	Elect Director Kajikawa, Toru	Mgmt	For	For
2.13	Elect Director Kasai, Satoshi	Mgmt	For	For

Sonova Holding AG

Meeting Date: 06/11/2024

Country: Switzerland

Ticker: SOON

Meeting Type: Annual

Primary ISIN: CH0012549785

Primary SEDOL: 7156036

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
1.2	Approve Non-Financial Report (Non-Binding)	Mgmt	For	For
1.3	Approve Remuneration Report (Non-Binding)	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i></p>				
2	Approve Allocation of Income and Dividends of CHF 4.30 per Share	Mgmt	For	For
3	Approve Discharge of Board and Senior Management	Mgmt	For	For
4.1.1	Reelect Robert Spoerry as Director and Board Chair	Mgmt	For	For
<p><i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i></p>				
4.1.2	Reelect Stacy Seng as Director	Mgmt	For	For
4.1.3	Reelect Gregory Behar as Director	Mgmt	For	For
4.1.4	Reelect Lynn Bleil as Director	Mgmt	For	For
4.1.5	Reelect Lukas Braunschweiler as Director	Mgmt	For	For
4.1.6	Reelect Roland Diggelmann as Director	Mgmt	For	For
4.1.7	Reelect Julie Tay as Director	Mgmt	For	For
4.1.8	Reelect Ronald van der Vis as Director	Mgmt	For	Against
<p><i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i></p>				
4.1.9	Reelect Adrian Widmer as Director	Mgmt	For	For
4.2	Elect Gilbert Achermann as Director	Mgmt	For	For
4.3.1	Reappoint Roland Diggelmann as Member of the Nomination and Compensation Committee	Mgmt	For	Against
<p><i>Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board. . The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 40% of the board.</i></p>				
4.3.2	Reappoint Lukas Braunschweiler as Member of the Nomination and Compensation Committee	Mgmt	For	For

Sonova Holding AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.3.3	Reappoint Stacy Seng as Member of the Nomination and Compensation Committee	Mgmt	For	For
4.3.4	Reappoint Julie Tay 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 Keller AG as Independent Proxy	Mgmt	For	For
5.1	Approve Remuneration of Directors in the Amount of CHF 3.5 Million	Mgmt	For	For
5.2	Approve Remuneration of Executive Committee in the Amount of CHF 16.8 Million	Mgmt	For	For
6	Transact Other Business (Voting)	Mgmt	For	Against

Voter Rationale: Any Other Business' should not be a voting item.

Sony Group Corp.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 6758

Meeting Type: Annual

Primary ISIN: JP3435000009

Primary SEDOL: 6821506

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Yoshida, Kenichiro	Mgmt	For	For
1.2	Elect Director Totoki, Hiroki	Mgmt	For	For
1.3	Elect Director Hatanaka, Yoshihiko	Mgmt	For	For
1.4	Elect Director Wendy Becker	Mgmt	For	For
1.5	Elect Director Akiyama, Sakie	Mgmt	For	For
1.6	Elect Director Kishigami, Keiko	Mgmt	For	For
1.7	Elect Director Joseph A. Kraft Jr	Mgmt	For	For
1.8	Elect Director Neil Hunt	Mgmt	For	For
1.9	Elect Director William Morrow	Mgmt	For	For
1.10	Elect Director Konomoto, Shingo	Mgmt	For	For

Sotera Health Company

Meeting Date: 05/23/2024

Country: USA

Ticker: SHC

Meeting Type: Annual

Primary ISIN: US83601L1026

Primary SEDOL: BNKVRZ7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Constantine S. Mihas	Mgmt	For	Against
	<i>Voter Rationale: The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>			
1b	Elect Director James C. Neary	Mgmt	For	Against
	<i>Voter Rationale: The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>			
1c	Elect Director Michael B. Petras, Jr.	Mgmt	For	For
1d	Elect Director David E. Wheadon	Mgmt	For	For
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i>			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
4	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	Against
	<i>Voter Rationale: A vote AGAINST this proposal is warranted, as the company is controlled, and decisions regarding the company's response to shareholder litigation would be made by a board that lacks accountability.</i>			

Sotetsu Holdings, Inc.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 9003

Meeting Type: Annual

Primary ISIN: JP3316400005

Primary SEDOL: 6767202

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 Hayashi, Hidekazu	Mgmt	For	For
2.2	Elect Director Takizawa, Hideyuki	Mgmt	For	For
2.3	Elect Director Hirano, Masayuki	Mgmt	For	For
2.4	Elect Director Goto, Ryoichi	Mgmt	For	For
2.5	Elect Director Kagami, Mitsuko	Mgmt	For	For
2.6	Elect Director Onji, Yoshimitsu	Mgmt	For	For
2.7	Elect Director Fujikawa, Yukiko	Mgmt	For	For

Sotetsu Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Appoint Statutory Auditor Minai, Mitsuo	Mgmt	For	Against

Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.

South State Corporation

Meeting Date: 04/24/2024	Country: USA	Ticker: SSB
	Meeting Type: Annual	
	Primary ISIN: US8404411097	Primary SEDOL: BNF071

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ronald M. Cofield, Sr.	Mgmt	For	For
1b	Elect Director Shantella E. Cooper	Mgmt	For	For
1c	Elect Director John C. Corbett	Mgmt	For	For
1d	Elect Director Jean E. Davis	Mgmt	For	For
1e	Elect Director Martin B. Davis	Mgmt	For	For
1f	Elect Director Douglas J. Hertz	Mgmt	For	For
1g	Elect Director G. Ruffner Page, Jr.	Mgmt	For	For
1h	Elect Director William Knox Pou, Jr.	Mgmt	For	Withhold

Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.

1i	Elect Director James W. Roquemore	Mgmt	For	For
1j	Elect Director David G. Salyers	Mgmt	For	For
1k	Elect Director Joshua A. Snively	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

3	Amend Omnibus Stock Plan	Mgmt	For	For
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Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.

4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
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Southside Bancshares, Inc.

Meeting Date: 05/15/2024	Country: USA	Ticker: SBSI
	Meeting Type: Annual	
	Primary ISIN: US84470P1093	Primary SEDOL: 2485876

Southside Bancshares, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director S. Elaine Anderson	Mgmt	For	For
1.2	Elect Director Kirk A. Calhoun	Mgmt	For	For
1.3	Elect Director Patricia A. Callan	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.4	Elect Director John R. (Bob) Garrett	Mgmt	For	For
1.5	Elect Director Tony K. Morgan	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Southwest Gas Holdings, Inc.

Meeting Date: 05/02/2024

Country: USA

Ticker: SWX

Meeting Type: Annual

Primary ISIN: US8448951025

Primary SEDOL: 2831888

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director E. Renae Conley	Mgmt	For	For
1.2	Elect Director Andrew W. Evans	Mgmt	For	For
1.3	Elect Director Karen S. Haller	Mgmt	For	For
1.4	Elect Director Jane Lewis-Raymond	Mgmt	For	For
1.5	Elect Director Henry P. Linginfelter	Mgmt	For	For
1.6	Elect Director Anne L. Mariucci	Mgmt	For	For
1.7	Elect Director Carlos A. Ruisanchez	Mgmt	For	For
1.8	Elect Director Ruby Sharma	Mgmt	For	For
1.9	Elect Director Andrew J. Teno	Mgmt	For	For
1.10	Elect Director A. Randall Thoman	Mgmt	For	For
1.11	Elect Director Leslie T. Thornton	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Southwest Gas Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Tax-Free Spin Protection Plan	Mgmt	For	For
5	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.

SPARX Group Co., Ltd.

Meeting Date: 06/07/2024	Country: Japan	Ticker: 8739	
	Meeting Type: Annual		
		Primary ISIN: JP3399900004	Primary SEDOL: 6419224

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 66	Mgmt	For	For
2	Amend Articles to Clarify Director Authority on Shareholder Meetings	Mgmt	For	For
3	Elect Director Abe, Shuhei	Mgmt	For	For
4.1	Elect Director and Audit Committee Member Nakagawa, Toshihiko	Mgmt	For	For
4.2	Elect Director and Audit Committee Member Nomi, Kimikazu	Mgmt	For	For
4.3	Elect Director and Audit Committee Member Hakoda, Eiko	Mgmt	For	For
4.4	Elect Director and Audit Committee Member Saito, Asako	Mgmt	For	For

Spectris Plc

Meeting Date: 05/23/2024	Country: United Kingdom	Ticker: SXS	
	Meeting Type: Annual		
		Primary ISIN: GB0003308607	Primary SEDOL: 0330860

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
<i>Voter Rationale: We expect executives to reach their shareholding requirement within five years.</i>				
3	Approve Final Dividend	Mgmt	For	For
4	Elect Mandy Gradden as Director	Mgmt	For	For
5	Re-elect Ravi Gopinath as Director	Mgmt	For	For

Spectris Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Re-elect Derek Harding as Director	Mgmt	For	For
7	Re-elect Andrew Heath as Director	Mgmt	For	For
8	Re-elect Alison Henwood as Director	Mgmt	For	For
9	Re-elect Ulf Quellmann as Director	Mgmt	For	For
10	Re-elect Cathy Turner as Director	Mgmt	For	For
11	Re-elect Kjersti Wiklund as Director	Mgmt	For	For
12	Re-elect Mark Williamson as Director	Mgmt	For	For
<i>Voter Rationale: The board chairman serves as a member of the Nomination Committee.</i>				
13	Reappoint Deloitte 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 the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

SPIE SA

Meeting Date: 05/03/2024

Country: France

Ticker: SPIE

Meeting Type: Annual/Special

Primary ISIN: FR0012757854

Primary SEDOL: BYZFYS3

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
<i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account. Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
3	Approve Allocation of Income and Dividends of EUR 0.83 per Share	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Appoint PricewaterhouseCoopers Audit as Auditor for the Sustainability Reporting	Mgmt	For	For
6	Approve Compensation of Chairman and CEO	Mgmt	For	Against
<i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>				
7	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	Against
<i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
8	Approve Compensation Report	Mgmt	For	For
9	Approve Remuneration Policy of Directors	Mgmt	For	For
10	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
11	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
12	Authorize Capitalization of Reserves of Up to EUR 15 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For
13	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 39 Million	Mgmt	For	For
14	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 7.8 Million	Mgmt	For	For
15	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 7.8 Million	Mgmt	For	For
16	Authorize Board to Set Issue Price for 10 Percent Per Year of Issued Capital Pursuant to Issue Authority without Preemptive Rights	Mgmt	For	For
17	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For
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 and Corporate Officers of International Subsidiaries	Mgmt	For	For

SPIE SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
20	Authorize up to 0.5 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	For
<i>Voter Rationale: Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
21	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Sprout Social, Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: SPT

Meeting Type: Annual

Primary ISIN: US85209W1099

Primary SEDOL: BKTNTS0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Justyn Howard	Mgmt	For	For
1b	Elect Director Thomas Stanley	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				

Sprouts Farmers Market, Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: SFM

Meeting Type: Annual

Primary ISIN: US85208M1027

Primary SEDOL: BCGCR79

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Hari K. Avula	Mgmt	For	For
1.2	Elect Director Joseph Fortunato	Mgmt	For	For
1.3	Elect Director Joseph D. O'Leary	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				

Sprouts Farmers Market, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

SPS Commerce, Inc.

Meeting Date: 05/16/2024 **Country:** USA **Ticker:** SPSC
Meeting Type: Annual
Primary ISIN: US78463M1071 **Primary SEDOL:** B57VWJ3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Chad Collins	Mgmt	For	For
1b	Elect Director James Ramsey	Mgmt	For	For
1c	Elect Director Marty Reaume	Mgmt	For	For
1d	Elect Director Tami Reller	Mgmt	For	For
1e	Elect Director Philip Soran	Mgmt	For	For
1f	Elect Director Anne Sempowski Ward	Mgmt	For	For
1g	Elect Director Sven Wehrwein	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
4	Amend Certificate of Incorporation to Provide for the Exculpation of Certain Officers	Mgmt	For	For

SPX Technologies, Inc.

Meeting Date: 05/14/2024 **Country:** USA **Ticker:** SPXC
Meeting Type: Annual
Primary ISIN: US78473E1038 **Primary SEDOL:** BQ1L7V3

SPX Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ruth G. Shaw	Mgmt	For	For
1.2	Elect Director Robert B. Toth	Mgmt	For	For
1.3	Elect Director Angel Shelton Willis	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Declassify the Board of Directors	Mgmt	For	For
<i>Voter Rationale: The annual election of directors provides greater accountability to shareholders and is a widely accepted best practice in corporate governance. Shareholders should have the opportunity to communicate with directors regarding their performance regularly.</i>				
4	Amend Certificate of Incorporation to Provide for the Exculpation of Certain Officers	Mgmt	For	For
5	Adopt the Jurisdiction of Incorporation as the Exclusive Forum for Certain Disputes	Mgmt	For	For
6	Amend Certificate of Incorporation to Add Federal Forum Selection Provision	Mgmt	For	For
7	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Square Enix Holdings Co., Ltd.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 9684

Meeting Type: Annual

Primary ISIN: JP3164630000

Primary SEDOL: 6309262

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kiryu, Takashi	Mgmt	For	For
1.2	Elect Director Kitase, Yoshinori	Mgmt	For	For
1.3	Elect Director Miyake, Yu	Mgmt	For	For
1.4	Elect Director Ogawa, Masato	Mgmt	For	For
1.5	Elect Director Okamoto, Mitsuko	Mgmt	For	For
1.6	Elect Director Abdullah Aldawood	Mgmt	For	For
1.7	Elect Director Takano, Naoto	Mgmt	For	For
1.8	Elect Director Agatsuma, Mika	Mgmt	For	For
1.9	Elect Director Tracy Fullerton	Mgmt	For	For

Square Enix Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.1	Elect Director and Audit Committee Member Iwamoto, Nobuyuki	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
2.2	Elect Director and Audit Committee Member Toyoshima, Tadao	Mgmt	For	For
2.3	Elect Director and Audit Committee Member Shinji, Hajime	Mgmt	For	For
3	Elect Alternate Director and Audit Committee Member Shinohara, Satoshi	Mgmt	For	For

Squarespace, Inc.

Meeting Date: 06/04/2024

Country: USA

Ticker: SQSP

Meeting Type: Annual

Primary ISIN: US85225A1079

Primary SEDOL: BKPGJQ1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Anthony Casalena	Mgmt	For	Withhold
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>				
1.2	Elect Director Andrew Braccia	Mgmt	For	For
1.3	Elect Director Michael Fleisher	Mgmt	For	For
1.4	Elect Director Jonathan Klein	Mgmt	For	For
1.5	Elect Director Liza Landsman	Mgmt	For	For
1.6	Elect Director Anton Levy	Mgmt	For	For
1.7	Elect Director Neela Montgomery	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	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

SRE Holdings Corp.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 2980

Meeting Type: Annual

Primary ISIN: JP3161320001

Primary SEDOL: BL4KJ49

SRE Holdings Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nishiyama, Kazuo	Mgmt	For	For
1.2	Elect Director Kukuminato, Akio	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Harada, Jun	Mgmt	For	For
2.2	Elect Director and Audit Committee Member Ota, Ayako	Mgmt	For	For
2.3	Elect Director and Audit Committee Member Kotosaka, Masahiro	Mgmt	For	For

SS&C Technologies Holdings, Inc.

Meeting Date: 05/29/2024

Country: USA

Ticker: SSNC

Meeting Type: Annual

Primary ISIN: US7846711007

Primary SEDOL: B58YSC6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jonathan E. Michael	Mgmt	For	For
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>			
1b	Elect Director Debra Walton-Ruskin	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>			
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>			
4	Amend Omnibus Stock Plan	Mgmt	For	For
	<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>			

STAAR Surgical Company

Meeting Date: 06/20/2024

Country: USA

Ticker: STAA

Meeting Type: Annual

Primary ISIN: US8523123052

Primary SEDOL: 2836292

STAAR Surgical Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Arthur C. Butcher	Mgmt	For	For
1.2	Elect Director Stephen C. Farrell	Mgmt	For	For
1.3	Elect Director Thomas G. Frinzi	Mgmt	For	For
1.4	Elect Director Wei Jiang	Mgmt	For	For
1.5	Elect Director Aimee S. Weisner	Mgmt	For	For
1.6	Elect Director Elizabeth Yeu	Mgmt	For	For
1.7	Elect Director Lilian Y. Zhou	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
3	Ratify BDO USA, P.C. as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Variable remuneration should not contain a significant overlap of metrics. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				

STAG Industrial, Inc.

Meeting Date: 04/29/2024

Country: USA

Ticker: STAG

Meeting Type: Annual

Primary ISIN: US85254J1025

Primary SEDOL: B64BRQ5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Benjamin S. Butcher	Mgmt	For	For
1b	Elect Director Jit Kee Chin	Mgmt	For	For
1c	Elect Director Virgis W. Colbert	Mgmt	For	For
1d	Elect Director William R. Crooker	Mgmt	For	For
1e	Elect Director Michelle S. Dilley	Mgmt	For	For

STAG Industrial, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director Jeffrey D. Furber	Mgmt	For	For
1g	Elect Director Larry T. Guillemette	Mgmt	For	For
1h	Elect Director Francis X. Jacoby, III	Mgmt	For	For
1i	Elect Director Christopher P. Marr	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1j	Elect Director Hans S. Weger	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

Stagwell Inc.

Meeting Date: 06/12/2024

Country: USA

Ticker: STGW

Meeting Type: Annual

Primary ISIN: US85256A1097

Primary SEDOL: BM8BPB4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Charlene Barshefsky	Mgmt	For	For
1.2	Elect Director Bradley J. Gross	Mgmt	For	For
1.3	Elect Director Wade Oosterman	Mgmt	For	Withhold
<i>Voter Rationale: The audit committee is responsible for the integrity of the annual report and accounts. Substantial restatements of earnings are indicative of the inadequate oversight and controls by the audit committee.</i>				
1.4	Elect Director Mark J. Penn	Mgmt	For	For
1.5	Elect Director Desiree Rogers	Mgmt	For	For
1.6	Elect Director Eli Samaha	Mgmt	For	For
1.7	Elect Director Irwin D. Simon	Mgmt	For	Withhold
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1.8	Elect Director Rodney Slater	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.9	Elect Director Brandt Vaughan	Mgmt	For	For

Stagwell Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Standard Chartered Plc

Meeting Date: 05/10/2024 **Country:** United Kingdom **Ticker:** STAN
Meeting Type: Annual **Primary ISIN:** GB0004082847 **Primary SEDOL:** 0408284

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
4	Elect Diego De Giorgi as Director	Mgmt	For	For
5	Elect Diane Jurgens as Director	Mgmt	For	For
6	Re-elect Shirish Apte as Director	Mgmt	For	For
7	Re-elect David Conner as Director	Mgmt	For	For
8	Re-elect Jackie Hunt as Director	Mgmt	For	For
9	Re-elect Robin Lawther as Director	Mgmt	For	For
10	Re-elect Maria Ramos as Director	Mgmt	For	For
11	Re-elect Phil Rivett as Director	Mgmt	For	For
12	Re-elect David Tang as Director	Mgmt	For	For
13	Re-elect Jose Vinals as Director	Mgmt	For	For
<i>Voter Rationale: The board chairman serves as a member of the Nomination Committee.</i>				
14	Re-elect Bill Winters as Director	Mgmt	For	For
15	Re-elect Linda Yueh as Director	Mgmt	For	For
16	Reappoint Ernst & Young LLP as Auditors	Mgmt	For	For
17	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
18	Authorise UK Political Donations and Expenditure	Mgmt	For	For
19	Authorise Issue of Equity	Mgmt	For	For

Standard Chartered Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
20	Extend the Authority to Allot Shares by Such Number of Shares Repurchased by the Company under the Authority Granted Pursuant to Resolution 25	Mgmt	For	For
<i>Voter Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
21	Authorise Issue of Equity in Relation to Equity Convertible Additional Tier 1 Securities	Mgmt	For	For
<i>Voter Rationale: A vote FOR these resolutions is warranted, although this is not without concern for shareholders: * If the Company were to issue Equity Convertible Additional Tier 1 (ECAT1) securities and a trigger event were to occur, causing them to convert into ordinary shares, this would result in significant dilution to non-participating shareholders. The main reasons for support are: * Such authorities are common proposals at UK banks and are intended to apply in extreme circumstances only; and * The conversion into ordinary shares would require the CET1 ratio to fall to a level which would denote significant capital weakness well beyond the Company's current position and minimum regulatory requirements.</i>				
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 Issue of Equity without Pre-emptive Rights in Relation to Equity Convertible Additional Tier 1 Securities	Mgmt	For	For
<i>Voter Rationale: A vote FOR these resolutions is warranted, although this is not without concern for shareholders: * If the Company were to issue Equity Convertible Additional Tier 1 (ECAT1) securities and a trigger event were to occur, causing them to convert into ordinary shares, this would result in significant dilution to non-participating shareholders. The main reasons for support are: * Such authorities are common proposals at UK banks and are intended to apply in extreme circumstances only; and * The conversion into ordinary shares would require the CET1 ratio to fall to a level which would denote significant capital weakness well beyond the Company's current position and minimum regulatory requirements.</i>				
25	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
26	Authorise Market Purchase of Preference Shares	Mgmt	For	For
27	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For
28	Amend Articles of Association	Mgmt	For	For

Standard Chartered Plc

Meeting Date: 05/10/2024

Country: United Kingdom

Ticker: STAN

Meeting Type: Special

Primary ISIN: GB0004082847

Primary SEDOL: 0408284

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Class Meeting of the Holders of Ordinary Shares	Mgmt		

Standard Chartered Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Sanctions and Consents to Every Variation, Alteration, Modification or Abrogation of the Rights, Privileges and Restrictions Attaching to the Ordinary Shares which may be Involved by the Passing of Resolution 28 as Set Out in the Notice of AGM	Mgmt	For	For

Stanley Black & Decker, Inc.

Meeting Date: 04/26/2024

Country: USA

Ticker: SWK

Meeting Type: Annual

Primary ISIN: US8545021011

Primary SEDOL: B3Q2FJ4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Donald Allan, Jr.	Mgmt	For	For
1b	Elect Director Andrea J. Ayers	Mgmt	For	For
1c	Elect Director Susan K. Carter	Mgmt	For	For
1d	Elect Director Debra A. Crew	Mgmt	For	For
1e	Elect Director Michael D. Hankin	Mgmt	For	For
1f	Elect Director Robert J. Manning	Mgmt	For	For
1g	Elect Director Adrian V. Mitchell	Mgmt	For	For
1h	Elect Director Jane M. Palmieri	Mgmt	For	For
1i	Elect Director Mojdeh Poul	Mgmt	For	For
1j	Elect Director Irving Tan *Withdrawn Resolution*	Mgmt		
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Stanley Electric Co., Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 6923

Meeting Type: Annual

Primary ISIN: JP3399400005

Primary SEDOL: 6841106

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kaizumi, Yasuaki	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
1.2	Elect Director Ueda, Keisuke	Mgmt	For	For
1.3	Elect Director Takano, Kazuki	Mgmt	For	For
1.4	Elect Director Tomeoka, Tatsuaki	Mgmt	For	For
1.5	Elect Director Oki, Satoshi	Mgmt	For	For
1.6	Elect Director Mori, Masakatsu	Mgmt	For	For
1.7	Elect Director Kono, Hirokazu	Mgmt	For	For
1.8	Elect Director Takeda, Yozo	Mgmt	For	For
1.9	Elect Director Suzuki, Satoko	Mgmt	For	For
1.10	Elect Director Kondo, Tomohiro	Mgmt	For	For

Stantec Inc.

Meeting Date: 05/09/2024

Country: Canada

Ticker: STN

Meeting Type: Annual

Primary ISIN: CA85472N1096

Primary SEDOL: 2854238

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Douglas K. Ammerman	Mgmt	For	Against
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1.2	Elect Director Martin A. a Porta	Mgmt	For	For
1.3	Elect Director Shelley A. M. Brown	Mgmt	For	For
1.4	Elect Director Angeline G. Chen	Mgmt	For	For
1.5	Elect Director Patricia D. Galloway	Mgmt	For	For
1.6	Elect Director Gordon (Gord) A. Johnston	Mgmt	For	For
1.7	Elect Director Donald (Don) J. Lowry	Mgmt	For	For
1.8	Elect Director Marie-Lucie Morin	Mgmt	For	For
1.9	Elect Director Celina J. Wang Doka	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Stantec Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				

Starts Corp., Inc.

Meeting Date: 06/26/2024	Country: Japan	Ticker: 8850
	Meeting Type: Annual	
	Primary ISIN: JP3399200009	Primary SEDOL: 6841913

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Muraishi, Hisaji	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
1.2	Elect Director Isozaki, Kazuo	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
1.3	Elect Director Muraishi, Toyotaka	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
1.4	Elect Director Saito, Taroo	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
1.5	Elect Director Naoi, Hideyuki	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
1.6	Elect Director Nakamatsu, Manabu	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
1.7	Elect Director Naoi, Tamotsu	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
1.8	Elect Director Hasegawa, Takahiro	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
1.9	Elect Director Muramatsu, Hisayuki	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
1.10	Elect Director Ishida, Genji	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
1.11	Elect Director Takahashi, Naoko	Mgmt	For	For

Starts Corp., Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.12	Elect Director Yamamoto, Yoshio	Mgmt	For	For

Starwood Property Trust, Inc.

Meeting Date: 05/03/2024	Country: USA	Ticker: STWD	
	Meeting Type: Annual		
		Primary ISIN: US85571B1052	Primary SEDOL: B3PQ520

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Richard D. Bronson	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.2	Elect Director Jeffrey G. Dishner	Mgmt	For	For
1.3	Elect Director Camille J. Douglas	Mgmt	For	For
1.4	Elect Director Deborah L. Harmon	Mgmt	For	For
1.5	Elect Director Solomon J. Kumin	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.6	Elect Director Fred Perpall	Mgmt	For	For
1.7	Elect Director Fred S. Ridley	Mgmt	For	Withhold
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>			
1.8	Elect Director Barry S. Sternlicht	Mgmt	For	For
	<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>			
1.9	Elect Director Strauss Zelnick	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>			
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

State Street Corporation

Meeting Date: 05/15/2024	Country: USA	Ticker: STT	
	Meeting Type: Annual		
		Primary ISIN: US8574771031	Primary SEDOL: 2842040

State Street Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Patrick de Saint-Aignan	Mgmt	For	For
1b	Elect Director Marie A. Chandoha	Mgmt	For	For
1c	Elect Director DonnaLee A. DeMaio	Mgmt	For	For
1d	Elect Director Amelia C. Fawcett	Mgmt	For	For
1e	Elect Director William C. Freda	Mgmt	For	For
1f	Elect Director Sara Mathew	Mgmt	For	For
1g	Elect Director William L. Meaney	Mgmt	For	For
1h	Elect Director Ronald P. O'Hanley	Mgmt	For	For
1i	Elect Director Sean P. O'Sullivan	Mgmt	For	For
1j	Elect Director Julio A. Portalatin	Mgmt	For	For
1k	Elect Director John B. Rhea	Mgmt	For	For
1l	Elect Director Gregory L. Summe	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

Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.

Steel Dynamics, Inc.

Meeting Date: 05/09/2024

Country: USA

Ticker: STLD

Meeting Type: Annual

Primary ISIN: US8581191009

Primary SEDOL: 2849472

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Mark D. Millett	Mgmt	For	For
1B	Elect Director Sheree L. Bargabos	Mgmt	For	For
1C	Elect Director Kenneth W. Cornew	Mgmt	For	For
1D	Elect Director Traci M. Dolan	Mgmt	For	For
1E	Elect Director Jennifer L. Hamann	Mgmt	For	For
1F	Elect Director James C. Marcuccilli	Mgmt	For	For

Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.

1G	Elect Director Bradley S. Seaman	Mgmt	For	For
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Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.

Steel Dynamics, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1H	Elect Director Gabriel L. Shaheen	Mgmt	For	For
1I	Elect Director Luis M. Sierra	Mgmt	For	For
1J	Elect Director Richard P. Teets, Jr.	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Approve Nonqualified Employee Stock Purchase Plan	Mgmt	For	For
5	Provide Right to Call a Special Meeting	SH	Against	For
<i>Voter Rationale: Holders of significant share capital should be entitled to call a special meeting. A total holding requirement of 10% is a suitable threshold to prevent abuse.</i>				

Stellar Bancorp, Inc.

Meeting Date: 06/04/2024

Country: USA

Ticker: STEL

Meeting Type: Annual

Primary ISIN: US8589271068

Primary SEDOL: BQBCZY5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jon-Al Duplantier	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.2	Elect Director Cynthia A. Dopjera	Mgmt	For	For
1.3	Elect Director Joe E. Penland, Sr.	Mgmt	For	For
1.4	Elect Director Tymothi O. Tombar	Mgmt	For	For
1.5	Elect Director John E. Williams, Jr.	Mgmt	For	Withhold
<i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders rights and should be subject to shareholder approval. Specifically, the company's governing documents prohibit shareholders' ability to amend the bylaws. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				

Stellar Bancorp, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

3	Ratify Crowe LLP as Auditors	Mgmt	For	For
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Stem, Inc.

Meeting Date: 05/29/2024	Country: USA	Ticker: STEM
	Meeting Type: Annual	
	Primary ISIN: US85859N1028	Primary SEDOL: BNHTRL0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David Buzby	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.2	Elect Director John Carrington	Mgmt	For	For
1.3	Elect Director Michael C. Morgan	Mgmt	For	For
2	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
5	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For

Stericycle, Inc.

Meeting Date: 05/21/2024	Country: USA	Ticker: SRCL
	Meeting Type: Annual	
	Primary ISIN: US8589121081	Primary SEDOL: 2860826

Stericycle, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Robert S. Murley	Mgmt	For	For
1b	Elect Director Cindy J. Miller	Mgmt	For	For
1c	Elect Director Brian P. Anderson	Mgmt	For	For
1d	Elect Director Lynn D. Bleil	Mgmt	For	For
1e	Elect Director Thomas F. Chen	Mgmt	For	For
1f	Elect Director Victoria L. Dolan	Mgmt	For	For
1g	Elect Director Naren K. Gursahaney	Mgmt	For	For
1h	Elect Director J. Joel Hackney, Jr.	Mgmt	For	For
1i	Elect Director Stephen C. Hooley	Mgmt	For	For
1j	Elect Director James L. Welch	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Stifel Financial Corp.

Meeting Date: 06/05/2024

Country: USA

Ticker: SF

Meeting Type: Annual

Primary ISIN: US8606301021

Primary SEDOL: 2849234

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Adam T. Berlew	Mgmt	For	For
1.2	Elect Director Maryam S. Brown	Mgmt	For	For
1.3	Elect Director Michael W. Brown	Mgmt	For	For
1.4	Elect Director Lisa L. Carnoy	Mgmt	For	For
1.5	Elect Director Robert E. Grady	Mgmt	For	For
1.6	Elect Director James P. Kavanaugh	Mgmt	For	For
1.7	Elect Director Ronald J. Kruszewski	Mgmt	For	For
1.8	Elect Director Daniel J. Ludeman	Mgmt	For	For
1.9	Elect Director Maura A. Markus	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				

Stifel Financial Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.10	Elect Director David A. Peacock	Mgmt	For	For
1.11	Elect Director Thomas W. Weisel	Mgmt	For	For
1.12	Elect Director Michael J. Zimmerman	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

Stock Yards Bancorp, Inc.

Meeting Date: 04/25/2024	Country: USA	Ticker: SYBT
	Meeting Type: Annual	
	Primary ISIN: US8610251048	Primary SEDOL: BLY2FB4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Shannon B. Arvin	Mgmt	For	For
1b	Elect Director Paul J. Bickel, III	Mgmt	For	For
1c	Elect Director Allison J. Donovan	Mgmt	For	For
1d	Elect Director David P. Heintzman	Mgmt	For	For
1e	Elect Director Carl G. Herde	Mgmt	For	For
1f	Elect Director James A. Hillebrand	Mgmt	For	For
1g	Elect Director Richard A. Lechleiter	Mgmt	For	For
1h	Elect Director Philip S. Poindexter	Mgmt	For	For
1i	Elect Director Stephen M. Priebe	Mgmt	For	Against
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i></p>				
1j	Elect Director Edwin S. Saunier	Mgmt	For	For
1k	Elect Director John L. Schutte	Mgmt	For	For
1l	Elect Director Laura L. Wells	Mgmt	For	For
2	Ratify FORVIS, LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Stock Yards Bancorp, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

StorageVault Canada Inc.

Meeting Date: 05/23/2024	Country: Canada	Ticker: SVI
	Meeting Type: Annual	
	Primary ISIN: CA86212H1055	Primary SEDOL: B296BQ5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Fix Number of Directors at Six	Mgmt	For	For
2A	Elect Director Steven Scott	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
2B	Elect Director Iqbal Khan	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
2C	Elect Director Alan A. Simpson	Mgmt	For	Withhold
<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
2D	Elect Director Jay Lynne Fleming	Mgmt	For	Withhold
<i>Voter Rationale: An executive sits on the Remuneration Committee, which we expect to be independent, as non-independent directors could hamper the committees impartiality and effectiveness. We are holding this director accountable. While directors are charged with making decisions regarding executive compensation, an advisory say on pay vote is the best method for all shareholders to provide their views on those decisions. The governance committee should put a say on pay on the AGM agenda as is now common practice in Canada. Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties. In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
2E	Elect Director Benjamin Harris	Mgmt	For	For
2F	Elect Director Mary Vitug	Mgmt	For	For
3	Approve MNP LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Storebrand ASA

Meeting Date: 04/04/2024	Country: Norway	Ticker: STB
	Meeting Type: Annual	
	Primary ISIN: NO0003053605	Primary SEDOL: 4852832

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Open Meeting; Registration of Attending Shareholders and Proxies	Mgmt		
2	Elect Chairman of Meeting	Mgmt	For	For
3	Approve Notice of Meeting and Agenda	Mgmt	For	For
4	Designate Inspector(s) of Minutes of Meeting	Mgmt	For	For
5	Receive Report on Company's Activities	Mgmt		
6	Accept Financial Statements and Statutory Reports; Approve Allocation of Income and Dividends of NOK 4.10 Per Share	Mgmt	For	For
7	Discuss Company's Corporate Governance Statement	Mgmt		
8	Approve Remuneration Statement (Advisory Vote)	Mgmt	For	For
9	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	For
10	Approve NOK 87.6 Million Reduction in Share Capital via Share Cancellation	Mgmt	For	For
11	Amend Articles Re: Annual General Meeting; Nomination Committee	Mgmt	For	For
12.1	Authorize Share Repurchase Program	Mgmt	For	For
12.2	Approve Creation of NOK 224 Million Pool of Capital without Preemptive Rights	Mgmt	For	For
12.3	Authorize Board to Raise Subordinated Loans	Mgmt	For	For
13.1	Elect Jarle Roth as Director	Mgmt	For	For
13.2	Elect Martin Skancke as Director	Mgmt	For	For
13.3	Elect Christel Elise Borge as Director	Mgmt	For	For
13.4	Elect Marianne Bergmann Roren as Director	Mgmt	For	For
13.5	Elect Viveka Ekberg as Director	Mgmt	For	For
<i>Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity.</i>				
13.6	Elect Benjamin Kristoffer Golding as Director	Mgmt	For	For
<i>Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity.</i>				
13.7	Elect Jaan Ivar Semlitsch as Director	Mgmt	For	For
<i>Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity.</i>				
13.8	Elect Jarle Roth as Board Chairman	Mgmt	For	For

Storebrand ASA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
13.9	Elect Martin Skancke as Vice Chairman	Mgmt	For	For
14.1	Elect Nils Bastiansen as Member of the Nomination Committee	Mgmt	For	For
14.2	Elect Liv Monica Stubholt as Member of the Nomination Committee	Mgmt	For	For
14.3	Elect Lars Jansen Viste as Member of the Nomination Committee	Mgmt	For	For
14.4	Elect Fridtjof Berents as Member of the Nomination Committee	Mgmt	For	For
14.5	Elect Nils Bastiansen as Chair of Nominating Committee	Mgmt	For	For
15.1	Approve Remuneration of Directors	Mgmt	For	For
15.2	Approve Remuneration of Board Committees	Mgmt	For	For
15.3	Approve Remuneration of Nominating Committee	Mgmt	For	For
16	Approve Remuneration of Auditors	Mgmt	For	For
17	Close Meeting	Mgmt		

Straumann Holding AG

Meeting Date: 04/12/2024

Country: Switzerland

Ticker: STMN

Meeting Type: Annual

Primary ISIN: CH1175448666

Primary SEDOL: BQ7ZV06

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	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i></p>				
1.3	Approve Non-Financial Report	Mgmt	For	For
2	Approve Allocation of Income and Dividends of CHF 0.85 per Share	Mgmt	For	For
3	Approve Discharge of Board and Senior Management	Mgmt	For	For
4	Approve Remuneration of Directors in the Amount of CHF 2.6 Million	Mgmt	For	For
5.1	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 10.2 Million	Mgmt	For	For

Straumann Holding AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5.2	Approve Long-Term Variable Remuneration of Executive Committee in the Amount of CHF 3.8 Million	Mgmt	For	For
5.3	Approve Short-Term Variable Remuneration of Executive Committee in the Amount of CHF 7.2 Million	Mgmt	For	For
6.1	Reelect Petra Rumpf as Director and Board Chair	Mgmt	For	For
<i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>				
6.2	Reelect Olivier Filliol as Director	Mgmt	For	For
6.3	Reelect Marco Gadola as Director	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be fully independent and this directors membership could hamper the committees impartiality and effectiveness. Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
6.4	Reelect Thomas Straumann as Director	Mgmt	For	For
6.5	Reelect Regula Wallimann as Director	Mgmt	For	For
6.6	Elect Xiaoqun Clever-Steg as Director	Mgmt	For	For
6.7	Elect Stefan Meister as Director	Mgmt	For	For
7.1	Appoint Olivier Filliol as Member of the Human Resources and Compensation Committee	Mgmt	For	For
7.2	Reappoint Marco Gadola as Member of the Human Resources and Compensation Committee	Mgmt	For	Against
<i>Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board. Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
7.3	Reappoint Regula Wallimann as Member of the Human Resources and Compensation Committee	Mgmt	For	For
8	Designate NEOVIUS AG as Independent Proxy	Mgmt	For	For
9	Ratify Ernst & Young AG as Auditors	Mgmt	For	For
10	Transact Other Business (Voting)	Mgmt	For	Against
<i>Voter Rationale: Any Other Business' should not be a voting item.</i>				

Stryker Corporation

Meeting Date: 05/09/2024

Country: USA

Ticker: SYK

Meeting Type: Annual

Primary ISIN: US8636671013

Primary SEDOL: 2853688

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mary K. Brainerd	Mgmt	For	For
1b	Elect Director Giovanni Caforio	Mgmt	For	For
1c	Elect Director Allan C. Golston	Mgmt	For	For
1d	Elect Director Kevin A. Lobo	Mgmt	For	For
1e	Elect Director Sherilyn S. McCoy	Mgmt	For	For
1f	Elect Director Rachel Ruggeri	Mgmt	For	For
1g	Elect Director Andrew K. Silvernail	Mgmt	For	For
1h	Elect Director Lisa M. Skeete Tatum	Mgmt	For	For
1i	Elect Director Ronda E. Stryker	Mgmt	For	For
1j	Elect Director Rajeev Suri	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
4	Report on Political Contributions and Expenditures	SH	Against	For
<i>Voter Rationale: Comprehensive, aggregate disclosure on political spending is best practice. Disclosure should include all state and local donations including support for 527 organizations and ballot initiatives. In addition, the company should identify key relationships with trade associations that engage in lobbying on the corporation's behalf, as well as describe its policies and processes for giving. We ask that the board provide ultimate oversight for political donations.</i>				

Sugi Holdings Co., Ltd.

Meeting Date: 05/21/2024

Country: Japan

Ticker: 7649

Meeting Type: Annual

Primary ISIN: JP3397060009

Primary SEDOL: 6259011

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sakakibara, Eiichi	Mgmt	For	For
1.2	Elect Director Sugiura, Katsunori	Mgmt	For	For
1.3	Elect Director Sugiura, Shinya	Mgmt	For	For
1.4	Elect Director Kamino, Shigeyuki	Mgmt	For	For
1.5	Elect Director Uchida, Shiro	Mgmt	For	For
1.6	Elect Director Takaishi, Hideaki	Mgmt	For	For

Sugi Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Oura, Kaseri	Mgmt	For	For
2.1	Appoint Statutory Auditor Sakamoto, Toshihiko	Mgmt	For	For
2.2	Appoint Statutory Auditor Shimura, Toshiaki	Mgmt	For	For
2.3	Appoint Statutory Auditor Hayama, Yoshiko	Mgmt	For	For
3	Approve Compensation Ceiling for Statutory Auditors	Mgmt	For	For

Sumitomo Corp.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 8053

Meeting Type: Annual

Primary ISIN: JP3404600003

Primary SEDOL: 6858946

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 62.5	Mgmt	For	For
2.1	Elect Director Hyodo, Masayuki	Mgmt	For	For
2.2	Elect Director Nambu, Toshikazu	Mgmt	For	For
2.3	Elect Director Ueno, Shingo	Mgmt	For	For
2.4	Elect Director Seishima, Takayuki	Mgmt	For	For
2.5	Elect Director Moroka, Reiji	Mgmt	For	For
2.6	Elect Director Nonaka, Norihiko	Mgmt	For	For
2.7	Elect Director Ide, Akiko	Mgmt	For	For
2.8	Elect Director Mitachi, Takashi	Mgmt	For	For
2.9	Elect Director Takahara, Takahisa	Mgmt	For	For
2.10	Elect Director Asakura, Haruyasu	Mgmt	For	For
2.11	Elect Director Otsuki, Nana	Mgmt	For	For
3.1	Appoint Statutory Auditor Inada, Nobuo	Mgmt	For	For
3.2	Appoint Statutory Auditor Kunii, Taisei	Mgmt	For	For
4	Approve Fixed Cash Compensation Ceiling for Directors and Performance Share Plan	Mgmt	For	For

Sumitomo Metal Mining Co. Ltd.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 5713

Meeting Type: Annual

Primary ISIN: JP3402600005

Primary SEDOL: 6858849

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 63	Mgmt	For	For
2.1	Elect Director Nozaki, Akira	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Matsumoto, Nobuhiro	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. We expect corporates in sectors and with business models that are significantly exposed to nature-related risks to disclose information on their operational impact on biodiversity – such as assets that are in or adjacent to areas important to biodiversity (such as Protected Areas, World Heritage Sites or Key Biodiversity Areas) or the presence of threatened species in the vicinity of operated assets.</i>				
2.3	Elect Director Takebayashi, Masaru	Mgmt	For	For
2.4	Elect Director Yoshida, Hiroshi	Mgmt	For	For
2.5	Elect Director Okamoto, Hideyuki	Mgmt	For	For
2.6	Elect Director Ishii, Taeko	Mgmt	For	For
2.7	Elect Director Kinoshita, Manabu	Mgmt	For	For
2.8	Elect Director Takeuchi, Koji	Mgmt	For	For
3	Appoint Statutory Auditor Ieda, Tsuguya	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
4	Appoint Alternate Statutory Auditor Mishina, Kazuhiro	Mgmt	For	For
5	Approve Annual Bonus	Mgmt	For	For

Sumitomo Mitsui Financial Group, Inc.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 8316

Meeting Type: Annual

Primary ISIN: JP3890350006

Primary SEDOL: 6563024

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 135	Mgmt	For	For
2	Amend Articles to Update Authorized Capital in Connection with Stock Split	Mgmt	For	For

Sumitomo Mitsui Financial Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.1	Elect Director Kunibe, Takeshi	Mgmt	For	For
<i>Voter Rationale: While the company's cross-shareholdings are currently high, we note the company has disclosed a remediation plan and is currently making progress to reduce these strategic holdings.</i>				
3.2	Elect Director Nakashima, Toru	Mgmt	For	For
3.3	Elect Director Kudo, Teiko	Mgmt	For	For
3.4	Elect Director Ito, Fumihiko	Mgmt	For	For
3.5	Elect Director Isshiki, Toshihiro	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
3.6	Elect Director Gono, Yoshiyuki	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
3.7	Elect Director Yamazaki, Shozo	Mgmt	For	For
3.8	Elect Director Kadonaga, Sonosuke	Mgmt	For	For
3.9	Elect Director Tsutsui, Yoshinobu	Mgmt	For	For
3.10	Elect Director Shimbo, Katsuyoshi	Mgmt	For	For
3.11	Elect Director Sakurai, Eriko	Mgmt	For	For
3.12	Elect Director Charles D. Lake II	Mgmt	For	For
3.13	Elect Director Jenifer Rogers	Mgmt	For	For
4	Amend Articles to Add Provision on Director Competencies to Manage Climate-Related Business Risks and Opportunities	SH	Against	Against
<i>Voter Rationale: While we recognize the importance of effective climate risk management for financial institutions, we believe that the Board risk committee has necessary training and skills to ensure effective governance and oversight of climate risk management following the incorporation of climate risks into the risk appetite statement. We therefore do not believe support for this proposal is warranted.</i>				
5	Amend Articles to Add Provision on Assessment of Clients' Climate Change Transition Plans	SH	Against	Against
<i>Voter Rationale: We recognize the importance of assessing client transition plans to enable effective climate risk management and identify opportunities. However, through the risk control framework for carbon-related sectors, we believe that the company already has a transparent and effective framework in place to conduct this assessment and therefore do not believe support for this proposal is warranted.</i>				

Sumitomo Mitsui Trust Holdings, Inc.

Meeting Date: 06/20/2024

Country: Japan

Ticker: 8309

Meeting Type: Annual

Primary ISIN: JP3892100003

Primary SEDOL: 6431897

Sumitomo Mitsui Trust Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 55	Mgmt	For	For
2	Amend Articles to Change Company Name	Mgmt	For	For
3	Amend Articles to Increase Authorized Capital	Mgmt	For	For
4.1	Elect Director Takakura, Toru	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Top management is responsible for the company's unfavourable ROE performance.</i>				
4.2	Elect Director Kaibara, Atsushi	Mgmt	For	For
4.3	Elect Director Suzuki, Yasuyuki	Mgmt	For	For
4.4	Elect Director Oyama, Kazuya	Mgmt	For	For
4.5	Elect Director Okubo, Tetsuo	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Top management is responsible for the company's unfavourable ROE performance.</i>				
4.6	Elect Director Hashimoto, Masaru	Mgmt	For	For
4.7	Elect Director Nakano, Toshiaki	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
4.8	Elect Director Kato, Koichi	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
4.9	Elect Director Matsushita, Isao	Mgmt	For	For
4.10	Elect Director Kawamoto, Hiroko	Mgmt	For	For
4.11	Elect Director Kato, Nobuaki	Mgmt	For	For
4.12	Elect Director Kashima, Kaoru	Mgmt	For	For
4.13	Elect Director Ito, Tomonori	Mgmt	For	For
4.14	Elect Director Watanabe, Hajime	Mgmt	For	For
4.15	Elect Director Fujita, Hirokazu	Mgmt	For	For
4.16	Elect Director Sakakibara, Kazuo	Mgmt	For	For

Sumitomo Pharma Co., Ltd.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 4506

Meeting Type: Annual

Primary ISIN: JP3495000006

Primary SEDOL: 6250865

Sumitomo Pharma Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kimura, Toru	Mgmt	For	Against
	<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance. The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>			
1.2	Elect Director Nakagawa, Tsutomu	Mgmt	For	For
1.3	Elect Director Sakai, Motoyuki	Mgmt	For	For
1.4	Elect Director Niinuma, Hiroshi	Mgmt	For	For
1.5	Elect Director Arai, Saeko	Mgmt	For	For
1.6	Elect Director Endo, Nobuhiro	Mgmt	For	For
1.7	Elect Director Usui, Minoru	Mgmt	For	For
1.8	Elect Director Fujimoto, Koji	Mgmt	For	For

Sumitomo Realty & Development Co., Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 8830

Meeting Type: Annual

Primary ISIN: JP3409000001

Primary SEDOL: 6858902

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 31	Mgmt	For	For
2	Elect Director Tamura, Hakaru	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
3	Appoint Alternate Statutory Auditor Nakamura, Setsuya	Mgmt	For	For

Sumitomo Warehouse Co., Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 9303

Meeting Type: Annual

Primary ISIN: JP3407000003

Primary SEDOL: 6859080

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 50.5	Mgmt	For	For

Sumitomo Warehouse Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.1	Elect Director Ono, Takanori	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance. The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Nagata, Akihito	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance. The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.3	Elect Director So, Katsunori	Mgmt	For	For
2.4	Elect Director Hoshino, Akihiko	Mgmt	For	For
2.5	Elect Director Kuroki, Ikuo	Mgmt	For	For
2.6	Elect Director Yamaguchi, Shuji	Mgmt	For	For
2.7	Elect Director Kawai, Hideaki	Mgmt	For	For
2.8	Elect Director Iga, Mari	Mgmt	For	For
3	Appoint Statutory Auditor Onaka, Tsuchikazu	Mgmt	For	For

Summit Hotel Properties, Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: INN

Meeting Type: Annual

Primary ISIN: US8660821005

Primary SEDOL: B3M7R64

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Bjorn R. L. Hanson	Mgmt	For	For
1b	Elect Director Jeffrey W. Jones	Mgmt	For	For
1c	Elect Director Kenneth J. Kay	Mgmt	For	For
1d	Elect Director Mehulkumar B. Patel	Mgmt	For	For
1e	Elect Director Amina Belouizdad Porter	Mgmt	For	For
1f	Elect Director Jonathan P. Stanner	Mgmt	For	For
1g	Elect Director Thomas W. Storey	Mgmt	For	For
1h	Elect Director Hope S. Taitz	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
2	Ratify Ernst & Young, LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				

Summit Hotel Properties, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
5	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Sun Communities, Inc.

Meeting Date: 05/14/2024 **Country:** USA **Ticker:** SUI
Meeting Type: Annual
Primary ISIN: US8666741041 **Primary SEDOL:** 2860257

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Gary A. Shiffman	Mgmt	For	For
1b	Elect Director Tonya Allen	Mgmt	For	For
1c	Elect Director Meghan G. Baivier	Mgmt	For	For
<i>Voter Rationale: Board may wish to consider further board refreshment provided average board tenure.</i>				
1d	Elect Director Stephanie W. Bergeron	Mgmt	For	For
1e	Elect Director Jeff T. Blau	Mgmt	For	For
1f	Elect Director Jerome W. Ehlinger	Mgmt	For	For
1g	Elect Director Brian M. Hermelin	Mgmt	For	For
1h	Elect Director Craig A. Leupold	Mgmt	For	For
1i	Elect Director Clunet R. Lewis	Mgmt	For	For
1j	Elect Director Arthur A. Weiss	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
3	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Sun Frontier Fudousan Co., Ltd.

Meeting Date: 06/25/2024 **Country:** Japan **Ticker:** 8934
Meeting Type: Annual
Primary ISIN: JP3336950005 **Primary SEDOL:** B03BJB3

Sun Frontier Fudousan Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Amend Business Lines	Mgmt	For	For
2.1	Elect Director Horiguchi, Tomoaki	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Given the recent changes to the board, we will keep this matter under review.</i>				
2.2	Elect Director Saito, Seiichi	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Given the recent changes to the board, we will keep this matter under review.</i>				
2.3	Elect Director Nakamura, Izumi	Mgmt	For	For
2.4	Elect Director Yamada, Yasushi	Mgmt	For	For
2.5	Elect Director Ninomiya, Mitsuhiro	Mgmt	For	For
2.6	Elect Director Honda, Kenji	Mgmt	For	For
2.7	Elect Director Asai, Keiichi	Mgmt	For	For
2.8	Elect Director Ishimizu, Koichi	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Tominaga, Shinichi	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
3.2	Elect Director and Audit Committee Member Okubo, Kazutaka	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Eda, Yukiko	Mgmt	For	For
4	Elect Alternate Director and Audit Committee Member Tsuchiya, Fumio	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				

Sun Life Financial Inc.

Meeting Date: 05/09/2024

Country: Canada

Ticker: SLF

Meeting Type: Annual

Primary ISIN: CA8667961053

Primary SEDOL: 2566124

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Deepak Chopra	Mgmt	For	For
1.2	Elect Director Stephanie L. Coyles	Mgmt	For	For
1.3	Elect Director Ashok K. Gupta	Mgmt	For	For
1.4	Elect Director M. Marianne Harris	Mgmt	For	For

Sun Life Financial Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director David H. Y. Ho	Mgmt	For	For
1.6	Elect Director Laurie G. Hylton	Mgmt	For	For
1.7	Elect Director Helen M. Mallovy Hicks	Mgmt	For	For
1.8	Elect Director Marie-Lucie Morin	Mgmt	For	For
1.9	Elect Director Joseph M. Natale	Mgmt	For	For
1.10	Elect Director Scott F. Powers	Mgmt	For	For
1.11	Elect Director Kevin D. Strain	Mgmt	For	For
2	Ratify Deloitte LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For

Sun Pharmaceutical Industries Limited

Meeting Date: 05/10/2024

Country: India

Ticker: 524715

Meeting Type: Special

Primary ISIN: INE044A01036

Primary SEDOL: 6582483

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Postal Ballot Approve Material Related Party Transactions	Mgmt	For	For

Sundrug Co., Ltd.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 9989

Meeting Type: Annual

Primary ISIN: JP3336600006

Primary SEDOL: 6817895

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 57	Mgmt	For	For
2.1	Elect Director Sadakata, Hiroshi	Mgmt	For	For
2.2	Elect Director Tada, Naoki	Mgmt	For	For
2.3	Elect Director Sakai, Yoshimitsu	Mgmt	For	For
2.4	Elect Director Tada, Takashi	Mgmt	For	For

Sundrug Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.5	Elect Director Matsumoto, Masato	Mgmt	For	For
2.6	Elect Director Tsuji, Tomoko	Mgmt	For	For
2.7	Elect Director Saito, Ritsuko	Mgmt	For	For
3	Appoint Statutory Auditor Kamijo, Kayoko	Mgmt	For	For

Sunnova Energy International, Inc.

Meeting Date: 05/15/2024

Country: USA

Ticker: NOVA

Meeting Type: Annual

Primary ISIN: US86745K1043

Primary SEDOL: BJ9N563

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nora Mead Brownell	Mgmt	For	For
1.2	Elect Director C. Park Shaper	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
4	Amend Exclusive Forum Provision	Mgmt	For	For
5	Amend Certificate of Incorporation to Provide for the Exculpation of Certain Officers	Mgmt	For	For

Sunrun, Inc.

Meeting Date: 06/18/2024

Country: USA

Ticker: RUN

Meeting Type: Annual

Primary ISIN: US86771W1053

Primary SEDOL: BYXB1Y8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Katherine August-deWilde	Mgmt	For	For
1.2	Elect Director Sonita Lontoh	Mgmt	For	For
1.3	Elect Director Gerald Risk	Mgmt	For	For

Sunrun, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Suntec Real Estate Investment Trust

Meeting Date: 04/18/2024 **Country:** Singapore **Ticker:** T82U
Meeting Type: Annual

Primary ISIN: SG1Q52922370 **Primary SEDOL:** B04PZ72

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Report of the Trustee, the Statement by the Manager, Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
<i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account. Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For
4	Authorize Unit Repurchase Program	Mgmt	For	For

Supernus Pharmaceuticals, Inc.

Meeting Date: 06/14/2024 **Country:** USA **Ticker:** SUPN
Meeting Type: Annual

Primary ISIN: US8684591089 **Primary SEDOL:** B72ZBG4

Supernus Pharmaceuticals, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Georges Gemayel	Mgmt	For	For
1.2	Elect Director Bethany L. Sensenig	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The majority of annual bonus incentives should be quantitative. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Suruga Bank Ltd.

Meeting Date: 06/26/2024	Country: Japan	Ticker: 8358
	Meeting Type: Annual	
	Primary ISIN: JP3411000007	Primary SEDOL: 6864329

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Restore Shareholder Authority to Vote on Share Buybacks - Restore Shareholder Authority to Vote on Income Allocation	Mgmt	For	For
2.1	Elect Director Kato, Kosuke	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Toya, Tomoki	Mgmt	For	For
2.3	Elect Director Tsutsumi, Tomoaki	Mgmt	For	For
2.4	Elect Director Miyajima, Takeshi	Mgmt	For	For
2.5	Elect Director Takahashi, Naoki	Mgmt	For	For
2.6	Elect Director Kusaki, Yoriyuki	Mgmt	For	For
2.7	Elect Director Yamamoto, Yukiteru	Mgmt	For	For
3	Amend Articles to Introduce Provision on Dialogue with Shareholders	SH	Against	Against
4	Amend Articles to Introduce Provision on Disclosure of Cost Associated with Fraudulent Loans	SH	Against	Against
5	Amend Articles to Introduce Provision on Reinvestigation of All Loans for Real Estate Investment	SH	Against	Against

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Amend Articles to Introduce Provision on Return of Kickback from Real Estate Companies to Fraudulent Loan Victims	SH	Against	Against
7	Amend Articles to Introduce Provision on Mandatory Confirmation of Financial Asset Documents	SH	Against	Against
8	Amend Articles to Establish Third-Party Committee Charged with Monitoring Tie-up with Credit Saison Co	SH	Against	Against
9	Amend Articles to Mandate Shareholder Vote on Income Allocation and Share Buybacks	SH	Against	Against
10	Amend Articles to Introduce Provision on Disclosure of Information Related to Audit Firm and Internal Audit	SH	Against	Against
11	Amend Articles to Require Individual Compensation Disclosure for Directors and Executive Officers	SH	Against	For
<i>Voter Rationale: A vote FOR this shareholder proposal is recommended because: * The proposed disclosure would promote accountability and help shareholders make better-informed decisions.</i>				
12	Amend Articles to Introduce Provision on Disclosure of Voice of Customers	SH	Against	Against
13	Amend Articles to Adopt Board Structure with Three Committees	SH	Against	Against
14	Amend Articles to Introduce Provision on Live Streaming of Shareholder Meetings	SH	Against	Against
15	Remove Ernst & Young ShinNihon LLC from the Post of External Auditor	SH	Against	Against
16	Amend Articles to Temporarily Suspend Equity Compensation Payment on Retirement	SH	Against	Against
17	Amend Articles to Set Upper Limit on Mortgage for Real Estate Investment	SH	Against	Against
18	Amend Articles to Change the Name of Share House Customer Complaint Office	SH	Against	Against
19	Amend Articles to Disclose Reasons Why FSA's Business Improvement Order Is not yet Lifted	SH	Against	Against
20	Amend Articles to Maintain Consistency between Third Party Investigation Results and Investor Relations Materials	SH	Against	Against
21	Amend Articles to Introduce Provision on Wiring by Bank Employees on Behalf of Customers	SH	Against	Against
22	Amend Articles to Establish Institute to Regret Fraudulent Loan Incident and Declare October 5 as Day for Operational Improvement	SH	Against	Against

Swire Pacific Limited

Meeting Date: 05/09/2024

Country: Hong Kong

Ticker: 19

Meeting Type: Annual

Primary ISIN: HK0019000162

Primary SEDOL: 6867748

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Cogman, David Peter as Director	Mgmt	For	For
	<i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>			
1b	Elect Murray, Martin James as Director	Mgmt	For	For
1c	Elect Swire, Merlin Bingham 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
	<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>			

Swire Properties Limited

Meeting Date: 05/07/2024

Country: Hong Kong

Ticker: 1972

Meeting Type: Annual

Primary ISIN: HK0000063609

Primary SEDOL: B67C2G0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Lung, Ngan Yee Fanny as Director	Mgmt	For	For
	<i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>			
1b	Elect Murray, Martin James as Director	Mgmt	For	Against
	<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>			
1c	Elect Sell, Richard Lawrence as Director	Mgmt	For	For
1d	Elect Zhu, Changlai Angela Director	Mgmt	For	For

Swire Properties Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
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
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				

Swissquote Group Holding Ltd.

Meeting Date: 05/08/2024	Country: Switzerland	Ticker: SQN
	Meeting Type: Annual	
	Primary ISIN: CH0010675863	Primary SEDOL: B1X3KP7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report (Non-Binding)	Mgmt	For	For
<i>Voter Rationale: Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>				
3	Approve Sustainability Report	Mgmt	For	For
4	Approve Allocation of Income and Dividends of CHF 4.30 per Share	Mgmt	For	For
5	Approve Discharge of Board and Senior Management	Mgmt	For	For
6.1.1	Reelect Markus Dennler as Director and Board Chair	Mgmt	For	For
<i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>				
6.1.2	Reelect Jean-Christophe Pernollet as Director	Mgmt	For	For
6.1.3	Reelect Beat Oberlin as Director	Mgmt	For	For
6.1.4	Reelect Monica Dell'Anna as Director	Mgmt	For	For
6.1.5	Reelect Michael Ploog as Director	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
6.1.6	Reelect Paolo Buzzi as Director	Mgmt	For	For
6.1.7	Reelect Demetra Kalogerou as Director	Mgmt	For	For

Swissquote Group Holding Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6.1.8	Reelect Esther Finidor as Director	Mgmt	For	For
6.2.1	Reappoint Beat Oberlin as Member of the Nomination and Compensation Committee	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 40% of the board.</i>				
6.2.2	Reappoint Monica Dell'Anna as Member of the Nomination and Compensation Committee	Mgmt	For	For
6.2.3	Reappoint Paolo Buzzi as Member of the Nomination and Compensation Committee	Mgmt	For	For
6.3	Ratify PricewaterhouseCoopers Ltd as Auditors	Mgmt	For	Against
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
6.4	Designate Juan Gil as Independent Proxy	Mgmt	For	For
7.1	Approve Remuneration of Directors in the Amount of CHF 1.5 Million	Mgmt	For	For
7.2	Approve Remuneration of Executive Committee in the Amount of CHF 8.5 Million	Mgmt	For	For
8	Transact Other Business (Voting)	Mgmt	For	Against
<i>Voter Rationale: Any Other Business' should not be a voting item.</i>				

Syensqo NV

Meeting Date: 05/23/2024

Country: Belgium

Ticker: SYENS

Meeting Type: Annual

Primary ISIN: BE0974464977

Primary SEDOL: BPSLYH4

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	Approve Financial Statements, Allocation of Income, and Dividends of EUR 1.62 per Share	Mgmt	For	For
<i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.</i>				
5	Approve Discharge of Directors	Mgmt	For	For

Syensqo NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Approve Discharge of Auditors	Mgmt	For	For
7	Approve Remuneration Report	Mgmt	For	Against
<p><i>Voter Rationale: Remuneration policy allows cliff-vesting of awards, thus failing to encourage progressive performance. Higher vesting levels should be linked to scaled performance targets. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i></p>				
8	Approve Remuneration of Non-Executive Directors	Mgmt	For	For
9	Appoint EY SRL as Auditors for the Sustainability Reporting	Mgmt	For	For
10	Authorize Implementation of Approved Resolutions and Filing of Required Documents/Formalities at Trade Registry	Mgmt	For	For
11	Transact Other Business	Mgmt		

Synchrony Financial

Meeting Date: 06/11/2024

Country: USA

Ticker: SYF

Meeting Type: Annual

Primary ISIN: US87165B1035

Primary SEDOL: BP96PS6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Brian D. Doubles	Mgmt	For	For
1b	Elect Director Fernando Aguirre	Mgmt	For	For
1c	Elect Director Paget L. Alves	Mgmt	For	For
1d	Elect Director Kamila Chytil	Mgmt	For	For
1e	Elect Director Arthur W. Coviello, Jr.	Mgmt	For	For
1f	Elect Director Roy A. Guthrie	Mgmt	For	For
1g	Elect Director Jeffrey G. Naylor	Mgmt	For	For
1h	Elect Director P.W. "Bill" Parker	Mgmt	For	For
1i	Elect Director Laurel J. Richie	Mgmt	For	For
1j	Elect Director Ellen M. Zane	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i></p>				

Synchrony Financial

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
5	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For

Synopsys, Inc.

Meeting Date: 04/10/2024	Country: USA	Ticker: SNPS
	Meeting Type: Annual	
	Primary ISIN: US8716071076	Primary SEDOL: 2867719

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Aart J. de Geus	Mgmt	For	For
1b	Elect Director Roy Vallee	Mgmt	For	For
1c	Elect Director Sassine Ghazi	Mgmt	For	For
1d	Elect Director Luis Borgen	Mgmt	For	For
1e	Elect Director Marc N. Casper	Mgmt	For	For
1f	Elect Director Janice D. Chaffin	Mgmt	For	For
1g	Elect Director Bruce R. Chizen	Mgmt	For	Against
<i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1h	Elect Director Mercedes Johnson	Mgmt	For	For
1i	Elect Director Robert G. Painter	Mgmt	For	For
1j	Elect Director Jeannine P. Sargent	Mgmt	For	For
1k	Elect Director John G. Schwarz	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: While we note that the dilution associated with the omnibus stock plan is higher than we'd like to see, the plan is broad based and a significant amount of equity grants are below the NEO level, which we feel is important for retention, recruitment, and succession planning.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
4	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Synopsys, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Require Independent Board Chair	SH	Against	Against

Voter Rationale: While we generally like to see the Chair and CEO roles separated and the Chair be an independent director, we note the company is in the midst of a CEO transition and the lead independent director's role appears sufficiently robust at this time.

Synovus Financial Corp.

Meeting Date: 04/24/2024	Country: USA	Ticker: SNV
	Meeting Type: Annual	
	Primary ISIN: US87161C5013	Primary SEDOL: BMH4NJ8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Stacy Apter	Mgmt	For	For
1b	Elect Director Tim E. Bentsen	Mgmt	For	For
1c	Elect Director Kevin S. Blair	Mgmt	For	For
1d	Elect Director Pedro Cherry	Mgmt	For	For
1e	Elect Director John H. Irby	Mgmt	For	For
1f	Elect Director Diana M. Murphy	Mgmt	For	For
1g	Elect Director Harris Pastides	Mgmt	For	For
1h	Elect Director John L. Stallworth	Mgmt	For	For
1i	Elect Director Barry L. Storey	Mgmt	For	For
1j	Elect Director Alexandra Villoch	Mgmt	For	For
1k	Elect Director Teresa White	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

3	Ratify KPMG LLP as Auditors	Mgmt	For	For
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Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

Sysmex Corp.

Meeting Date: 06/21/2024	Country: Japan	Ticker: 6869
	Meeting Type: Annual	
	Primary ISIN: JP3351100007	Primary SEDOL: 6883807

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 42	Mgmt	For	For
2.1	Elect Director Ietsugu, Hisashi	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Given the recent changes to the board, we will keep this matter under review.</i>				
2.2	Elect Director Asano, Kaoru	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Given the recent changes to the board, we will keep this matter under review.</i>				
2.3	Elect Director Tachibana, Kenji	Mgmt	For	For
2.4	Elect Director Matsui, Iwane	Mgmt	For	For
2.5	Elect Director Yoshida, Tomokazu	Mgmt	For	For
2.6	Elect Director Ono, Takashi	Mgmt	For	For
2.7	Elect Director Ota, Kazuo	Mgmt	For	For
2.8	Elect Director Inoue, Haruo	Mgmt	For	For
2.9	Elect Director Fujioka, Yuka	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Aramaki, Tomo	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
3.2	Elect Director and Audit Committee Member Hashimoto, Kazumasa	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Iwasa, Michihide	Mgmt	For	For

T&D Holdings, Inc.

Meeting Date: 06/26/2024 **Country:** Japan **Ticker:** 8795
Meeting Type: Annual
Primary ISIN: JP3539220008 **Primary SEDOL:** 6744294

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 Uehara, Hirohisa	Mgmt	For	For
2.2	Elect Director Moriyama, Masahiko	Mgmt	For	For
2.3	Elect Director Nagai, Hotaka	Mgmt	For	For
2.4	Elect Director Futami, Yoko	Mgmt	For	For

T&D Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.5	Elect Director Watanabe, Kensaku	Mgmt	For	For
2.6	Elect Director Kato, Masazumi	Mgmt	For	For
2.7	Elect Director Fuma, Kenji	Mgmt	For	For
2.8	Elect Director Soejima, Naoki	Mgmt	For	For
2.9	Elect Director Kitahara, Mutsuro	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Ikawa, Takashi	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
3.2	Elect Director and Audit Committee Member Tojo, Takashi	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
3.3	Elect Director and Audit Committee Member Yamada, Shinnosuke	Mgmt	For	For
3.4	Elect Director and Audit Committee Member Taishido, Atsuko	Mgmt	For	For
3.5	Elect Director and Audit Committee Member Nitto, Koji	Mgmt	For	For
4	Elect Alternate Director and Audit Committee Member Shimma, Yuichiro	Mgmt	For	For

T. Rowe Price Group, Inc.

Meeting Date: 05/07/2024

Country: USA

Ticker: TROW

Meeting Type: Annual

Primary ISIN: US74144T1088

Primary SEDOL: 2702337

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Glenn R. August	Mgmt	For	For
1b	Elect Director Mark S. Bartlett	Mgmt	For	For
1c	Elect Director William P. Donnelly	Mgmt	For	For
1d	Elect Director Dina Dublon	Mgmt	For	For
1e	Elect Director Robert F. MacLellan	Mgmt	For	For
1f	Elect Director Eileen P. Rominger	Mgmt	For	For
1g	Elect Director Robert W. Sharps	Mgmt	For	For
1h	Elect Director Cynthia F. Smith	Mgmt	For	For
1i	Elect Director Robert J. Stevens	Mgmt	For	For
1j	Elect Director Sandra S. Wijnberg	Mgmt	For	For
1k	Elect Director Alan D. Wilson	Mgmt	For	For

T. Rowe Price Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Taboola.com Ltd.

Meeting Date: 05/28/2024	Country: Israel	Ticker: TBLA	
	Meeting Type: Annual		
		Primary ISIN: IL0011754137	Primary SEDOL: BMC4ZR5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Zvi Limon	Mgmt	For	For
1b	Elect Director Monica Mijaleski	Mgmt	For	For
1c	Elect Director Adam Singolda	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Approve an Increase to Non-Employee Director Compensation and Approve and Ratify Certain Director Expenses	Mgmt	For	For
4	Ratify Kost, Forer, Gabbay & Kasierer, a member of Ernst & Young Global as Auditors	Mgmt	For	For

TAG Immobilien AG

Meeting Date: 05/28/2024	Country: Germany	Ticker: TEG	
	Meeting Type: Annual		
		Primary ISIN: DE0008303504	Primary SEDOL: 5735631

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Omission of Dividends	Mgmt	For	For
3	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For

TAG Immobilien AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For
5	Ratify Deloitte GmbH as Auditors for Fiscal Year 2024 and for the Review of Interim Financial Statements for the First Half of Fiscal Year 2024	Mgmt	For	For
6	Ratify Deloitte GmbH as Auditor for the Sustainability Reporting for Fiscal Year 2024	Mgmt	For	For
7.1	Elect Gabriela Gryger to the Supervisory Board	Mgmt	For	For
7.2	Elect Eckhard Schultz to the Supervisory Board	Mgmt	For	For
8	Approve Remuneration Report	Mgmt	For	For
9	Approve Remuneration Policy for the Supervisory Board	Mgmt	For	For
10	Amend Articles Re: Proof of Entitlement	Mgmt	For	For

TAISEI Corp.

Meeting Date: 06/20/2024

Country: Japan

Ticker: 1801

Meeting Type: Annual

Primary ISIN: JP3443600006

Primary SEDOL: 6870100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 65	Mgmt	For	For
2	Amend Articles to Amend Business Lines	Mgmt	For	For
3.1	Elect Director Tanaka, Shigeyoshi	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				
3.2	Elect Director Aikawa, Yoshiro	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				
3.3	Elect Director Okada, Masahiko	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.4	Elect Director Shirakawa, Kenji	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.5	Elect Director Kasahara, Junichi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.6	Elect Director Yamaura, Mayuki	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.7	Elect Director Yoshino, Yuichiro	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.8	Elect Director Nishimura, Atsuko	Mgmt	For	For
3.9	Elect Director Otsuka, Norio	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.10	Elect Director Kokubu, Fumiya	Mgmt	For	For
3.11	Elect Director Kamijo, Tsutomu	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.12	Elect Director Koide, Hiroko	Mgmt	For	For
4.1	Appoint Statutory Auditor Sato, Yasuhiro	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
4.2	Appoint Statutory Auditor Ohara, Keiko	Mgmt	For	For
4.3	Appoint Statutory Auditor Miyauchi, Kazuhiro	Mgmt	For	For

Taiwan Semiconductor Manufacturing Co., Ltd.
Meeting Date: 06/04/2024

Country: Taiwan

Ticker: 2330

Meeting Type: Annual

Primary ISIN: TW0002330008

Primary SEDOL: 6889106

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Business Operations Report and Financial Statements	Mgmt	For	For
2	Approve Amendments to Articles of Association	Mgmt	For	For
3	Approve Issuance of Restricted Stocks	Mgmt	For	Against
<i>Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 2 years since the date of grant.</i>				
	ELECT NON-INDEPENDENT DIRECTORS AND INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt		
4.1	Elect C.C. Wei, with SHAREHOLDER NO.370885, as Non-Independent Director	Mgmt	For	For

Taiwan Semiconductor Manufacturing Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.2	Elect F.C. Tseng, with SHAREHOLDER NO.104, as Non-Independent Director	Mgmt	For	For
4.3	Elect Ming Hsin Kung, a REPRESENTATIVE of National Development Fund, Executive Yuan, with SHAREHOLDER NO.1, as Non-Independent Director	Mgmt	For	Against
<i>Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.</i>				
4.4	Elect Sir Peter L. Bonfield, with SHAREHOLDER NO.577470XXX, as Independent Director	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
4.5	Elect Michael R. Splinter, with SHAREHOLDER NO.674701XXX, as Independent Director	Mgmt	For	For
4.6	Elect Moshe N. Gavriellov, with SHAREHOLDER NO.A04480XXX, as Independent Director	Mgmt	For	For
4.7	Elect L. Rafael Reif, with SHAREHOLDER NO.545784XXX, as Independent Director	Mgmt	For	For
4.8	Elect Ursula M. Burns, with SHAREHOLDER NO.568069XXX, as Independent Director	Mgmt	For	For
4.9	Elect Lynn L. Elsenhans, with SHAREHOLDER NO.561527XXX, as Independent Director	Mgmt	For	For
4.10	Elect Chuan Lin, with SHAREHOLDER NO.550387, as Independent Director	Mgmt	For	For

Taiyo Holdings Co., Ltd.

Meeting Date: 06/15/2024

Country: Japan

Ticker: 4626

Meeting Type: Annual

Primary ISIN: JP3449100001

Primary SEDOL: 6871783

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 42	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 Board to Determine Income Allocation	Mgmt	For	Against
<i>Voter Rationale: Excess cash should be returned to shareholders when it is not otherwise invested. Shareholders should retain the right to approve the company's dividend policy.</i>				
3.1	Elect Director Sato, Eiji	Mgmt	For	For

Taiyo Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.2	Elect Director Saito, Hitoshi	Mgmt	For	For
3.3	Elect Director Takano, Kiyofumi	Mgmt	For	For
3.4	Elect Director Tsuchiya, Keiko	Mgmt	For	For
4.1	Elect Director and Audit Committee Member Terunuma, Kaori	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
4.2	Elect Director and Audit Committee Member Sugiura, Hidenori	Mgmt	For	For
4.3	Elect Director and Audit Committee Member Sato, Ikumi	Mgmt	For	For
5	Elect Alternate Director and Audit Committee Member Todo, Masahiko	Mgmt	For	For
6	Approve Fixed Cash Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For
7	Approve Performance-Based Cash Compensation Ceiling for Directors Who Are Not Audit Committee Members, Performance Share Plan and Restricted Stock Plan	Mgmt	For	For
8	Approve Fixed Cash Compensation Ceiling for Directors Who Are Audit Committee Members	Mgmt	For	For

Taiyo Yuden Co., Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 6976

Meeting Type: Annual

Primary ISIN: JP3452000007

Primary SEDOL: 6870564

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 45	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 Sase, Katsuya	Mgmt	For	For
3.2	Elect Director Tosaka, Shoichi	Mgmt	For	For
3.3	Elect Director Fukuda, Tomomitsu	Mgmt	For	For
3.4	Elect Director Watanabe, Toshiyuki	Mgmt	For	For

Taiyo Yuden Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.5	Elect Director Hiraiwa, Masashi	Mgmt	For	For
3.6	Elect Director Koike, Seiichi	Mgmt	For	For
3.7	Elect Director Hamada, Emiko	Mgmt	For	For
4.1	Elect Director and Audit Committee Member Honda, Toshimitsu	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
4.2	Elect Director and Audit Committee Member Fujita, Tomomi	Mgmt	For	For
4.3	Elect Director and Audit Committee Member Tsunoda, Tomoko	Mgmt	For	For
5	Elect Alternate Director and Audit Committee Member Arai, Hiroshi	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 Two Types of Restricted Stock Plans	Mgmt	For	Against
<i>Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.</i>				

Takara Holdings, Inc.

Meeting Date: 06/27/2024	Country: Japan	Ticker: 2531
	Meeting Type: Annual	
	Primary ISIN: JP3459600007	Primary SEDOL: 6870382

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 29	Mgmt	For	For
2.1	Elect Director Kimura, Mutsumi	Mgmt	For	For
2.2	Elect Director Takahashi, Hideo	Mgmt	For	For
2.3	Elect Director Mori, Keisuke	Mgmt	For	For
2.4	Elect Director Tomotsune, Masako	Mgmt	For	For
2.5	Elect Director Kawakami, Tomoko	Mgmt	For	For
2.6	Elect Director Motomiya, Takao	Mgmt	For	For
3	Appoint Statutory Auditor Mitsui, Teruaki	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				

Takashimaya Co., Ltd.

Meeting Date: 05/21/2024

Country: Japan

Ticker: 8233

Meeting Type: Annual

Primary ISIN: JP3456000003

Primary SEDOL: 6870401

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	Elect Director Murata, Yoshio	Mgmt	For	For
2.2	Elect Director Yokoyama, Kazuhisa	Mgmt	For	For
2.3	Elect Director Sonoda, Atsuhiko	Mgmt	For	For
2.4	Elect Director Yagi, Nobukazu	Mgmt	For	For
2.5	Elect Director Takayama, Shunzo	Mgmt	For	For
2.6	Elect Director Utsunomiya, Yuko	Mgmt	For	For
2.7	Elect Director Makino, Koichi	Mgmt	For	For
2.8	Elect Director Kiyose, Masayuki	Mgmt	For	For
2.9	Elect Director Goto, Akira	Mgmt	For	For
2.10	Elect Director Yoko, Keisuke	Mgmt	For	For
2.11	Elect Director Arima, Atsumi	Mgmt	For	For
2.12	Elect Director Ebisawa, Miyuki	Mgmt	For	For
3	Appoint Statutory Auditor Kataoka, Fujie	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
4	Appoint Alternate Statutory Auditor Onishi, Yuko	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
5	Approve Annual Bonus	Mgmt	For	For
6	Approve Compensation Ceilings for Directors and Statutory Auditors	Mgmt	For	For

Takeda Pharmaceutical Co., Ltd.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 4502

Meeting Type: Annual

Primary ISIN: JP3463000004

Primary SEDOL: 6870445

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 94	Mgmt	For	For

Takeda Pharmaceutical Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.1	Elect Director Christophe Weber	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				
2.2	Elect Director Andrew Plump	Mgmt	For	For
2.3	Elect Director Furuta, Mirano	Mgmt	For	For
2.4	Elect Director Iijima, Masami	Mgmt	For	For
2.5	Elect Director Ian Clark	Mgmt	For	For
2.6	Elect Director Steven Gillis	Mgmt	For	For
2.7	Elect Director John Maraganore	Mgmt	For	For
2.8	Elect Director Michel Orsinger	Mgmt	For	For
2.9	Elect Director Tsusaka, Miki	Mgmt	For	For
2.10	Elect Director Higashi, Emiko	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Hatsukawa, Koji	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Fujimori, Yoshiaki	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Kimberly A. Reed	Mgmt	For	For
3.4	Elect Director and Audit Committee Member Jean-Luc Butel	Mgmt	For	For
4	Approve Annual Bonus	Mgmt	For	Against
<i>Voter Rationale: A vote AGAINST the proposal is warranted because: - Under the current compensation practice at Takeda Pharmaceutical, regardless of the compensation system currently in place, it appears that the economic interests of shareholders are not firmly aligned with those of executives, particularly that of CEO Weber, in light of TSR underperformance against peers during his 10-year presidency. - Takeda Pharmaceutical performs poorly against peers in terms of capital efficiency and market valuation.</i>				

Talanx AG

Meeting Date: 05/07/2024

Country: Germany

Ticker: TLX

Meeting Type: Annual

Primary ISIN: DE000TLX1005

Primary SEDOL: B8F0TD6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 2.35 per Share	Mgmt	For	For
3.1	Approve Discharge of Management Board Member Torsten Leue for Fiscal Year 2023	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.2	Approve Discharge of Management Board Member Jean-Jacques Henchoz for Fiscal Year 2023	Mgmt	For	For
3.3	Approve Discharge of Management Board Member Wilm Langenbach for Fiscal Year 2023	Mgmt	For	For
3.4	Approve Discharge of Management Board Member Edgar Puls for Fiscal Year 2023	Mgmt	For	For
3.5	Approve Discharge of Management Board Member Caroline Schlienkamp for Fiscal Year 2023	Mgmt	For	For
3.6	Approve Discharge of Management Board Member Jens Warkentin for Fiscal Year 2023	Mgmt	For	For
3.7	Approve Discharge of Management Board Member Jan Wicke for Fiscal Year 2023	Mgmt	For	For
4.1	Approve Discharge of Supervisory Board Member Herbert Haas for Fiscal Year 2023	Mgmt	For	Against
<i>Voter Rationale: The company should reduce director terms and, ideally, introduce annual re-elections, in order to facilitate a more dynamic board refreshment process.</i>				
4.2	Approve Discharge of Supervisory Board Member Ralf Rieger for Fiscal Year 2023	Mgmt	For	For
4.3	Approve Discharge of Supervisory Board Member Angela Titzrath for Fiscal Year 2023	Mgmt	For	For
4.4	Approve Discharge of Supervisory Board Member Benita Bierstedt for Fiscal Year 2023	Mgmt	For	For
4.5	Approve Discharge of Supervisory Board Member Rainer-Karl Bock-Wehr for Fiscal Year 2023	Mgmt	For	For
4.6	Approve Discharge of Supervisory Board Member Joachim Brenk for Fiscal Year 2023	Mgmt	For	For
4.7	Approve Discharge of Supervisory Board Member Sebastian Gascard for Fiscal Year 2023	Mgmt	For	For
4.8	Approve Discharge of Supervisory Board Member Christof Guenther for Fiscal Year 2023	Mgmt	For	For
4.9	Approve Discharge of Supervisory Board Member Jutta Hammer for Fiscal Year 2023	Mgmt	For	For
4.10	Approve Discharge of Supervisory Board Member Herrmann Jung for Fiscal Year 2023	Mgmt	For	For
4.11	Approve Discharge of Supervisory Board Member Dirk Lohmann for Fiscal Year 2023	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.12	Approve Discharge of Supervisory Board Member Christoph Meister for Fiscal Year 2023	Mgmt	For	For
4.13	Approve Discharge of Supervisory Board Member Jutta Mueck for Fiscal Year 2023	Mgmt	For	For
4.14	Approve Discharge of Supervisory Board Member Sandra Reich for Fiscal Year 2023	Mgmt	For	For
4.15	Approve Discharge of Supervisory Board Member Jens Schubert for Fiscal Year 2023	Mgmt	For	For
4.16	Approve Discharge of Supervisory Board Member Norbert Steiner for Fiscal Year 2023	Mgmt	For	For
5	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2024 and for the Review of the Interim Financial Statements for Fiscal Year 2024 and for the First Quarter of Fiscal Year 2025	Mgmt	For	For
6	Approve Remuneration Report	Mgmt	For	Against
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i></p>				
7	Amend Articles Re: Dematerialization of Securities	Mgmt	For	For
8	Approve Affiliation Agreement with Zweite Riethorst Grundstuecksgesellschaft mbH	Mgmt	For	For

Tandem Diabetes Care, Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: TNDM

Meeting Type: Annual

Primary ISIN: US8753722037

Primary SEDOL: BF3W461

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Rebecca Robertson	Mgmt	For	For
1b	Elect Director Dick Allen	Mgmt	For	For
1c	Elect Director Myoungil Cha	Mgmt	For	For
1d	Elect Director Peyton Howell	Mgmt	For	For
1e	Elect Director Joao Malagueira	Mgmt	For	For
1f	Elect Director Kathleen McGroddy-Goetz	Mgmt	For	For
1g	Elect Director John Sheridan	Mgmt	For	For

Tandem Diabetes Care, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1h	Elect Director Rajwant Sodhi	Mgmt	For	For
1i	Elect Director Christopher Twomey	Mgmt	For	For
2	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	Against
<i>Voter Rationale: Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Tanger, Inc.

Meeting Date: 05/17/2024	Country: USA	Ticker: SKT
	Meeting Type: Annual	
	Primary ISIN: US8754651060	Primary SEDOL: 2874582

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jeffrey B. Citrin	Mgmt	For	For
1.2	Elect Director David B. Henry	Mgmt	For	For
1.3	Elect Director Sandeep L. Mathrani	Mgmt	For	For
1.4	Elect Director Thomas J. Reddin	Mgmt	For	For
1.5	Elect Director Bridget M. Ryan-Berman	Mgmt	For	For
1.6	Elect Director Susan E. Skerritt	Mgmt	For	For
1.7	Elect Director Steven B. Tanger	Mgmt	For	For
1.8	Elect Director Luis A. Ubinas	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.9	Elect Director Stephen J. Yalof	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Tanger, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				

Targa Resources Corp.

Meeting Date: 05/16/2024	Country: USA	Ticker: TRGP
	Meeting Type: Annual	
	Primary ISIN: US87612G1013	Primary SEDOL: B55PZY3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Beth A. Bowman	Mgmt	For	For
1.2	Elect Director Lindsey M. Cooksen	Mgmt	For	Against
<i>Voter Rationale: As a minimum we expect companies to set targets over scope 1&2 emissions, and currently the company does not meet these expectations</i>				
1.3	Elect Director Joe Bob Perkins	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Target Corporation

Meeting Date: 06/12/2024	Country: USA	Ticker: TGT
	Meeting Type: Annual	
	Primary ISIN: US87612E1064	Primary SEDOL: 2259101

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director David P. Abney	Mgmt	For	For
1b	Elect Director Douglas M. Baker, Jr.	Mgmt	For	For
1c	Elect Director George S. Barrett	Mgmt	For	For
1d	Elect Director Gail K. Boudreaux	Mgmt	For	For

Target Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Brian C. Cornell	Mgmt	For	For
1f	Elect Director Robert L. Edwards	Mgmt	For	For
1g	Elect Director Donald R. Knauss	Mgmt	For	For
1h	Elect Director Christine A. Leahy	Mgmt	For	For
1i	Elect Director Monica C. Lozano	Mgmt	For	For
1j	Elect Director Grace Puma	Mgmt	For	For
1k	Elect Director Derica W. Rice	Mgmt	For	For
1l	Elect Director Dmitri L. Stockton	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Require Independent Board Chair	SH	Against	For
<i>Voter Rationale: Appointing a fully independent chairman creates a balance of power that is more conducive to long-term performance. A board headed by management cannot reasonably provide the best oversight and evaluation of managements performance.</i>				
5	Report on Animal Pain Management	SH	Against	Against
<i>Voter Rationale: While we encourage the company to continue improving its animal welfare requirements, including responsible use of antibiotics, we believe the company provides adequate disclosure on its animal welfare policies and processes.</i>				
6	Establish a Company Compensation Policy of Paying a Living Wage	SH	Against	Against
<i>Voter Rationale: While we encourage the company to continue developing its approach to pay equity including considerations of living wage benchmarks, we believe the proposal to be overly prescriptive.</i>				
7	Report on Congruency of Political Spending with Company Stated Values	SH	Against	Against
<i>Voter Rationale: We believe the company provides adequate disclosure relating to lobbying.</i>				
8	Report on Charitable Contributions	SH	Against	Against
<i>Voter Rationale: We believe the company provides adequate disclosure relating to charitable contributions.</i>				

Target Hospitality Corp.

Meeting Date: 05/23/2024

Country: USA

Ticker: TH

Meeting Type: Annual

Primary ISIN: US87615L1070

Primary SEDOL: BJMYWL7

Target Hospitality Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director James B. Archer	Mgmt	For	For
1.2	Elect Director John C. Dorman	Mgmt	For	For
1.3	Elect Director Alex Hernandez	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.4	Elect Director Martin L. Jimmerson	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.5	Elect Director Linda Medler	Mgmt	For	For
1.6	Elect Director Pamela H. Patenaude	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.7	Elect Director Stephen Robertson	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
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

Tarsus Pharmaceuticals, Inc.

Meeting Date: 06/13/2024

Country: USA

Ticker: TARS

Meeting Type: Annual

Primary ISIN: US87650L1035

Primary SEDOL: BMH5RL1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Bhaskar Chaudhuri	Mgmt	For	For
1.2	Elect Director William J. Link	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Taseko Mines Limited

Meeting Date: 06/13/2024

Country: Canada

Ticker: TKO

Meeting Type: Annual

Primary ISIN: CA8765111064

Primary SEDOL: 2873006

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Fix Number of Directors at Eight	Mgmt	For	For
2.1	Elect Director Anu Dhir	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 30% of the board.</i>				
2.2	Elect Director Robert A. Dickinson	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
2.3	Elect Director Russell E. Hallbauer	Mgmt	For	For
2.4	Elect Director Rita P. Maguire	Mgmt	For	For
2.5	Elect Director Stuart McDonald	Mgmt	For	For
2.6	Elect Director Peter C. Mitchell	Mgmt	For	For
2.7	Elect Director Kenneth W. Pickering	Mgmt	For	For
2.8	Elect Director Ronald W. Thiessen	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
3	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
4	Amend Share Option Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
5	Re-approve Performance Share Unit Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
6	Advisory Vote on Executive Compensation Approach	Mgmt	For	Withhold
<i>Voter Rationale: The majority of annual bonus incentives should be quantitative. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Tata Consultancy Services Limited

Meeting Date: 05/31/2024

Country: India

Ticker: 532540

Meeting Type: Annual

Primary ISIN: INE467B01029

Primary SEDOL: B01NPJ1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Confirm Interim Dividend and Declare Final Dividend	Mgmt	For	For
3	Reelect N Chandrasekaran as Director	Mgmt	For	For
<p><i>Voter Rationale: The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate. Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				
4	Approve Material Related Party Transactions with Identified Subsidiaries of Promoter Company and/ or their Subsidiaries	Mgmt	For	For
5	Approve Material Related Party Transactions with Tejas Networks Limited	Mgmt	For	For
6	Approve Material Related Party Transactions with Tata Motors Limited, Jaguar Land Rover Limited and/or their Identified Subsidiaries	Mgmt	For	For
7	Approve Material Related Party Transactions with Tata Consultancy Services Japan, Ltd.	Mgmt	For	For

TBS Holdings, Inc.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 9401

Meeting Type: Annual

Primary ISIN: JP3588600001

Primary SEDOL: 6894166

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	Approve Accounting Transfers	Mgmt	For	For
3	Amend Articles to Amend Business Lines - Amend Provisions on Number of Directors	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.1	Elect Director Sasaki, Takashi	Mgmt	For	Against
	<i>Voter Rationale: Top management is responsible for the companys unfavourable ROE performance. The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Where poison pills are adopted, they should be approved by shareholders prior to deployment at least every three years, include independent oversight, and be of a limited duration. The best defence against a take-over is strong management.</i>			
4.2	Elect Director Abe, Ryujiro	Mgmt	For	For
4.3	Elect Director Ryuho, Masamine	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
4.4	Elect Director Sugai, Tatsuo	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
4.5	Elect Director Gemba, Yasushi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
4.6	Elect Director Ida, Shigetoshi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
4.7	Elect Director Kashiwaki, Hitoshi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
4.8	Elect Director Yagi, Yosuke	Mgmt	For	For
4.9	Elect Director Haruta, Makoto	Mgmt	For	For
4.10	Elect Director Takei, Natsuko	Mgmt	For	For
5.1	Appoint Statutory Auditor Fujiwara, Tetsu	Mgmt	For	Against
	<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>			
5.2	Appoint Statutory Auditor Tsukui, Naoya	Mgmt	For	Against
	<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>			
5.3	Appoint Statutory Auditor Fujimoto, Mie	Mgmt	For	For
5.4	Appoint Statutory Auditor Oshima, Masahiko	Mgmt	For	Against
	<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>			
5.5	Appoint Statutory Auditor Kogayu, Junko	Mgmt	For	For
6	Approve Additional Allocation of Income so that Annual Dividend per Share Equals to JPY 360	SH	Against	For
	<i>Voter Rationale: A vote FOR this shareholder proposal is recommended because: * Given the firm's position in cash and equivalents and long-term securities, the additional payment should be achievable without causing problems for the company's financial health.</i>			

TC Energy Corporation

Meeting Date: 06/04/2024

Country: Canada

Ticker: TRP

Meeting Type: Annual/Special

Primary ISIN: CA87807B1076

Primary SEDOL: BJMY6G0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Cheryl F. Campbell	Mgmt	For	For
1.2	Elect Director Michael R. Culbert	Mgmt	For	For
1.3	Elect Director William D. Johnson	Mgmt	For	For
1.4	Elect Director Susan C. Jones	Mgmt	For	For
1.5	Elect Director John E. Lowe	Mgmt	For	For
1.6	Elect Director David MacNaughton	Mgmt	For	For
1.7	Elect Director Francois L. Poirier	Mgmt	For	For
1.8	Elect Director Una Power	Mgmt	For	For
1.9	Elect Director Mary Pat Salomone	Mgmt	For	For
1.10	Elect Director Indira Samarasekera	Mgmt	For	For
1.11	Elect Director Siim A. Vanaselja	Mgmt	For	For
1.12	Elect Director Thierry Vandal	Mgmt	For	For
1.13	Elect Director Dheeraj "D" Verma	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Approve Spin-Off Agreement with South Bow Corporation	Mgmt	For	For
4	Approve Shareholder Rights Plan of South Bow Corporation	Mgmt	For	Against
<i>Voter Rationale: Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and be of a limited duration.</i>				
5	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
6	SP 1: Disclosure of Board's Independent Assessment From Failing to Obtain Free, Prior, and Informed Consent of TC Energy's Projects.	SH	Against	Against

TDK Corp.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 6762

Meeting Type: Annual

Primary ISIN: JP3538800008

Primary SEDOL: 6869302

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 58	Mgmt	For	For
2.1	Elect Director Saito, Noboru	Mgmt	For	For
2.2	Elect Director Yamanishi, Tetsuji	Mgmt	For	For
2.3	Elect Director Sato, Shigeki	Mgmt	For	For
2.4	Elect Director Nakayama, Kozue	Mgmt	For	For
2.5	Elect Director Iwai, Mutsuo	Mgmt	For	For
2.6	Elect Director Yamana, Shoei	Mgmt	For	For
2.7	Elect Director Katsumoto, Toru	Mgmt	For	For
3	Approve Restricted Stock Plan and Performance Share Plan	Mgmt	For	For

TE Connectivity Ltd.

Meeting Date: 06/12/2024 **Country:** Switzerland **Ticker:** TEL
Meeting Type: Special
Primary ISIN: CH0102993182 **Primary SEDOL:** B62B7C3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Change Jurisdiction of Incorporation [from Switzerland to Ireland]	Mgmt	For	For
2	Approve Reduction of the Share Premium Account	Mgmt	For	For

TeamViewer SE

Meeting Date: 06/07/2024 **Country:** Germany **Ticker:** TMV
Meeting Type: Annual
Primary ISIN: DE000A2YN900 **Primary SEDOL:** BJ7WGS1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt		
2	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For
3	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For

TeamViewer SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.1	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2024, for the Review of Interim Financial Statements for the First Half of Fiscal Year 2024 and for the Review of Interim Financial Statements Until 2025 AGM	Mgmt	For	For
4.2	Ratify PricewaterhouseCoopers GmbH as Auditors for the Sustainability Reporting for Fiscal Year 2024	Mgmt	For	For
5	Approve Remuneration Report	Mgmt	For	Abstain
<i>Voter Rationale: .</i>				
6	Approve Affiliation Agreement with Regit Eins GmbH	Mgmt	For	For
7	Approve Creation of EUR 34.8 Million Pool of Authorized Capital 2024/I with or without 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 1.4 Billion; Approve Creation of EUR 34.8 Million Pool of Conditional Capital to Guarantee Conversion Rights	Mgmt	For	For
9	Approve Creation of EUR 17.4 Million Pool of Capital with Preemptive Rights	Mgmt	For	For
10	Elect Joachim Heel to the Supervisory Board	Mgmt	For	For
11	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	For
<i>Voter Rationale: .</i>				
12	Authorize Use of Financial Derivatives when Repurchasing Shares	Mgmt	For	For
13	Amend Articles Re: Proof of Entitlement	Mgmt	For	For
14	Amend Articles Re: Electronic Communication	Mgmt	For	For

Tecan Group AG

Meeting Date: 04/18/2024

Country: Switzerland

Ticker: TECN

Meeting Type: Annual

Primary ISIN: CH0012100191

Primary SEDOL: 7110902

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

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Non-Financial Report	Mgmt	For	For
3.1	Approve Allocation of Income and Dividends of CHF 1.50 per Share	Mgmt	For	For
3.2	Approve Dividends of CHF 1.50 per Share from Capital Contribution Reserves	Mgmt	For	For
4	Approve Discharge of Board and Senior Management	Mgmt	For	For
5.1	Amend Corporate Purpose	Mgmt	For	For
5.2	Amend Articles of Association	Mgmt	For	For
5.3	Approve Virtual-Only or Hybrid Shareholder Meetings	Mgmt	For	Against
<i>Voter Rationale: In-person shareholder meetings enable essential scrutiny of boards and management. There should be an annual physical meeting of the shareholders, and all the directors of the company should attend.</i>				
5.4	Approve Increase in Size of Board to Eight Members	Mgmt	For	For
5.5	Amend Articles of Association	Mgmt	For	For
6	Elect Monica Manotas as Director	Mgmt	For	For
7.1	Reelect Lukas Braunschweiler as Director	Mgmt	For	For
7.2	Reelect Myra Eskes as Director	Mgmt	For	For
7.3	Reelect Oliver Fetzer as Director	Mgmt	For	For
7.4	Reelect Matthias Gillner as Director	Mgmt	For	For
7.5	Reelect Karen Huebscher as Director	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
7.6	Reelect Christa Kreuzburg as Director	Mgmt	For	For
7.7	Reelect Daniel Marshak as Director	Mgmt	For	For
8	Reelect Lukas Braunschweiler as Board Chair	Mgmt	For	For
9.1	Reappoint Myra Eskes as Member of the Compensation Committee	Mgmt	For	For
9.2	Reappoint Oliver Fetzer as Member of the Compensation Committee	Mgmt	For	For
9.3	Reappoint Christa Kreuzburg as Member of the Compensation Committee	Mgmt	For	Against
<i>Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.</i>				
9.4	Reappoint Daniel Marshak as Member of the Compensation Committee	Mgmt	For	For
10	Ratify Ernst & Young AG as Auditors	Mgmt	For	For
11	Designate Proxy Voting Services GmbH as Independent Proxy	Mgmt	For	For

Tecan Group AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12.1	Approve Remuneration Report (Non-Binding)	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>				
12.2	Approve Remuneration of Directors in the Amount of CHF 1.7 Million	Mgmt	For	For
12.3	Approve Remuneration of Executive Committee in the Amount of CHF 20.5 Million	Mgmt	For	For
13	Transact Other Business (Voting)	Mgmt	For	Against
<i>Voter Rationale: Any Other Business' should not be a voting item.</i>				

Techtronic Industries Company Limited

Meeting Date: 05/10/2024

Country: Hong Kong

Ticker: 669

Meeting Type: Annual

Primary ISIN: HK0669013440

Primary SEDOL: B0190C7

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 Stephan Horst Pudwill as Director	Mgmt	For	For
<i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>				
3b	Elect Peter David Sullivan as Director	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. Incentive awards to EXECUTIVES where performance metrics not disclosed, subject to time-vesting only, linked to board discretion. Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable.</i>				
3c	Elect Johannes-Gerhard Hesse as Director	Mgmt	For	For
3d	Elect Virginia Davis Wilmerding as Director	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to EXECUTIVES where performance metrics not disclosed, subject to time-vesting only, linked to board discretion. Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable.</i>				
3e	Elect Andrew Philip Roberts as Director	Mgmt	For	For
3f	Authorize Board to Fix Remuneration of Directors	Mgmt	For	Against
<i>Voter Rationale: Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable.</i>				

Techtronic Industries Company Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Deloitte Touche Tohmatsu as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	Against
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For

TEGNA Inc.

Meeting Date: 04/24/2024	Country: USA	Ticker: TGNA
	Meeting Type: Annual	
	Primary ISIN: US87901J1051	Primary SEDOL: BZ0P3Z5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Gina L. Bianchini	Mgmt	For	For
1.2	Elect Director Howard D. Elias	Mgmt	For	For
1.3	Elect Director Stuart J. Epstein	Mgmt	For	For
1.4	Elect Director Karen H. Grimes	Mgmt	For	For
1.5	Elect Director David T. Lougee	Mgmt	For	For
1.6	Elect Director Scott K. McCune	Mgmt	For	For
1.7	Elect Director Henry W. McGee	Mgmt	For	For
1.8	Elect Director Neal B. Shapiro	Mgmt	For	For
1.9	Elect Director Melinda C. Witmer	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				
4	Provide Right to Call Special Meeting	Mgmt	For	For
5	Amend Certificate of Incorporation to Allow the Exculpation of Officers	Mgmt	For	For
6	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	Against
<p><i>Voter Rationale: It appears the company's current policies and procedures already address the proponent's request.</i></p>				

Tejon Ranch Co.

Meeting Date: 05/14/2024

Country: USA

Ticker: TRC

Meeting Type: Annual

Primary ISIN: US8790801091

Primary SEDOL: 2880448

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Steven A. Betts	Mgmt	For	For
1b	Elect Director Gregory S. Bielli	Mgmt	For	For
1c	Elect Director Anthony L. Leggio	Mgmt	For	For
1d	Elect Director Norman J. Metcalfe	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1e	Elect Director Rhea Frawn Morgan	Mgmt	For	For
1f	Elect Director Geoffrey L. Stack	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1g	Elect Director Daniel R. Tisch	Mgmt	For	For
1h	Elect Director Michael H. Winer	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The majority of annual bonus incentives should be quantitative. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				

Teledyne Technologies Incorporated

Meeting Date: 04/24/2024

Country: USA

Ticker: TDY

Meeting Type: Annual

Primary ISIN: US8793601050

Primary SEDOL: 2503477

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Denise R. Singleton	Mgmt	For	For
1.2	Elect Director Simon M. Lorne	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.3	Elect Director Vincent J. Morales	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				

Teledyne Technologies Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Wesley W. von Schack	Mgmt	For	Against
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i></p>				
4	Declassify the Board of Directors	Mgmt	For	For
<p><i>Voter Rationale: The annual election of directors provides greater accountability to shareholders and is a widely accepted best practice in corporate governance. Shareholders should have the opportunity to communicate with directors regarding their performance regularly.</i></p>				
5	Amend Certificate of Incorporation to Provide for Officer Exculpation	Mgmt	For	For
6	Adopt Simple Majority Vote	SH	Against	For
<p><i>Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i></p>				

Teleflex Incorporated

Meeting Date: 05/03/2024

Country: USA

Ticker: TFX

Meeting Type: Annual

Primary ISIN: US8793691069

Primary SEDOL: 2881407

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Candace H. Duncan	Mgmt	For	For
1b	Elect Director Gretchen R. Haggerty	Mgmt	For	For
1c	Elect Director Liam J. Kelly	Mgmt	For	For
1d	Elect Director Stephen K. Klasko	Mgmt	For	For
1e	Elect Director Stuart A. Randle	Mgmt	For	For
1f	Elect Director Jaewon Ryu	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i></p>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i></p>				

Teleflex Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For
<p><i>Voter Rationale: Holders of significant share capital should be entitled to call a special meeting. A total holding requirement of 10% is a suitable threshold to prevent abuse.</i></p>				

Telephone and Data Systems, Inc.

Meeting Date: 05/22/2024	Country: USA	Ticker: TDS
	Meeting Type: Annual	
	Primary ISIN: US8794338298	Primary SEDOL: B6YR5K3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kimberly D. Dixon	Mgmt	For	For
1.2	Elect Director George W. Off	Mgmt	For	Withhold
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i></p>				
1.3	Elect Director Wade Oosterman	Mgmt	For	For
1.4	Elect Director Dirk S. Woessner	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				
3	Amend Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
5	Approve Recapitalization Plan for all Stock to Have One-vote per Share	SH	Against	For
<p><i>Voter Rationale: One share, one vote is a fundamental element of good corporate governance. Companies should not create shares with impaired or enhanced voting rights.</i></p>				

Telix Pharmaceuticals Limited

Meeting Date: 04/05/2024

Country: Australia

Ticker: TLX

Meeting Type: Special

Primary ISIN: AU000000TLX2

Primary SEDOL: BF7M092

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Ratify Past Issuance of Dedicaid Consideration Shares to Thomas Beyer, Marcus Hacker and Laszlo Papp	Mgmt	For	For
2	Ratify Past Issuance of Lightpoint Consideration Shares to Lightpoint Medical Ltd	Mgmt	For	For
3	Ratify Past Issuance of Lightpoint Rights to Lightpoint Medical Ltd	Mgmt	For	For
4	Approve Issuance of QSAM Consideration Shares to Holders of QSAM Biosciences, Inc. Shares	Mgmt	For	For
5	Approve Issuance of QSAM Rights to Holders of QSAM Biosciences, Inc. Shares	Mgmt	For	For
6	Approve Issuance of IsoTherapeutics Consideration Shares to Keith Frank, Jaime Simon and Steve Ellebracht	Mgmt	For	For
7	Approve Issuance of ARTMS Consideration Shares to Holders of ARTMS Inc. Shares	Mgmt	For	For

Telix Pharmaceuticals Limited

Meeting Date: 05/22/2024

Country: Australia

Ticker: TLX

Meeting Type: Annual

Primary ISIN: AU000000TLX2

Primary SEDOL: BF7M092

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	None	Against
<i>Voter Rationale: Remuneration policy allows cliff-vesting of awards, thus failing to encourage progressive performance. Higher vesting levels should be linked to scaled performance targets. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. The remuneration report does not articulate how executives performed against historic performance targets. The board should articulate how bonus payments reflect prior year performance, as well as outlining forward-looking targets that underpin long-term incentive plans.</i>				
2	Elect Andreas Kluge as Director	Mgmt	For	For
3	Approve Amended Equity Incentive Plan and Grant of Equity Securities Under the Equity Incentive Plan	Mgmt	None	For
4	Approve Grant of Performance Share Appreciation Rights to Christian Behrenbruch	Mgmt	For	Against
<i>Voter Rationale: Remuneration policy allows cliff-vesting of awards, thus failing to encourage progressive performance. Higher vesting levels should be linked to scaled performance targets.</i>				

Telix Pharmaceuticals Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve Increase in the Maximum Aggregate Remuneration of the Non-Executive Directors	Mgmt	None	For

Tellurian Inc.

Meeting Date: 06/05/2024	Country: USA	Ticker: TELL
	Meeting Type: Annual	
	Primary ISIN: US87968A1043	Primary SEDOL: BD3DWD3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Martin J. Houston	Mgmt	For	Against
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>			
1b	Elect Director Jonathan S. Gross	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	<i>Voter Rationale: A vote AGAINST this proposal is warranted. The compensation committee demonstrated only limited responsiveness to shareholder concerns following last year's low say-on-pay support. However, the structural concerns regarding the pay programs are raised and the CEO's base salary remained relatively high. The STI and LTI programs utilize the same approach, and specific performance goals associated under the scorecard remain undisclosed.</i>			

TELUS Corporation

Meeting Date: 05/09/2024	Country: Canada	Ticker: T
	Meeting Type: Annual	
	Primary ISIN: CA87971M1032	Primary SEDOL: 2381093

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Raymond T. Chan	Mgmt	For	For
1.2	Elect Director Hazel Claxton	Mgmt	For	For
1.3	Elect Director Lisa de Wilde	Mgmt	For	For
1.4	Elect Director Victor Dodig	Mgmt	For	For
1.5	Elect Director Darren Entwistle	Mgmt	For	For
1.6	Elect Director Martha Hall Findlay	Mgmt	For	For
1.7	Elect Director Thomas E. Flynn	Mgmt	For	For

TELUS Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.8	Elect Director Mary Jo Haddad	Mgmt	For	For
1.9	Elect Director Christine Magee	Mgmt	For	For
1.10	Elect Director John Manley	Mgmt	For	For
1.11	Elect Director David Mowat	Mgmt	For	For
1.12	Elect Director Marc Parent	Mgmt	For	For
1.13	Elect Director Denise Pickett	Mgmt	For	For
1.14	Elect Director W. Sean Willy	Mgmt	For	For
2	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Amend Deferred Share Unit Plan	Mgmt	For	For

Tempur Sealy International, Inc.

Meeting Date: 05/09/2024

Country: USA

Ticker: TPX

Meeting Type: Annual

Primary ISIN: US88023U1016

Primary SEDOL: 2216991

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Evelyn S. Dilsaver	Mgmt	For	For
1b	Elect Director Simon John Dyer	Mgmt	For	For
1c	Elect Director Cathy Rogers Gates	Mgmt	For	For
1d	Elect Director John A. Heil	Mgmt	For	For
1e	Elect Director Meredith Siegfried Madden	Mgmt	For	For
1f	Elect Director Richard W. Neu	Mgmt	For	For
1g	Elect Director Scott L. Thompson	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Tenable Holdings, Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: TENB

Meeting Type: Annual

Primary ISIN: US88025T1025

Primary SEDOL: BF7J7N6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Arthur W. Coviello, Jr.	Mgmt	For	For
1.2	Elect Director George Alexander Tosheff	Mgmt	For	For
1.3	Elect Director Margaret Keane	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

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

Tencent Holdings Limited

Meeting Date: 05/14/2024

Country: Cayman Islands

Ticker: 700

Meeting Type: Annual

Primary ISIN: KYG875721634

Primary SEDOL: BMMV2K8

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 Charles St Leger Searle as Director	Mgmt	For	For

Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure an orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate. The nomination committee should be independent and this directors membership could hamper the committees impartiality and effectiveness. Insufficient evidence of the mitigation of severe human rights risks, particularly in high-risk regions.

3b	Elect Ke Yang as Director	Mgmt	For	For
<i>Voter Rationale: Insufficient evidence of the mitigation of severe human rights risks, particularly in high-risk regions</i>				
3c	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For

Tencent Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
<i>Voter Rationale: The company has not specified the discount limit for issuances of shares for cash consideration and issuances for non-cash consideration. We expect company to set a 10% discount limit when requesting share issuance.</i>				
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
7	Amend Third Amended and Restated Memorandum of Association and Articles of Association and Adopt Fourth Amended and Restated Memorandum of Association and Articles of Association	Mgmt	For	For

Tenet Healthcare Corporation

Meeting Date: 05/22/2024

Country: USA

Ticker: THC

Meeting Type: Annual

Primary ISIN: US88033G4073

Primary SEDOL: B8DMK08

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Saumya Sutaria	Mgmt	For	For
1.2	Elect Director J. Robert Kerrey	Mgmt	For	For
1.3	Elect Director Vineeta Agarwala	Mgmt	For	For
1.4	Elect Director James L. Bierman	Mgmt	For	For
1.5	Elect Director Roy Blunt	Mgmt	For	For
1.6	Elect Director Richard W. Fisher	Mgmt	For	For
1.7	Elect Director Meghan M. FitzGerald	Mgmt	For	For
1.8	Elect Director Cecil D. Haney	Mgmt	For	For
1.9	Elect Director Christopher S. Lynch	Mgmt	For	For
1.10	Elect Director Richard J. Mark	Mgmt	For	For
1.11	Elect Director Tammy Romo	Mgmt	For	For
1.12	Elect Director Stephen H. Rusckowski	Mgmt	For	For
1.13	Elect Director Nadja Y. West	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

Tenet Healthcare Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
4	Report on Policies Regarding Patients' Right to Access Abortions in Emergencies	SH	Against	Against
<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>				
5	Report on Integrating ESG Metrics into Executive Compensation Program	SH	Against	Against
<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>				

Teradata Corporation

Meeting Date: 05/14/2024 **Country:** USA **Ticker:** TDC
Meeting Type: Annual **Primary ISIN:** US88076W1036 **Primary SEDOL:** B247H10

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Lisa R. Bacus	Mgmt	For	For
1b	Elect Director Timothy C.K. Chou	Mgmt	For	For
1c	Elect Director John G. Schwarz	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: This plan could lead to excessive dilution. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Teradyne, Inc.

Meeting Date: 05/09/2024 **Country:** USA **Ticker:** TER
Meeting Type: Annual **Primary ISIN:** US8807701029 **Primary SEDOL:** 2884183

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Peter Herweck	Mgmt	For	For
1b	Elect Director Mercedes Johnson	Mgmt	For	For
1c	Elect Director Ernest E. Maddock	Mgmt	For	For
1d	Elect Director Marilyn Matz	Mgmt	For	For
1e	Elect Director Gregory S. Smith	Mgmt	For	For
1f	Elect Director Ford Tamer	Mgmt	For	For
1g	Elect Director Paul J. Tufano	Mgmt	For	For
1h	Elect Director Bridget van Kralingen	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.

3	Reduce Supermajority Vote Requirement	Mgmt	For	For
<i>Voter Rationale: Board efforts to reduce supermajority provisions are appreciated, as they create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

TERNA Rete Elettrica Nazionale SpA

Meeting Date: 05/10/2024

Country: Italy

Ticker: TRN

Meeting Type: Annual

Primary ISIN: IT0003242622

Primary SEDOL: B01BN57

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

TERNA Rete Elettrica Nazionale SpA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve 2024-2028 Performance Share Plan	Mgmt	For	Against
<i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>				
4	Authorize Share Repurchase Program and Reissuance of Repurchased Shares to Service 2024-2028 Performance Share Plan	Mgmt	For	Against
<i>Voter Rationale: Capital issuance authorities should be for share plans that incentivise long-term value creation.</i>				
5.1	Approve Remuneration Policy	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Severance payments should not exceed two year's pay. Larger severance packages should be subject to a separate shareholder approval. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>				
5.2	Approve Second Section of the Remuneration Report	Mgmt	For	Against
<i>Voter Rationale: Severance payments should not exceed two year's pay. Larger severance packages should be subject to a separate shareholder approval. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>				

Terns Pharmaceuticals, Inc.

Meeting Date: 06/10/2024	Country: USA	Ticker: TERN	
	Meeting Type: Annual		
		Primary ISIN: US8808811074	Primary SEDOL: BMDJ0C9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jeffrey Kindler	Mgmt	For	For
1.2	Elect Director Amy Burroughs	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Terreno Realty Corporation

Meeting Date: 05/07/2024	Country: USA	Ticker: TRNO	
	Meeting Type: Annual		
		Primary ISIN: US88146M1018	Primary SEDOL: B3N4753

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director W. Blake Baird	Mgmt	For	For
1b	Elect Director Michael A. Coke	Mgmt	For	For
1c	Elect Director Gary N. Boston	Mgmt	For	For
1d	Elect Director LeRoy E. Carlson	Mgmt	For	For
1e	Elect Director Irene H. Oh	Mgmt	For	For
1f	Elect Director Douglas M. Pasquale	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1g	Elect Director Dennis Polk	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Terumo Corp.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 4543

Meeting Type: Annual

Primary ISIN: JP3546800008

Primary SEDOL: 6885074

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 Takagi, Toshiaki	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Given the recent changes to the board we will keep this matter under review.</i>				
2.2	Elect Director Samejima, Hikaru	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Given the recent changes to the board we will keep this matter under review.</i>				
2.3	Elect Director Osada, Toshihiko	Mgmt	For	For
2.4	Elect Director Hirose, Kazunori	Mgmt	For	For
2.5	Elect Director Kunimoto, Norimasa	Mgmt	For	For
2.6	Elect Director Nishi, Hidenori	Mgmt	For	For
2.7	Elect Director Ozawa, Keiya	Mgmt	For	For
2.8	Elect Director Kogiso, Mari	Mgmt	For	For

Terumo Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.1	Elect Alternate Director and Audit Committee Member Sakaguchi, Koichi	Mgmt	For	For
3.2	Elect Alternate Director and Audit Committee Member Kosugi, Hiroaki	Mgmt	For	For

Tesco Plc

Meeting Date: 06/14/2024

Country: United Kingdom

Ticker: TSCO

Meeting Type: Annual

Primary ISIN: GB00BLGZ9862

Primary SEDOL: BLGZ986

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	Elect Dame Carolyn Fairbairn as Director	Mgmt	For	For
5	Elect Gerry Murphy as Director	Mgmt	For	For
<i>Voter Rationale: The board chairman serves as a member of the Nomination Committee.</i>				
6	Re-elect Melissa Bethell as Director	Mgmt	For	For
7	Re-elect Bertrand Bodson as Director	Mgmt	For	For
8	Re-elect Thierry Garnier as Director	Mgmt	For	For
9	Re-elect Stewart Gilliland as Director	Mgmt	For	For
10	Re-elect Ken Murphy as Director	Mgmt	For	For
11	Re-elect Imran Nawaz as Director	Mgmt	For	For
12	Re-elect Alison Platt as Director	Mgmt	For	For
13	Re-elect Caroline Silver as Director	Mgmt	For	For
14	Re-elect Karen Whitworth 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 UK 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

Tesco Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
21	Authorise Market Purchase of Shares	Mgmt	For	For
22	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

Tesla, Inc.

Meeting Date: 06/13/2024	Country: USA	Ticker: TSLA
	Meeting Type: Annual	
	Primary ISIN: US88160R1014	Primary SEDOL: B616C79

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director James Murdoch	Mgmt	For	Against
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The lack of a robust anti-pledging policy is concerning and raises questions about audit committee effectiveness in carrying out its risk oversight function. We encourage the committee to adopt a policy ideally prohibiting or severely restricting the pledging of company shares by executives.</i>			
1b	Elect Director Kimbal Musk	Mgmt	For	Against
	<i>Voter Rationale: The board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity.</i>			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs.</i>			
3	Change State of Incorporation from Delaware to Texas	Mgmt	For	Against
	<i>Voter Rationale: Not in the best interest of shareholders at this time.</i>			
4	Ratify Performance Based Stock Options to Elon Musk	Mgmt	For	For
	<i>Voter Rationale: Best interest of shareholder at this time.</i>			
5	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>			
6	Declassify the Board of Directors	SH	Against	For
	<i>Voter Rationale: The annual election of directors provides greater accountability to shareholders and is a widely accepted best practice in corporate governance. Shareholders should have the opportunity to communicate with directors regarding their performance regularly.</i>			
7	Adopt Simple Majority Vote	SH	Against	For
	<i>Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>			
8	Report on Harassment and Discrimination Prevention Efforts	SH	Against	For
	<i>Voter Rationale: Increased clarity on Tesla's harassment and discrimination prevention efforts would enable investors to better appraise associated financial risks.</i>			

Tesla, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9	Adopt a Non-Interference Policy Respecting Freedom of Association	SH	Against	For
<i>Voter Rationale: Additional detail on Tesla's freedom of association policies and procedures would better position shareholders to evaluate potential financial risks.</i>				
10	Report on Effects and Risks Associated with Electromagnetic Radiation and Wireless Technologies	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				
11	Assess Feasibility of Including Sustainability as a Performance Measure for Senior Executive Compensation	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				
12	Commit to a Moratorium on Sourcing Minerals from Deep Sea Mining	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				

TETRA Technologies, Inc.

Meeting Date: 05/21/2024

Country: USA

Ticker: TTI

Meeting Type: Annual

Primary ISIN: US88162F1057

Primary SEDOL: 2884280

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mark E. Baldwin	Mgmt	For	For
1.2	Elect Director Thomas R. Bates, Jr.	Mgmt	For	For
1.3	Elect Director Christian A. Garcia	Mgmt	For	For
1.4	Elect Director John F. Glick	Mgmt	For	For
1.5	Elect Director Angela D. John	Mgmt	For	For
1.6	Elect Director Brady M. Murphy	Mgmt	For	For
1.7	Elect Director Sharon B. McGee	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i>				
1.8	Elect Director Shawn D. Williams	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For

TETRA Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Provide Right to Act by Written Consent	SH	Against	For

Voter Rationale: Supporting better corporate governance practices. Investors should have the opportunity to put resolutions to all shareholders, either in a company meeting or by expressing their intentions through the mail.

Texas Capital Bancshares, Inc.

Meeting Date: 04/16/2024	Country: USA	Ticker: TCBI
	Meeting Type: Annual	
	Primary ISIN: US88224Q1076	Primary SEDOL: 2977209

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Paola M. Arbour	Mgmt	For	For
1.2	Elect Director Jonathan E. Baliff	Mgmt	For	For
1.3	Elect Director James H. Browning	Mgmt	For	For
1.4	Elect Director Rob C. Holmes	Mgmt	For	For
1.5	Elect Director David S. Huntley	Mgmt	For	For
1.6	Elect Director Charles S. Hyle	Mgmt	For	For
1.7	Elect Director Thomas E. Long	Mgmt	For	For
1.8	Elect Director Elysia Holt Ragusa	Mgmt	For	For

Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.

1.9	Elect Director Steven P. Rosenberg	Mgmt	For	For
1.10	Elect Director Robert W. Stallings	Mgmt	For	For
1.11	Elect Director Dale W. Tremblay	Mgmt	For	For
1.12	Elect Director Laura L. Whitley	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
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Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

Texas Instruments Incorporated

Meeting Date: 04/25/2024	Country: USA	Ticker: TXN
	Meeting Type: Annual	
	Primary ISIN: US8825081040	Primary SEDOL: 2885409

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mark A. Blinn	Mgmt	For	For
1b	Elect Director Todd M. Bluedorn	Mgmt	For	For
1c	Elect Director Janet F. Clark	Mgmt	For	For
1d	Elect Director Carrie S. Cox	Mgmt	For	For
1e	Elect Director Martin S. Craighead	Mgmt	For	For
1f	Elect Director Reginald DesRoches	Mgmt	For	For
1g	Elect Director Curtis C. Farmer	Mgmt	For	For
1h	Elect Director Jean M. Hobby	Mgmt	For	For
1i	Elect Director Haviv Ilan	Mgmt	For	For
1j	Elect Director Ronald Kirk	Mgmt	For	For
1k	Elect Director Pamela H. Patsley	Mgmt	For	For
1l	Elect Director Robert E. Sanchez	Mgmt	For	For
1m	Elect Director Richard K. Templeton	Mgmt	For	For
2	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
5	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For
<i>Voter Rationale: Holders of significant share capital should be entitled to call a special meeting. A total holding requirement of 10% is a suitable threshold to prevent abuse.</i>				
6	Report on Due Diligence Efforts to Trace End-User Misuse of Company Products	SH	Against	For
<i>Voter Rationale: Stakeholders would benefit from further disclosure on the company's due diligence process to identify risks related to the misuse of its products.</i>				

Texas Roadhouse, Inc.

Meeting Date: 05/16/2024

Country: USA

Ticker: TXRH

Meeting Type: Annual

Primary ISIN: US8826811098

Primary SEDOL: B033TJ7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jane Grote Abell	Mgmt	For	For
1.2	Elect Director Michael A. Crawford	Mgmt	For	For
1.3	Elect Director Donna E. Epps	Mgmt	For	For
1.4	Elect Director Wayne L. Jones	Mgmt	For	For
1.5	Elect Director Gregory N. Moore	Mgmt	For	For
1.6	Elect Director Gerald L. Morgan	Mgmt	For	For
1.7	Elect Director Curtis A. Warfield	Mgmt	For	For
1.8	Elect Director Kathleen M. Widmer	Mgmt	For	For
1.9	Elect Director James R. Zarley	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.</i>				
4	Eliminate Class B Common Stock	Mgmt	For	For
5	Amend Certificate of Incorporation to Limit the Personal Liability of Officers	Mgmt	For	For
6	Reduce Ownership Threshold for Shareholders to Call Special Meeting	Mgmt	For	For
7	Report on Efforts to Reduce GHG Emissions in Alignment with Paris Agreement Goal	SH	Against	For
<i>Voter Rationale: We expect companies to disclose scope 1, 2, and material 3 GHG emissions data, scope 1 and 2 reduction targets, and a clear climate strategy including key decarbonisation levers and reduction contributions.</i>				

TFI International Inc.

Meeting Date: 04/25/2024

Country: Canada

Ticker: TFII

Meeting Type: Annual/Special

Primary ISIN: CA87241L1094

Primary SEDOL: BDRXBF4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Leslie Abi-Karam	Mgmt	For	For

TFI International Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Alain Bedard	Mgmt	For	For
1.3	Elect Director Andre Berard	Mgmt	For	For
1.4	Elect Director William T. England	Mgmt	For	For
1.5	Elect Director Diane Giard	Mgmt	For	For
1.6	Elect Director Debra Kelly-Ennis	Mgmt	For	For
1.7	Elect Director Neil Donald Manning	Mgmt	For	For
1.8	Elect Director Sebastien Martel	Mgmt	For	For
1.9	Elect Director John M. Pratt	Mgmt	For	For
1.10	Elect Director Joey Saputo	Mgmt	For	For
1.11	Elect Director Rosemary Turner	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

TG Therapeutics, Inc.

Meeting Date: 06/14/2024

Country: USA

Ticker: TGTX

Meeting Type: Annual

Primary ISIN: US88322Q1085

Primary SEDOL: B828K63

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Laurence N. Charney	Mgmt	For	Withhold
<i>Voter Rationale: WITHHOLD votes are warranted for all director nominees for maintaining a long-term poison pill that has not been ratified by shareholders, and for failure to address the lack of majority support for the re-election of Yann Echelard, Daniel Hume, and Sagar Lonial at last year's annual meeting WITHHOLD votes are further warranted for Nominating Committee chairman Sagar Lonial for failing to establish gender diversity on the board.</i>				
1.2	Elect Director Yann Echelard	Mgmt	For	Withhold
<i>Voter Rationale: The corporate governance committee has permitted a poison pill. The best defense against a take-over is strong management and a successful strategy. Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and last for a limited time.</i>				
1.3	Elect Director Kenneth Hoberman	Mgmt	For	Withhold
<i>Voter Rationale: Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns.</i>				

TG Therapeutics, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Daniel Hume	Mgmt	For	Withhold
	<i>Voter Rationale: The corporate governance committee has permitted a poison pill. The best defense against a take-over is strong management and a successful strategy. Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and last for a limited time.</i>			
1.5	Elect Director Sagar Lonial	Mgmt	For	Withhold
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The corporate governance committee has permitted a poison pill. The best defense against a take-over is strong management and a successful strategy. Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and last for a limited time.</i>			
1.6	Elect Director Michael S. Weiss	Mgmt	For	Withhold
	<i>Voter Rationale: WITHHOLD votes are warranted for all director nominees for maintaining a long-term poison pill that has not been ratified by shareholders, and for failure to address the lack of majority support for the re-election of Yann Echelard, Daniel Hume, and Sagar Lonial at last year's annual meeting WITHHOLD votes are further warranted for Nominating Committee chairman Sagar Lonial for failing to establish gender diversity on the board.</i>			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	<i>Voter Rationale: Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The majority of annual bonus incentives should be quantitative. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>			
4	Increase Authorized Common Stock	Mgmt	For	Against
	<i>Voter Rationale: While the size of the requested increase is reasonable, a vote AGAINST this proposal is warranted because the company has demonstrated imprudent use of its common shares by maintaining a non-shareholder approved poison pill.</i>			
5	Amend Omnibus Stock Plan	Mgmt	For	For
	<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>			

Thales SA

Meeting Date: 05/15/2024

Country: France

Ticker: HO

Meeting Type: Annual/Special

Primary ISIN: FR0000121329

Primary SEDOL: 4162791

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

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve Allocation of Income and Dividends of EUR 3.40 per Share	Mgmt	For	For
4	Ratify Change Location of Registered Office to 4 rue de la Verrerie a Meudon (Hauts de Seine)	Mgmt	For	For
5	Ratify Appointment of Loic Rocard as Director	Mgmt	For	For
6	Reelect Loic Rocard as Director	Mgmt	For	For
7	Appoint PricewaterhouseCoopers Audit as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For
8	Approve Compensation of Patrice Caine, Chairman and CEO	Mgmt	For	For
<i>Voter Rationale: Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>				
9	Approve Compensation Report of Corporate Officers	Mgmt	For	For
10	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	For
11	Approve Remuneration Policy of Directors; Approve Remuneration of Directors in the Aggregate Amount of EUR 1,200,000	Mgmt	For	For
12	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
13	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 157,650,000	Mgmt	For	Against
<i>Voter Rationale: This authority can be used as an antitakeover mechanism. Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and be of a limited duration.</i>				
14	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 60,000,000	Mgmt	For	Against
<i>Voter Rationale: This authority can be used as an antitakeover mechanism. Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and be of a limited duration.</i>				
15	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 60,000,000	Mgmt	For	Against
<i>Voter Rationale: This authority can be used as an antitakeover mechanism. Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and be of a limited duration.</i>				
16	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Above	Mgmt	For	Against
<i>Voter Rationale: This authority can be used as an antitakeover mechanism. Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and be of a limited duration.</i>				

Thales SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
17	Authorize Board to Set Issue Price for 10 Percent Per Year of Issued Capital Pursuant to Issue Authority without Preemptive Rights Under Items 14-15	Mgmt	For	Against
<i>Voter Rationale: This authority can be used as an antitakeover mechanism. Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and be of a limited duration.</i>				
18	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	Against
<i>Voter Rationale: This authority can be used as an antitakeover mechanism. Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and be of a limited duration.</i>				
19	Authorize Capitalization of Reserves of Up to EUR 157,650,000 for Bonus Issue or Increase in Par Value	Mgmt	For	For
20	Set Total Limit for Capital Increase to Result from Issuance Requests Under Items 13-19 at EUR 180 Million	Mgmt	For	For
21	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against
<i>Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.</i>				
	Ordinary Business	Mgmt		
22	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For
23	Elect Ruby McGregor-Smith as Director	Mgmt	For	Against

The 77 Bank, Ltd.

Meeting Date: 06/27/2024	Country: Japan	Ticker: 8341
	Meeting Type: Annual	
	Primary ISIN: JP3352000008	Primary SEDOL: 6804165

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 67.5	Mgmt	For	For
2.1	Elect Director Ujiie, Teruhiko	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Kobayashi, Hidefumi	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.3	Elect Director Kobayashi, Hiroshi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				

The 77 Bank, Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.4	Elect Director Ibuka, Shuichi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.5	Elect Director Kuroda, Takashi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.6	Elect Director Odajima, Yoshiyuki	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.7	Elect Director Aoki, Kazuhiro	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.8	Elect Director Okuyama, Emiko	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.9	Elect Director Otaki, Seiichi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.10	Elect Director Oyama, Shigenori	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.11	Elect Director Fukuda, Kazuo	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
3	Elect Director and Audit Committee Member Muranushi, Masanori	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>			

The Allstate Corporation

Meeting Date: 05/14/2024

Country: USA

Ticker: ALL

Meeting Type: Annual

Primary ISIN: US0200021014

Primary SEDOL: 2019952

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Donald E. Brown	Mgmt	For	For
1b	Elect Director Kermit R. Crawford	Mgmt	For	For
1c	Elect Director Richard T. Hume	Mgmt	For	For
1d	Elect Director Margaret M. Keane	Mgmt	For	For
1e	Elect Director Siddharth N. (Bobby) Mehta	Mgmt	For	For

The Allstate Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director Maria Morris	Mgmt	For	For
1g	Elect Director Jacques P. Perold	Mgmt	For	For
1h	Elect Director Andrea Redmond	Mgmt	For	For
1i	Elect Director Gregg M. Sherrill	Mgmt	For	For
1j	Elect Director Judith A. Sprieser	Mgmt	For	For
1k	Elect Director Perry M. Traquina	Mgmt	For	For
1l	Elect Director Monica Turner	Mgmt	For	For
1m	Elect Director Thomas J. Wilson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.

3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
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Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.

4	Require Independent Board Chair	SH	Against	For
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Voter Rationale: Appointing a fully independent chairman creates a balance of power that is more conducive to long-term performance. A board headed by management cannot reasonably provide the best oversight and evaluation of managements performance.

The Bancorp, Inc.

Meeting Date: 05/29/2024

Country: USA

Ticker: TBBK

Meeting Type: Annual

Primary ISIN: US05969A1051

Primary SEDOL: B05BRL7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael J. Bradley	Mgmt	For	For
1.2	Elect Director Matthew N. Cohn	Mgmt	For	For
1.3	Elect Director Cheryl D. Creuzot	Mgmt	For	For
1.4	Elect Director Hersh Kozlov	Mgmt	For	For
1.5	Elect Director Damian M. Kozlowski	Mgmt	For	For
1.6	Elect Director William H. Lamb	Mgmt	For	For
1.7	Elect Director James J. McEntee, III	Mgmt	For	For
1.8	Elect Director Daniela A. Mielke	Mgmt	For	For

The Bancorp, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.9	Elect Director Stephanie B. Mudick	Mgmt	For	For
1.10	Elect Director Mark E. Tryniski	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Ratify Crowe LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
4	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

The Bank of East Asia, Limited

Meeting Date: 05/10/2024

Country: Hong Kong

Ticker: 23

Meeting Type: Annual

Primary ISIN: HK0023000190

Primary SEDOL: 6075648

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve KPMG as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3a	Elect Adrian David LI Man-kiu as Director	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
3b	Elect Brian David LI Man-bun as Director	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
3c	Elect David Mong Tak-yeung as Director	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 13.5 pct of the board.</i>				
3d	Elect Francisco Javier Serrado Trepas as Director	Mgmt	For	Against
<i>Voter Rationale: The nomination committee should be majority independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				

The Bank of East Asia, Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
5	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
6	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				

The Bank of New York Mellon Corporation

Meeting Date: 04/09/2024

Country: USA

Ticker: BK

Meeting Type: Annual

Primary ISIN: US0640581007

Primary SEDOL: B1Z77F6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Linda Z. Cook	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1b	Elect Director Joseph J. Echevarria	Mgmt	For	For
1c	Elect Director M. Amy Gilliland	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1d	Elect Director Jeffrey A. Goldstein	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1e	Elect Director K. Guru Gowrappan	Mgmt	For	For
1f	Elect Director Ralph Izzo	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1g	Elect Director Sandra E. "Sandie" O'Connor	Mgmt	For	For
1h	Elect Director Elizabeth E. Robinson	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1i	Elect Director Rakefet Russak-Aminoach	Mgmt	For	For
1j	Elect Director Robin A. Vince	Mgmt	For	For
1k	Elect Director Alfred W. "Al" Zollar	Mgmt	For	For

The Bank of New York Mellon Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i></p>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
4	Report on Lobbying Payments and Policy	SH	Against	For
<p><i>Voter Rationale: Comprehensive, aggregate disclosure on political spending is best practice. Disclosure should include all state and local donations including support for 527 organizations and ballot initiatives. In addition, the company should identify key relationships with trade associations that engage in lobbying on the corporation's behalf, as well as describe its policies and processes for giving. We ask that the board provide ultimate oversight for political donations.</i></p>				
5	Report on Risks Related to Discrimination Against Individuals Including Religious/Political Views	SH	Against	Against

The Bank of Nova Scotia

Meeting Date: 04/09/2024

Country: Canada

Ticker: BNS

Meeting Type: Annual

Primary ISIN: CA0641491075

Primary SEDOL: 2076281

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 Daniel (Don) H. Callahan	Mgmt	For	For
1.5	Elect Director W. Dave Dowrich	Mgmt	For	For
1.6	Elect Director Michael B. Medline	Mgmt	For	For
1.7	Elect Director Lynn K. Patterson	Mgmt	For	For
1.8	Elect Director Michael D. Penner	Mgmt	For	For
1.9	Elect Director Una M. Power	Mgmt	For	For
1.10	Elect Director Aaron W. Regent	Mgmt	For	For
1.11	Elect Director Calin Rovinescu	Mgmt	For	For
1.12	Elect Director Sandra J. Stuart	Mgmt	For	For
1.13	Elect Director L. Scott Thomson	Mgmt	For	For
1.14	Elect Director Benita M. Warmbold	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For

Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

The Bank of Nova Scotia

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>			
	Shareholder Proposal	Mgmt		
4	SP 1: Report on Impact of Oil and Gas Divestment	SH	Against	Against
	<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>			
5	SP 2: Disclose Non-Confidential Information Relating to the Bank's Country-by-Country Reporting	SH	Against	Against
	<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>			
6	SP 3: Advisory Vote on Environmental Policies	SH	Against	Against
	<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>			

The Boston Beer Company, Inc.

Meeting Date: 05/07/2024	Country: USA	Ticker: SAM
	Meeting Type: Annual	
		Primary ISIN: US1005571070
		Primary SEDOL: 2113393

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Meghan V. Joyce	Mgmt	For	Withhold
	<i>Voter Rationale: We voted against this director as a member of the audit committee because shareholders should be given the opportunity to approve the auditors annually.</i>			
1.2	Elect Director Cynthia L. Swanson	Mgmt	For	For
1.3	Elect Director Jean-Michel Valette	Mgmt	For	Withhold
	<i>Voter Rationale: We voted against this director as a member of the audit committee because shareholders should be given the opportunity to approve the auditors annually.</i>			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

The Brink's Company

Meeting Date: 05/02/2024	Country: USA	Ticker: BCO
	Meeting Type: Annual	
		Primary ISIN: US1096961040
		Primary SEDOL: 2691305

The Brink's Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kathie J. Andrade	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1b	Elect Director Paul G. Boynton	Mgmt	For	For
1c	Elect Director Ian D. Clough	Mgmt	For	For
1d	Elect Director Susan E. Docherty	Mgmt	For	For
1e	Elect Director Mark Eubanks	Mgmt	For	For
1f	Elect Director Michael J. Herling	Mgmt	For	For
1g	Elect Director A. Louis Parker	Mgmt	For	For
1h	Elect Director Timothy J. Tynan	Mgmt	For	For
1i	Elect Director Keith R. Wyche	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Ratify KPMG LLP as Auditors	Mgmt	For	For

The Buckle, Inc.

Meeting Date: 06/03/2024

Country: USA

Ticker: BKE

Meeting Type: Annual

Primary ISIN: US1184401065

Primary SEDOL: 2149934

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Daniel J. Hirschfeld	Mgmt	For	For
1.2	Elect Director Dennis H. Nelson	Mgmt	For	For
1.3	Elect Director Thomas B. Heacock	Mgmt	For	For
1.4	Elect Director Kari G. Smith	Mgmt	For	For
1.5	Elect Director Hank M. Bounds	Mgmt	For	For
1.6	Elect Director Bill L. Fairfield	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.7	Elect Director Bruce L. Hoberman	Mgmt	For	For
1.8	Elect Director Michael E. Huss	Mgmt	For	For
1.9	Elect Director Shruti S. Joshi	Mgmt	For	For

The Buckle, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.10	Elect Director Angie J. Klein	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.11	Elect Director John P. Peetz, III	Mgmt	For	For
1.12	Elect Director Karen B. Rhoads	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.13	Elect Director James E. Shada	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Approve Non-Employee Director Restricted Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

The Carlyle Group Inc.

Meeting Date: 05/29/2024

Country: USA

Ticker: CG

Meeting Type: Annual

Primary ISIN: US14316J1088

Primary SEDOL: BKRTG56

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Daniel A. D'Aniello	Mgmt	For	For
1.2	Elect Director Sharda Cherwoo	Mgmt	For	For
1.3	Elect Director William J. Shaw	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Eliminate Supermajority Vote Requirement	Mgmt	For	For
<i>Voter Rationale: Board efforts to reduce supermajority provisions are appreciated, as they create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: We believe the recruitment and retention concerns are critical at this time.</i>				
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				

The Carlyle Group Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For
<i>Voter Rationale: Holders of significant share capital should be entitled to call a special meeting. A total holding requirement of 10% is a suitable threshold to prevent abuse.</i>				

The Charles Schwab Corporation

Meeting Date: 05/23/2024	Country: USA	Ticker: SCHW
	Meeting Type: Annual	
	Primary ISIN: US8085131055	Primary SEDOL: 2779397

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Walter W. Bettinger, II	Mgmt	For	For
1.2	Elect Director Joan T. Dea	Mgmt	For	For
1.3	Elect Director Christopher V. Dodds	Mgmt	For	For
1.4	Elect Director Bharat B. Masrani	Mgmt	For	For
1.5	Elect Director Charles A. Ruffel	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Improve Executive Compensation Program and Policy	SH	Against	Against
5	Report on Civil Rights and Non-Discrimination Audit	SH	Against	Against
6	Report on Median Gender/Racial Pay Gaps	SH	Against	For
<i>Voter Rationale: A vote FOR this proposal is warranted, as shareholders would benefit from median racial/gender pay gap reporting that would allow them to compare and measure the progress of the company's diversity and inclusion initiatives.</i>				

The Chiba Bank, Ltd.

Meeting Date: 06/26/2024	Country: Japan	Ticker: 8331
	Meeting Type: Annual	
	Primary ISIN: JP3511800009	Primary SEDOL: 6190563

The Chiba Bank, Ltd.

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	Amend Articles to Reduce Directors' Term	Mgmt	For	For
3.1	Elect Director Yonemoto, Tsutomu	Mgmt	For	Against
<i>Voter Rationale: A vote AGAINST this director nominee is warranted because: * The nominee, as the top executive, should be considered accountable for the misconduct related to the sale of structured bonds for which the bank received administrative actions from the financial authorities.</i>				
3.2	Elect Director Yamazaki, Kiyomi	Mgmt	For	For
3.3	Elect Director Awaji, Mutsumi	Mgmt	For	For
3.4	Elect Director Makinose, Takashi	Mgmt	For	For
3.5	Elect Director Ono, Masayasu	Mgmt	For	For
3.6	Elect Director Tashima, Yuko	Mgmt	For	For
3.7	Elect Director Takayama, Yasuko	Mgmt	For	For
3.8	Elect Director Kiuchi, Takahide	Mgmt	For	For
3.9	Elect Director Yoshizawa, Ryoji	Mgmt	For	For
4	Approve Restricted Stock Plan	Mgmt	For	Against
<i>Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.</i>				

The Cigna Group

Meeting Date: 04/24/2024

Country: USA

Ticker: CI

Meeting Type: Annual

Primary ISIN: US1255231003

Primary SEDOL: BHJ0775

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director David M. Cordani	Mgmt	For	For
1b	Elect Director William J. DeLaney	Mgmt	For	For
1c	Elect Director Eric J. Foss	Mgmt	For	For
1d	Elect Director Elder Granger	Mgmt	For	For
1e	Elect Director Neesha Hathi	Mgmt	For	For
1f	Elect Director George Kurian	Mgmt	For	For
1g	Elect Director Kathleen M. Mazzarella	Mgmt	For	For
1h	Elect Director Mark B. McClellan	Mgmt	For	For
1i	Elect Director Philip O. Ozuah	Mgmt	For	For

The Cigna Group

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1j	Elect Director Kimberly A. Ross	Mgmt	For	For
1k	Elect Director Eric C. Wiseman	Mgmt	For	For
1l	Elect Director Donna F. Zarcone	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For
<i>Voter Rationale: Holders of significant share capital should be entitled to call a special meeting. A total holding requirement of 10% is a suitable threshold to prevent abuse.</i>				
5	Report on Risks Created by the Company's Diversity, Equity, and Inclusion Efforts	SH	Against	Against
<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>				

The Descartes Systems Group Inc.

Meeting Date: 06/13/2024

Country: Canada

Ticker: DSG

Meeting Type: Annual

Primary ISIN: CA2499061083

Primary SEDOL: 2141941

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Deepak Chopra	Mgmt	For	For
1.2	Elect Director Deborah Close	Mgmt	For	For
1.3	Elect Director Eric A. Demirian	Mgmt	For	For
1.4	Elect Director Sandra Hanington	Mgmt	For	For
1.5	Elect Director Kelley Irwin	Mgmt	For	For
1.6	Elect Director Dennis Maple	Mgmt	For	For
1.7	Elect Director Chris Muntwyler	Mgmt	For	For
1.8	Elect Director Jane O'Hagan	Mgmt	For	For
1.9	Elect Director Edward J. Ryan	Mgmt	For	For
1.10	Elect Director John J. Walker	Mgmt	For	For

The Descartes Systems Group Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Amend Performance and Restricted Share Unit Plan	Mgmt	For	For
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	For

Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.

The Ensign Group, Inc.

Meeting Date: 05/16/2024

Country: USA

Ticker: ENSG

Meeting Type: Annual

Primary ISIN: US29358P1012

Primary SEDOL: B1YWPP8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Christopher R. Christensen	Mgmt	For	For
1b	Elect Director Daren J. Shaw	Mgmt	For	For

Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.

2	Approve Increase in Size of Board from Eight to Nine	Mgmt	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

The First Bancshares, Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: FBMS

Meeting Type: Annual

Primary ISIN: US3189161033

Primary SEDOL: 2184300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David W. Bomboy	Mgmt	For	Withhold

The First Bancshares, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
1.2	Elect Director M. Ray (Hoppy) Cole, Jr.	Mgmt	For	For
1.3	Elect Director E. Ricky Gibson	Mgmt	For	For
1.4	Elect Director Jonathan A. Levy	Mgmt	For	For
<p><i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
1.5	Elect Director Charles R. Lightsey	Mgmt	For	Withhold
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i></p>				
1.6	Elect Director Fred A. McMurry	Mgmt	For	For
1.7	Elect Director Thomas E. Mitchell	Mgmt	For	For
1.8	Elect Director Renee Moore	Mgmt	For	For
1.9	Elect Director Ted E. Parker	Mgmt	For	Withhold
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
1.10	Elect Director J. Douglas Seidenburg	Mgmt	For	For
1.11	Elect Director Andrew D. Stetelman	Mgmt	For	For
1.12	Elect Director Valencia M. Williamson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i></p>				
3	Amend Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i></p>				
4	Ratify FORVIS, LLP as Auditors	Mgmt	For	For

The Goldman Sachs Group, Inc.

Meeting Date: 04/24/2024

Country: USA

Ticker: GS

Meeting Type: Annual

Primary ISIN: US38141G1040

Primary SEDOL: 2407966

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Michele Burns	Mgmt	For	For

The Goldman Sachs Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Mark Flaherty	Mgmt	For	For
1c	Elect Director Kimberley Harris	Mgmt	For	For
1d	Elect Director Kevin Johnson	Mgmt	For	For
1e	Elect Director Ellen Kullman	Mgmt	For	For
1f	Elect Director Lakshmi Mittal	Mgmt	For	For
<i>Voter Rationale:</i> .				
1g	Elect Director Thomas Montag	Mgmt	For	For
1h	Elect Director Peter Oppenheimer	Mgmt	For	For
1i	Elect Director David Solomon	Mgmt	For	For
1j	Elect Director Jan Tighe	Mgmt	For	For
1k	Elect Director David Viniar	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
4	Require Independent Board Chair	SH	Against	For
<i>Voter Rationale: Appointing a fully independent chairman creates a balance of power that is more conducive to long-term performance. A board headed by management cannot reasonably provide the best oversight and evaluation of management's performance.</i>				
5	Report on Lobbying Payments and Policy	SH	Against	For
<i>Voter Rationale: Enhanced controls over and disclosure of company and trade association lobbying is a growing good practice. Transparency around the company's primary lobbying issues and positions, as well as its key relationships with trade associations that engage on lobbying on its behalf, is advisable.</i>				
6	Report on Efforts to Prevent Discrimination	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				
7	Issue Environmental Justice Report	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				
8	Report on Clean Energy Supply Financing Ratio	SH	Against	For
<i>Voter Rationale: On balance, shareholders may benefit from additional disclosure regarding this matter.</i>				

The Goldman Sachs Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9	Review Proxy Voting Record and Policies Related to Climate Change and Diversity	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				
10	Restrict spending on climate change-related analysis or actions	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				
11	Report on Pay Equity	SH	Against	For
<i>Voter Rationale: The proposed enhanced disclosure would help the board and shareholders better assess existing and potential future risks related to human capital management.</i>				
12	Adopt Director Election Resignation Bylaw *Withdrawn Resolution*	SH		

The Gorman-Rupp Company

Meeting Date: 04/25/2024	Country: USA	Ticker: GRC
	Meeting Type: Annual	
	Primary ISIN: US3830821043	Primary SEDOL: 2379281

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Donald H. Bullock, Jr.	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.2	Elect Director Jeffrey S. Gorman	Mgmt	For	For
1.3	Elect Director M. Ann Harlan	Mgmt	For	For
1.4	Elect Director Scott A. King	Mgmt	For	For
1.5	Elect Director Christopher H. Lake	Mgmt	For	For
1.6	Elect Director Sonja K. McClelland	Mgmt	For	For
1.7	Elect Director Vincent K. Petrella	Mgmt	For	For
1.8	Elect Director Kenneth R. Reynolds	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

The GPT Group

Meeting Date: 05/08/2024

Country: Australia

Ticker: GPT

Meeting Type: Annual

Primary ISIN: AU000000GPT8

Primary SEDOL: 6365866

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Resolutions of the GPT Management Holdings Limited (the Company)	Mgmt		
1	Elect Vicki McFadden as Director	Mgmt	For	For
2	Elect Louise Mason as Director	Mgmt	For	For
3	Approve Remuneration Report	Mgmt	For	For
<i>Voter Rationale: The remuneration report does not articulate how executives performed against historic performance targets. The board should articulate how bonus payments reflect prior year performance, as well as outlining forward-looking targets that underpin long-term incentive plans.</i>				
	Resolutions of the GPT Management Holdings Limited (the Company) and the General Property Trust (the Trust)	Mgmt		
4	Approve Grant of Performance Rights to Russell Prutt	Mgmt	For	For
5	Approve Proportional Takeover Provisions	Mgmt	For	For

The Hachijuni Bank, Ltd.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 8359

Meeting Type: Annual

Primary ISIN: JP3769000005

Primary SEDOL: 6400626

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 14	Mgmt	For	For
2	Amend Articles to Change Company Name	Mgmt	For	For
3.1	Elect Director Tashita, Kayo	Mgmt	For	For
3.2	Elect Director Kanai, Takayuki	Mgmt	For	For
4.1	Appoint Statutory Auditor Minemura, Chishu	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
4.2	Appoint Statutory Auditor Yamasawa, Kiyohito	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
5	Approve Performance-Based Cash Compensation Ceiling for Directors	Mgmt	For	For

The Hachijuni Bank, Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Approve Restricted Stock Plan	Mgmt	For	Against
<i>Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.</i>				
7	Amend Articles to Convert into Domestic Standard Bank	SH	Against	Against
8	Amend Articles to Add Provision on Disposal of Shares Held as Cross-Shareholdings	SH	Against	Against
9	Amend Articles to Review Rationale of Holding Shares Held as Cross-Shareholdings and Disclose Review Results	SH	Against	For
<i>Voter Rationale: A vote FOR this shareholder proposal is warranted because: * The proposed disclosure would place discipline concerning capital efficiency, which appears beneficial, particularly given the bank's low market valuation.</i>				
10	Amend Articles to Require Individual Compensation Disclosure for Directors	SH	Against	For
<i>Voter Rationale: A vote FOR this shareholder proposal is recommended because: * The proposed disclosure would promote accountability and help shareholders make better-informed decisions.</i>				
11	Approve Additional Allocation of Income so that Final Dividend per Share Equals to JPY 62	SH	Against	For
<i>Voter Rationale: A vote FOR this shareholder proposal is recommended because: * The bank fails to present a convincing rationale why the proposed additional dividend payment cannot be possible.</i>				
12	Initiate Share Repurchase Program	SH	Against	For
<i>Voter Rationale: A vote FOR this shareholder proposal is warranted because: * The proposed authorization would not bind the bank to actually repurchase any shares; therefore, there are no viable reasons why the request would be disadvantageous to shareholders. * The vote on this item, which is rather symbolic, can be used as a tool to raise concerns over capital efficiency.</i>				

The Hanover Insurance Group, Inc.

Meeting Date: 05/14/2024

Country: USA

Ticker: THG

Meeting Type: Annual

Primary ISIN: US4108671052

Primary SEDOL: 2020415

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director J. Paul Condrin, III	Mgmt	For	For
1.2	Elect Director Cynthia L. Egan	Mgmt	For	For
1.3	Elect Director Kathleen S. Lane	Mgmt	For	For
2	Amend Advance Notice Provisions	Mgmt	For	For
3	Declassify the Board of Directors	Mgmt	For	For
<i>Voter Rationale: The annual election of directors provides greater accountability to shareholders and is a widely accepted best practice in corporate governance. Shareholders should have the opportunity to communicate with directors regarding their performance regularly.</i>				
4	Amend Certificate of Incorporation to Permit the Exculpation of Officers	Mgmt	For	For
5	Amend Certificate of Incorporation	Mgmt	For	For

The Hanover Insurance Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
7	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

The Hartford Financial Services Group, Inc.

Meeting Date: 05/15/2024

Country: USA

Ticker: HIG

Meeting Type: Annual

Primary ISIN: US4165151048

Primary SEDOL: 2476193

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Larry D. De Shon	Mgmt	For	For
1b	Elect Director Carlos Dominguez	Mgmt	For	For
1c	Elect Director Trevor Fetter	Mgmt	For	For
1d	Elect Director Donna A. James	Mgmt	For	For
1e	Elect Director Edmund Reese	Mgmt	For	For
1f	Elect Director Teresa Wynn Roseborough	Mgmt	For	For
1g	Elect Director Virginia P. Ruesterholz	Mgmt	For	For
1h	Elect Director Christopher J. Swift	Mgmt	For	For
1i	Elect Director Matthew E. Winter	Mgmt	For	For
1j	Elect Director Greig Woodring	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For

The Hershey Company

Meeting Date: 05/06/2024

Country: USA

Ticker: HSY

Meeting Type: Annual

Primary ISIN: US4278661081

Primary SEDOL: 2422806

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michele G. Buck	Mgmt	For	For
	<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders.</i>			
1.2	Elect Director Victor L. Crawford	Mgmt	For	For
1.3	Elect Director Robert M. Dutkowsky	Mgmt	For	For
1.4	Elect Director Mary Kay Haben	Mgmt	For	For
1.5	Elect Director M. Diane Koken	Mgmt	For	For
1.6	Elect Director Huong Maria T. Kraus	Mgmt	For	For
1.7	Elect Director Robert M. Malcolm	Mgmt	For	For
1.8	Elect Director Kevin M. Ozan	Mgmt	For	For
1.9	Elect Director Anthony J. Palmer	Mgmt	For	For
1.10	Elect Director Juan R. Perez	Mgmt	For	For
1.11	Elect Director Cordel Robbin-Coker	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
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>			
4	Commission Third Party Supply Chain Assessment on Achieving a Living Income for Cocoa Farmers	SH	Against	Against
5	Report on Support for a Circular Economy for Packaging	SH	Against	For
	<i>Voter Rationale: We are supportive of requests to enhance disclosure and transparency concerning energy efficiency so long as the resolution does not directly circumvent management discretion or seek to entirely redefine the company's existing business strategy. Externalities from energy inefficiencies may be material to the company's overall risk profile. Current disclosure does not provide shareholders the requisite information to determine whether the company is effectively addressing such potential risks.</i>			

The Home Depot, Inc.

Meeting Date: 05/16/2024

Country: USA

Ticker: HD

Meeting Type: Annual

Primary ISIN: US4370761029

Primary SEDOL: 2434209

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 Edward P. Decker	Mgmt	For	For
1g	Elect Director Wayne M. Hewett	Mgmt	For	For
1h	Elect Director Manuel Kadre	Mgmt	For	For
1i	Elect Director Stephanie C. Linnartz	Mgmt	For	For
1j	Elect Director Paula Santilli	Mgmt	For	For
1k	Elect Director Caryn Seidman-Becker	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Adopt Policy to Require Board of Directors Members to Disclose their Political Donations	SH	Against	Against
<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>				
5	Report on Political Spending Congruency	SH	Against	Against
<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>				
6	Report on Corporate Contributions	SH	Against	Against
<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>				
7	Report on Civil Rights and Non-Discrimination Audit	SH	Against	Against
<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>				
8	Disclose a Biodiversity Impact and Dependency Assessment	SH	Against	Against
<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>				
9	Clawback of Incentive Payments	SH	Against	Against
<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>				

The Hong Kong and China Gas Company Limited

Meeting Date: 06/04/2024

Country: Hong Kong

Ticker: 3

Meeting Type: Annual

Primary ISIN: HK0003000038

Primary SEDOL: 6436557

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
3.1	Elect Lee Ka-shing as Director	Mgmt	For	Against
<p><i>Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 13.5 pct of the board. The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				
3.2	Elect Colin Lam Ko-yin as Director	Mgmt	For	Against
<p><i>Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				
3.3	Elect Poon Chung-kwong as Director	Mgmt	For	Against
<p><i>Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.</i></p>				
3.4	Elect Yeung Lui-ming as Director	Mgmt	For	For
4	Approve PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
5.1	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
5.2	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
<p><i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i></p>				
5.3	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
<p><i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i></p>				

The Hyakugo Bank, Ltd.

Meeting Date: 06/20/2024

Country: Japan

Ticker: 8368

Meeting Type: Annual

Primary ISIN: JP3793800008

Primary SEDOL: 6659666

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 7	Mgmt	For	For
2	Elect Director Hirota, Keiko	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.1	Appoint Statutory Auditor Nakagawa, Takashi	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.2	Appoint Statutory Auditor Urade, Masato	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				

The Interpublic Group of Companies, Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: IPG

Meeting Type: Annual

Primary ISIN: US4606901001

Primary SEDOL: 2466321

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jorge L. Benitez	Mgmt	For	For
1.2	Elect Director Jocelyn Carter-Miller	Mgmt	For	For
1.3	Elect Director Mary J. Steele Guilfoile	Mgmt	For	For
1.4	Elect Director Dawn Hudson	Mgmt	For	For
1.5	Elect Director Philippe Krakowsky	Mgmt	For	For
1.6	Elect Director Jonathan F. Miller	Mgmt	For	For
1.7	Elect Director Patrick Q. Moore	Mgmt	For	For
1.8	Elect Director Linda S. Sanford	Mgmt	For	For
1.9	Elect Director David M. Thomas	Mgmt	For	For
1.10	Elect Director E. Lee Wyatt, Jr.	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

The Interpublic Group of Companies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Require Independent Board Chair	SH	Against	Against
<i>Voter Rationale: The company currently maintains an independent chair and has since January 2022; it appears the company has addressed the proponent's concern.</i>				

The Kansai Electric Power Co., Inc.

Meeting Date: 06/26/2024	Country: Japan	Ticker: 9503
	Meeting Type: Annual	
	Primary ISIN: JP3228600007	Primary SEDOL: 6483489

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 Business Lines	Mgmt	For	For
3.1	Elect Director Sakakibara, Sadayuki	Mgmt	For	For
3.2	Elect Director Tomono, Hiroshi	Mgmt	For	For
3.3	Elect Director Takamatsu, Kazuko	Mgmt	For	For
3.4	Elect Director Naito, Fumio	Mgmt	For	For
3.5	Elect Director Manabe, Seiji	Mgmt	For	Against
<i>Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity.</i>				
3.6	Elect Director Tanaka, Motoko	Mgmt	For	For
3.7	Elect Director Sono, Kiyoshi	Mgmt	For	Against
<i>Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
3.8	Elect Director Yahagi, Noriyo	Mgmt	For	For
3.9	Elect Director Mori, Nozomu	Mgmt	For	For
3.10	Elect Director Araki, Makoto	Mgmt	For	Against
<i>Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity.</i>				
3.11	Elect Director Ogawa, Hiroshi	Mgmt	For	Against
<i>Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity.</i>				
3.12	Elect Director Shimamoto, Yasuji	Mgmt	For	Against
<i>Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				

The Kansai Electric Power Co., Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.13	Elect Director Nishizawa, Nobuhiro	Mgmt	For	Against
<i>Voter Rationale: For widely held companies, the board should establish majority board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
4	Amend Articles to Add Provisions Concerning Management Based on CSR (Withdrawal from Nuclear Power Generation Business)	SH	Against	Against
5	Amend Articles to Add Provisions Concerning Management Based on CSR (Decarbonization Plan)	SH	Against	Against
6	Amend Articles to Add Provisions Concerning Management Based on CSR (Information Disclosure and Dialogue)	SH	Against	Against
7	Amend Articles to Add Provisions Concerning Management Based on CSR (Facility Safety Enhancement)	SH	Against	Against
8	Amend Articles to Add Provisions Concerning Management Based on CSR (Gender Diversity)	SH	Against	Against
9	Amend Articles to Keep Shareholder Meeting Minutes and Disclose Them to Public	SH	Against	Against
10	Remove Incumbent Director Sakakibara, Sadayuki	SH	Against	Against
11	Remove Incumbent Director Mori, Nozomu	SH	Against	Against
12	Remove Incumbent Director Tanaka, Motoko	SH	Against	Against
13	Amend Articles to Require Individual Compensation Disclosure for Outside Directors and Executive Officers	SH	Against	For
<i>Voter Rationale: A vote FOR this shareholder proposal is recommended because: * The proposed disclosure would promote accountability and help shareholders make better-informed decisions.</i>				
14	Amend Articles to Realize Zero Carbon Emissions without Nuclear Power Generation	SH	Against	Against
15	Amend Articles to Ban Reprocessing of Spent Nuclear Fuels	SH	Against	Against
16	Amend Articles to Ban Operation of Nuclear Power Generation Until Effectiveness of Nuclear Accident Evacuation Plan is Confirmed	SH	Against	Against
17	Amend Articles to Dissolve The Federation of Electric Power Companies of Japan and Establish New Electric Industry Organization	SH	Against	Against
18	Amend Articles to Halt Operation of Nuclear Power Generation Until Appropriate Nuclear Damage Compensation System is Established	SH	Against	Against
19	Amend Articles to Contribute to Realization of Zero Carbon Society	SH	Against	Against

The Kansai Electric Power Co., Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
20	Amend Articles to Establish Stable Electricity Supply System without Nuclear Power Generation	SH	Against	Against
21	Amend Articles to Realize Zero Carbon Emissions by 2050	SH	Against	Against

The Keiyo Bank, Ltd.

Meeting Date: 06/26/2024	Country: Japan	Ticker: 8544
	Meeting Type: Annual	
	Primary ISIN: JP3281600001	Primary SEDOL: 6190648

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 Fujita, Go	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.2	Elect Director Fujisaki, Kazuo	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.3	Elect Director Kunii, Tomoyuki	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.4	Elect Director Yamazaki, Shiro	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.5	Elect Director Uchimura, Hiroshi	Mgmt	For	For
2.6	Elect Director Tobe, Tomoko	Mgmt	For	For
2.7	Elect Director Uenishi, Kyoichiro	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3.1	Appoint Statutory Auditor Hieda, Kazuhiro	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.2	Appoint Statutory Auditor Iwahara, Junichi	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				

The Kiyo Bank, Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 8370

Meeting Type: Annual

Primary ISIN: JP3248000006

Primary SEDOL: 6494522

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 25	Mgmt	For	For
2.1	Elect Director Matsuoka, Yasuyuki	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				
2.2	Elect Director Haraguchi, Hiroyuki	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				
2.3	Elect Director Maruoka, Norio	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.4	Elect Director Mizobuchi, Sakae	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.5	Elect Director Asamoto, Etsuhiro	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.6	Elect Director Mukai, Morihisa	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
3	Elect Director and Audit Committee Member Watari, Shinji	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				

The Kraft Heinz Company

Meeting Date: 05/02/2024

Country: USA

Ticker: KHC

Meeting Type: Annual

Primary ISIN: US5007541064

Primary SEDOL: BYRY499

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Carlos Abrams-Rivera	Mgmt	For	For
1b	Elect Director Humberto P. Alfonso	Mgmt	For	For
1c	Elect Director John T. Cahill	Mgmt	For	For
1d	Elect Director Lori Dickerson Fouche	Mgmt	For	For
1e	Elect Director Diane Gherson	Mgmt	For	For

The Kraft Heinz Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director Timothy Keneseey	Mgmt	For	For
1g	Elect Director Alicia Knapp	Mgmt	For	For
1h	Elect Director Elio Leoni Sceti	Mgmt	For	For
1i	Elect Director James Park	Mgmt	For	For
1j	Elect Director Miguel Patricio	Mgmt	For	For
1k	Elect Director John C. Pope	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
4	Report on Recyclability Claims	SH	Against	For
<i>Voter Rationale: Additional clarity on the determinations behind the company's labelling decisions would support investors in assessing such exposure.</i>				
5	Phase out Purchasing of Pork from Suppliers Using Gestation Stalls	SH	Against	For
<i>Voter Rationale: Clear, timebound targets and disclosure on progress for key pork sourcing markets would support investors in assessing progress towards the company's stated commitment of phasing out gestation crates.</i>				
6	Report on Risks Arising From Voluntary Carbon-Reduction Commitments	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				

The Macerich Company

Meeting Date: 05/30/2024

Country: USA

Ticker: MAC

Meeting Type: Annual

Primary ISIN: US5543821012

Primary SEDOL: 2543967

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Eric K. Brandt	Mgmt	For	For
1b	Elect Director Steven R. Hash	Mgmt	For	For
1c	Elect Director Enrique Hernandez, Jr.	Mgmt	For	For
1d	Elect Director Daniel J. Hirsch	Mgmt	For	For
1e	Elect Director Jackson Hsieh	Mgmt	For	For
1f	Elect Director Marianne Lowenthal	Mgmt	For	For
1g	Elect Director Andrea M. Stephen	Mgmt	For	For

The Macerich Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The majority of annual bonus incentives should be quantitative.</i>				
4	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

The New York Times Company

Meeting Date: 04/24/2024	Country: USA	Ticker: NYT
	Meeting Type: Annual	
	Primary ISIN: US6501111073	Primary SEDOL: 2632003

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Amanpal S. Bhutani	Mgmt	For	For
1.2	Elect Director Manuel Bronstein	Mgmt	For	For
1.3	Elect Director Beth Brooke	Mgmt	For	For
1.4	Elect Director Anuradha B. Subramanian	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

The Nippon Signal Co., Ltd.

Meeting Date: 06/21/2024	Country: Japan	Ticker: 6741
	Meeting Type: Annual	
	Primary ISIN: JP3716000009	Primary SEDOL: 6642525

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Amend Provisions on Number of Directors	Mgmt	For	Against
<i>Voter Rationale: A vote AGAINST this proposal is warranted because: - The company will not have any vacant seats on the board following this meeting.</i>				
2.1	Elect Director Tsukamoto, Hidehiko	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				

The Nippon Signal Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Elect Director Fujiwara, Takeshi	Mgmt	For	For
2.3	Elect Director Sakai, Masayoshi	Mgmt	For	For
2.4	Elect Director Hirano, Kazuhiro	Mgmt	For	For
2.5	Elect Director Goto, Ryuichi	Mgmt	For	For
2.6	Elect Director Inoue, Yuriko	Mgmt	For	For
2.7	Elect Director Murata, Yoshiyuki	Mgmt	For	For
3	Elect Director and Audit Committee Member Aizawa, Toshihiko	Mgmt	For	For

The North West Company Inc.

Meeting Date: 06/05/2024

Country: Canada

Ticker: NWC

Meeting Type: Annual

Primary ISIN: CA6632782083

Primary SEDOL: BZ3FZR8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Brock Bulbuck	Mgmt	For	For
1.2	Elect Director Stewart Glendinning	Mgmt	For	For
<i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
1.3	Elect Director Rachel Huckle	Mgmt	For	For
1.4	Elect Director Annalisa King	Mgmt	For	For
1.5	Elect Director Violet Konkle	Mgmt	For	For
1.6	Elect Director Steven Kroft	Mgmt	For	For
1.7	Elect Director Daniel McConnell	Mgmt	For	For
1.8	Elect Director Jennefer Nepinak	Mgmt	For	For
1.9	Elect Director Victor Tootoo	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

The North West Company Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	The Undersigned Certifies The Shares Represented by this Proxy Are Owned And Controlled By: Choose FOR = Yes, The Option Do Apply; AGAINST = The Option Does Not Apply	Mgmt		
1	A Canadian	Mgmt	None	Against
2	A Non-Canadian Holder Authorized To Provide Air Service	Mgmt	None	Against
3	A Non-Canadian Who Is Not A Non-Canadian Holder Authorized To Provide Air Service	Mgmt	None	For
A	Vote FOR if Undersigned Certifies that Shares Owned and Controlled by Undersigned, Including Shares Held by Persons in Affiliation with the Undersigned Represent 10% or More of Company's IOS. Vote AGAINST if Shares Owned and Controlled is Less Than 10%.	Mgmt	None	Against

The Ogaki Kyoritsu Bank Ltd.

Meeting Date: 06/19/2024

Country: Japan

Ticker: 8361

Meeting Type: Annual

Primary ISIN: JP3176000002

Primary SEDOL: 6656485

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 Sakai, Toshiyuki	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance. The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Hayashi, Takaharu	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance. The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.3	Elect Director Tsuchiya, Satoshi	Mgmt	For	For
2.4	Elect Director Goto, Yoshinori	Mgmt	For	For
2.5	Elect Director Kanamori, Yasushi	Mgmt	For	For
2.6	Elect Director Tanabe, Kohei	Mgmt	For	For
2.7	Elect Director Tango, Yasutake	Mgmt	For	For
2.8	Elect Director Moriguchi, Yuko	Mgmt	For	For
2.9	Elect Director Shimizu, Chihiro	Mgmt	For	For

The Ogaki Kyoritsu Bank Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.1	Appoint Statutory Auditor Uramatsu, Tetsuya	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.2	Appoint Statutory Auditor Tominari, Yoshiro	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
4	Appoint Alternate Statutory Auditor Mori, Tetsuro	Mgmt	For	For

The PNC Financial Services Group, Inc.

Meeting Date: 04/24/2024

Country: USA

Ticker: PNC

Meeting Type: Annual

Primary ISIN: US6934751057

Primary SEDOL: 2692665

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Joseph Alvarado	Mgmt	For	For
1b	Elect Director Debra A. Cafaro	Mgmt	For	For
1c	Elect Director Marjorie Rodgers Cheshire	Mgmt	For	For
1d	Elect Director William S. Demchak	Mgmt	For	For
1e	Elect Director Andrew T. Feldstein	Mgmt	For	For
1f	Elect Director Richard J. Harshman	Mgmt	For	For
1g	Elect Director Daniel R. Hesse	Mgmt	For	For
1h	Elect Director Renu Khator	Mgmt	For	For
1i	Elect Director Linda R. Medler	Mgmt	For	For
1j	Elect Director Robert A. Niblock	Mgmt	For	For
1k	Elect Director Martin Pfinsgraff	Mgmt	For	For
1l	Elect Director Bryan S. Salesky	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

The PNC Financial Services Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For
5	Report on Risk Management and Implementation of Human Rights Statement	SH	Against	Against

Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.

The Progressive Corporation

Meeting Date: 05/10/2024

Country: USA

Ticker: PGR

Meeting Type: Annual

Primary ISIN: US7433151039

Primary SEDOL: 2705024

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Danelle M. Barrett	Mgmt	For	For
1b	Elect Director Philip Bleser	Mgmt	For	For
1c	Elect Director Stuart B. Burgdoerfer	Mgmt	For	For
1d	Elect Director Pamela J. Craig	Mgmt	For	For
1e	Elect Director Charles A. Davis	Mgmt	For	For
1f	Elect Director Roger N. Farah	Mgmt	For	For
1g	Elect Director Lawton W. Fitt	Mgmt	For	For
1h	Elect Director Susan Patricia Griffith	Mgmt	For	For
1i	Elect Director Devin C. Johnson	Mgmt	For	For
1j	Elect Director Jeffrey D. Kelly	Mgmt	For	For
1k	Elect Director Barbara R. Snyder	Mgmt	For	For
1l	Elect Director Kahina Van Dyke	Mgmt	For	For
2	Approve Omnibus Stock Plan	Mgmt	For	For

Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.

3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
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Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.

4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
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Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.

The Progressive Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Report on Risks Created by the Company's Diversity, Equity, and Inclusion Efforts	SH	Against	Against

Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.

The Sherwin-Williams Company

Meeting Date: 04/17/2024	Country: USA	Ticker: SHW
	Meeting Type: Annual	
	Primary ISIN: US8243481061	Primary SEDOL: 2804211

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kerri B. Anderson	Mgmt	For	For
1b	Elect Director Arthur F. Anton	Mgmt	For	For
1c	Elect Director Jeff M. Fettig	Mgmt	For	For
1d	Elect Director John G. Morikis	Mgmt	For	For
1e	Elect Director Heidi G. Petz	Mgmt	For	For
1f	Elect Director Christine A. Poon	Mgmt	For	For
1g	Elect Director Aaron M. Powell	Mgmt	For	For
1h	Elect Director Marta R. Stewart	Mgmt	For	For
1i	Elect Director Michael H. Thaman	Mgmt	For	For
1j	Elect Director Matthew Thornton, III	Mgmt	For	For
1k	Elect Director Thomas L. Williams	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.

3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
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Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

4	Adopt Simple Majority Vote	SH	Against	For
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Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.

The Shiga Bank, Ltd.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 8366

Meeting Type: Annual

Primary ISIN: JP3347600003

Primary SEDOL: 6804240

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 Takahashi, Shojiro	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance. The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Kubota, Shinya	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance. The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.3	Elect Director Horiuchi, Katsuyoshi	Mgmt	For	For
2.4	Elect Director Toda, Hidekazu	Mgmt	For	For
2.5	Elect Director Endo, Yoshinori	Mgmt	For	For
2.6	Elect Director Tanaka, Nobuyuki	Mgmt	For	For
2.7	Elect Director Takeuchi, Minako	Mgmt	For	For
2.8	Elect Director Hattori, Rikiya	Mgmt	For	For
2.9	Elect Director Kamata, Sawaichiro	Mgmt	For	For
3.1	Appoint Statutory Auditor Hida, Akihisa	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.2	Appoint Statutory Auditor Onishi, Kazukiyo	Mgmt	For	For

The Southern Company

Meeting Date: 05/22/2024

Country: USA

Ticker: SO

Meeting Type: Annual

Primary ISIN: US8425871071

Primary SEDOL: 2829601

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Janaki Akella	Mgmt	For	For
1b	Elect Director Henry A. "Hal" Clark, III	Mgmt	For	For
1c	Elect Director Shantella E. Cooper	Mgmt	For	For
1d	Elect Director Anthony F. "Tony" Earley, Jr.	Mgmt	For	For

The Southern Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director David J. Grain	Mgmt	For	For
1f	Elect Director Donald M. James	Mgmt	For	For
1g	Elect Director John D. Johns	Mgmt	For	For
1h	Elect Director Dale E. Klein	Mgmt	For	For
1i	Elect Director David E. Meador	Mgmt	For	For
1j	Elect Director William G. Smith, Jr.	Mgmt	For	For
1k	Elect Director Kristine L. Svinicki	Mgmt	For	For
1l	Elect Director Lizanne Thomas	Mgmt	For	For
1m	Elect Director Christopher C. Womack	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The majority of annual bonus incentives should be quantitative. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
4	Eliminate Supermajority Vote Requirement	Mgmt	For	For
<i>Voter Rationale: Board efforts to reduce supermajority provisions are appreciated, as they create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				
5	Adopt Simple Majority Vote	SH	Against	For
<i>Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				
6	Adopt GHG Emissions Reduction Targets Aligned with the Paris Agreement Goal	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				

The St. Joe Company

Meeting Date: 05/14/2024

Country: USA

Ticker: JOE

Meeting Type: Annual

Primary ISIN: US7901481009

Primary SEDOL: 2768663

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Cesar L. Alvarez	Mgmt	For	For
1b	Elect Director Bruce R. Berkowitz	Mgmt	For	For
1c	Elect Director Howard S. Frank	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				

The St. Joe Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Director Jorge L. Gonzalez	Mgmt	For	For
1e	Elect Director Thomas P. Murphy, Jr.	Mgmt	For	For
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

The TJX Companies, Inc.

Meeting Date: 06/04/2024

Country: USA

Ticker: TJX

Meeting Type: Annual

Primary ISIN: US8725401090

Primary SEDOL: 2989301

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jose B. Alvarez	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
1e	Elect Director C. Kim Goodwin	Mgmt	For	For
1f	Elect Director Ernie Herrman	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 Charles F. Wagner, Jr.	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Report on Effectiveness of Social Compliance Efforts in Supply Chain	SH	Against	Against

Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.

The Toronto-Dominion Bank

Meeting Date: 04/18/2024

Country: Canada

Ticker: TD

Meeting Type: Annual/Special

Primary ISIN: CA8911605092

Primary SEDOL: 2897222

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ayman Antoun	Mgmt	For	For
1.2	Elect Director Cherie L. Brant	Mgmt	For	For
1.3	Elect Director Amy W. Brinkley	Mgmt	For	For
1.4	Elect Director Brian C. Ferguson	Mgmt	For	For
1.5	Elect Director Colleen A. Goggins	Mgmt	For	For
1.6	Elect Director Alan N. MacGibbon	Mgmt	For	For
1.7	Elect Director John B. MacIntyre	Mgmt	For	For
1.8	Elect Director Karen E. Maidment	Mgmt	For	For
1.9	Elect Director Keith G. Martell	Mgmt	For	For
1.10	Elect Director Bharat B. Masrani	Mgmt	For	For
1.11	Elect Director Claude Mongeau	Mgmt	For	For
1.12	Elect Director S. Jane Rowe	Mgmt	For	For
1.13	Elect Director Nancy G. Tower	Mgmt	For	For
1.14	Elect Director Ajay K. Virmani	Mgmt	For	For
1.15	Elect Director Mary A. Winston	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Approve Increase in Maximum Aggregate Remuneration of Directors	Mgmt	For	For
5	Approve Other By-law No. 1 Amendments	Mgmt	For	For
	Shareholder Proposals	Mgmt		
6	SP 1: Disclose the CEO Compensation to Median Worker Pay Ratio on an Annual Basis	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks</i>				
7	SP 2: Disclose Transition Activities Towards 2030 Emission Reduction Targets	SH	Against	Abstain
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks</i>				

The Toronto-Dominion Bank

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	SP 3: Introduce Incentive Compensation for All Employees Against ESG Objectives	SH	Against	Against
<i>Voter Rationale: This proposal is overly prescriptive.</i>				
9	SP 4: Disclose Non-Confidential Information Relating to the Bank's Country-by-Country Reporting	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks</i>				
10	SP 5: Advisory Vote on Environmental Policies	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks</i>				
11	SP 6: Report on Impact of Oil and Gas Divestment	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks</i>				
12	SP 7: Report on All Out-of-Court Settlements	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks</i>				
13	SP 8: Establish an All Out-of-Court Settlements Committee	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks</i>				
14	SP 9: Provide All Employees the Same Amount of Benefit Credits	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks</i>				

The Trade Desk, Inc.

Meeting Date: 05/28/2024

Country: USA

Ticker: TTD

Meeting Type: Annual

Primary ISIN: US88339J1051

Primary SEDOL: BD8FDD1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Samantha Jacobson	Mgmt	For	For
1.2	Elect Director Gokul Rajaram	Mgmt	For	Withhold
<i>Voter Rationale: We have concerns regarding executive pay, the company does not have annual say on pay votes, and this nominee serves as the only compensation committee member up for election. While we note the annual bonus was based on a pre-set financial metric, payout appears to be uncapped, which can lead to outsized payouts. More significantly, however, is the resumption of equity awards to the CEO; only two years after receiving a stock option grant exceeding \$800 million in value, CEO Green received equity awards in FY23. Though the FY23 grant was not a repeat of that historically large grant value, the grant value was still relatively high at \$30 million, and no portion of the grant utilized pre-set performance criteria. Given the dual class stock structure, with nearly 49% of votes held by CEO Jeff Green, we note that this vote will likely have no impact on the vote outcome.</i>				

The Trade Desk, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
3	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

The Travelers Companies, Inc.

Meeting Date: 05/15/2024

Country: USA

Ticker: TRV

Meeting Type: Annual

Primary ISIN: US89417E1091

Primary SEDOL: 2769503

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Russell G. Golden	Mgmt	For	For
1b	Elect Director William J. Kane	Mgmt	For	For
1c	Elect Director Thomas B. Leonardi	Mgmt	For	For
1d	Elect Director Clarence Otis, Jr.	Mgmt	For	For
1e	Elect Director Elizabeth E. Robinson	Mgmt	For	For
1f	Elect Director Rafael Santana	Mgmt	For	For
1g	Elect Director Todd C. Schermerhorn	Mgmt	For	For
1h	Elect Director Alan D. Schnitzer	Mgmt	For	For
1i	Elect Director Laurie J. Thomsen	Mgmt	For	For
1j	Elect Director Bridget van Kralingen	Mgmt	For	For
1k	Elect Director David S. Williams	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Report on Methane Emissions	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				

The Travelers Companies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Report on GHG Emissions Associated with Underwriting and Insuring for High Carbon Sectors	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				
6	Report on Human Rights Risk in Underwriting	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				
7	Consider Pay Disparity Between CEO and Other Employees	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				

The UNITE Group Plc

Meeting Date: 05/16/2024

Country: United Kingdom

Ticker: UTG

Meeting Type: Annual

Primary ISIN: GB0006928617

Primary SEDOL: 0692861

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	Amend Articles of Association	Mgmt	For	For
5	Approve Enhanced Scrip Dividend Alternative	Mgmt	For	For
6	Re-elect Richard Huntingford as Director	Mgmt	For	For
<i>Voter Rationale: The board chairman serves as a member of the Nomination Committee.</i>				
7	Re-elect Joe Lister as Director	Mgmt	For	For
8	Re-elect Ross Paterson as Director	Mgmt	For	For
9	Re-elect Ilaria del Beato as Director	Mgmt	For	For
10	Re-elect Dame Shirley Pearce as Director	Mgmt	For	For
11	Re-elect Thomas Jackson as Director	Mgmt	For	For
12	Re-elect Sir Steve Smith as Director	Mgmt	For	For
13	Re-elect Nicola Dulieu as Director	Mgmt	For	For
14	Elect Michael Burt as Director	Mgmt	For	For
15	Elect Angela Jain as Director	Mgmt	For	For
16	Reappoint Deloitte LLP as Auditors	Mgmt	For	For

The UNITE Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
17	Authorise the Audit & Risk 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 Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
21	Approve Restricted Share Plan	Mgmt	For	For
22	Approve Scrip Dividend Scheme	Mgmt	For	For
23	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

The United Laboratories International Holdings Limited

Meeting Date: 06/20/2024

Country: Cayman Islands

Ticker: 3933

Meeting Type: Annual

Primary ISIN: KYG8813K1085

Primary SEDOL: B1P70H9

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 Special Dividend	Mgmt	For	For
4a	Elect Leung Wing Hon as Director	Mgmt	For	For
<p><i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i></p>				
4b	Elect Fang Yu Ping as Director	Mgmt	For	For
4c	Elect Fu Qishi as Director	Mgmt	For	For
4d	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
5	Approve Deloitte Touche Tohmatsu as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
6	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
<p><i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i></p>				
7	Authorize Repurchase of Issued Share Capital	Mgmt	For	For

The United Laboratories International Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				

The Vita Coco Company, Inc.

Meeting Date: 06/04/2024	Country: USA	Ticker: COCO	
	Meeting Type: Annual		
		Primary ISIN: US92846Q1076	Primary SEDOL: BMHRMK1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ira Liran	Mgmt	For	For
1.2	Elect Director Eric Melloul	Mgmt	For	For
1.3	Elect Director Jane C. Morreau	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

The Walt Disney Company

Meeting Date: 04/03/2024	Country: USA	Ticker: DIS	
	Meeting Type: Proxy Contest		
		Primary ISIN: US2546871060	Primary SEDOL: 2270726

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Management Universal Proxy (White Proxy Card)	Mgmt		

The Walt Disney Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	From the Combined List of Management & Dissident Nominees - Elect 12 Directors	Mgmt		
1A	Elect Management Nominee Director Mary T. Barra	Mgmt	For	For
	<i>Voter Rationale: While we agree that the Disney board has made missteps that have impacted shareholder value and display poor corporate governance, we note the company has taken recent steps that we find very positive, including the addition of two new, very qualified board nominees and the introduction of a new CFO who has materially driven fundamental change to communication and forecasting. While we encourage Disney to continue to refresh the makeup of the board, given the changes made, we will support Disney at this time.</i>			
1B	Elect Management Nominee Director Safra A. Catz	Mgmt	For	For
	<i>Voter Rationale: While we agree that the Disney board has made missteps that have impacted shareholder value and display poor corporate governance, we note the company has taken recent steps that we find very positive, including the addition of two new, very qualified board nominees and the introduction of a new CFO who has materially driven fundamental change to communication and forecasting. While we encourage Disney to continue to refresh the makeup of the board, given the changes made, we will support Disney at this time.</i>			
1C	Elect Management Nominee Director Amy L. Chang	Mgmt	For	For
	<i>Voter Rationale: While we agree that the Disney board has made missteps that have impacted shareholder value and display poor corporate governance, we note the company has taken recent steps that we find very positive, including the addition of two new, very qualified board nominees and the introduction of a new CFO who has materially driven fundamental change to communication and forecasting. While we encourage Disney to continue to refresh the makeup of the board, given the changes made, we will support Disney at this time.</i>			
1D	Elect Management Nominee Director D. Jeremy Darroch	Mgmt	For	For
	<i>Voter Rationale: While we agree that the Disney board has made missteps that have impacted shareholder value and display poor corporate governance, we note the company has taken recent steps that we find very positive, including the addition of two new, very qualified board nominees and the introduction of a new CFO who has materially driven fundamental change to communication and forecasting. While we encourage Disney to continue to refresh the makeup of the board, given the changes made, we will support Disney at this time.</i>			
1E	Elect Management Nominee Director Carolyn N. Everson	Mgmt	For	For
	<i>Voter Rationale: While we agree that the Disney board has made missteps that have impacted shareholder value and display poor corporate governance, we note the company has taken recent steps that we find very positive, including the addition of two new, very qualified board nominees and the introduction of a new CFO who has materially driven fundamental change to communication and forecasting. While we encourage Disney to continue to refresh the makeup of the board, given the changes made, we will support Disney at this time.</i>			
1F	Elect Management Nominee Director Michael B.G. Froman	Mgmt	For	For
	<i>Voter Rationale: While we agree that the Disney board has made missteps that have impacted shareholder value and display poor corporate governance, we note the company has taken recent steps that we find very positive, including the addition of two new, very qualified board nominees and the introduction of a new CFO who has materially driven fundamental change to communication and forecasting. While we encourage Disney to continue to refresh the makeup of the board, given the changes made, we will support Disney at this time.</i>			
1G	Elect Management Nominee Director James P. Gorman	Mgmt	For	For
	<i>Voter Rationale: While we agree that the Disney board has made missteps that have impacted shareholder value and display poor corporate governance, we note the company has taken recent steps that we find very positive, including the addition of two new, very qualified board nominees and the introduction of a new CFO who has materially driven fundamental change to communication and forecasting. While we encourage Disney to continue to refresh the makeup of the board, given the changes made, we will support Disney at this time.</i>			

The Walt Disney Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1H	Elect Management Nominee Director Robert A. Iger	Mgmt	For	For
	<i>Voter Rationale: While we agree that the Disney board has made missteps that have impacted shareholder value and display poor corporate governance, we note the company has taken recent steps that we find very positive, including the addition of two new, very qualified board nominees and the introduction of a new CFO who has materially driven fundamental change to communication and forecasting. While we encourage Disney to continue to refresh the makeup of the board, given the changes made, we will support Disney at this time.</i>			
1I	Elect Management Nominee Director Maria Elena Lagomasino	Mgmt	For	For
	<i>Voter Rationale: While we agree that the Disney board has made missteps that have impacted shareholder value and display poor corporate governance, we note the company has taken recent steps that we find very positive, including the addition of two new, very qualified board nominees and the introduction of a new CFO who has materially driven fundamental change to communication and forecasting. While we encourage Disney to continue to refresh the makeup of the board, given the changes made, we will support Disney at this time.</i>			
1J	Elect Management Nominee Director Calvin R. McDonald	Mgmt	For	For
	<i>Voter Rationale: While we agree that the Disney board has made missteps that have impacted shareholder value and display poor corporate governance, we note the company has taken recent steps that we find very positive, including the addition of two new, very qualified board nominees and the introduction of a new CFO who has materially driven fundamental change to communication and forecasting. While we encourage Disney to continue to refresh the makeup of the board, given the changes made, we will support Disney at this time.</i>			
1K	Elect Management Nominee Director Mark G. Parker	Mgmt	For	For
	<i>Voter Rationale: While we agree that the Disney board has made missteps that have impacted shareholder value and display poor corporate governance, we note the company has taken recent steps that we find very positive, including the addition of two new, very qualified board nominees and the introduction of a new CFO who has materially driven fundamental change to communication and forecasting. While we encourage Disney to continue to refresh the makeup of the board, given the changes made, we will support Disney at this time.</i>			
1L	Elect Management Nominee Director Derica W. Rice	Mgmt	For	For
	<i>Voter Rationale: While we agree that the Disney board has made missteps that have impacted shareholder value and display poor corporate governance, we note the company has taken recent steps that we find very positive, including the addition of two new, very qualified board nominees and the introduction of a new CFO who has materially driven fundamental change to communication and forecasting. While we encourage Disney to continue to refresh the makeup of the board, given the changes made, we will support Disney at this time.</i>			
1M	Elect Dissident Nominee Director Nelson Peltz	SH	Withhold	Withhold
	<i>Voter Rationale: While we agree that the Disney board has made missteps that have impacted shareholder value and display poor corporate governance, we note the company has taken recent steps that we find very positive, including the addition of two new, very qualified board nominees and the introduction of a new CFO who has materially driven fundamental change to communication and forecasting. While we encourage Disney to continue to refresh the makeup of the board, given the changes made, we will support Disney at this time.</i>			
1N	Elect Dissident Nominee Director James ("Jay") A. Rasulo	SH	Withhold	Withhold
	<i>Voter Rationale: While we agree that the Disney board has made missteps that have impacted shareholder value and display poor corporate governance, we note the company has taken recent steps that we find very positive, including the addition of two new, very qualified board nominees and the introduction of a new CFO who has materially driven fundamental change to communication and forecasting. While we encourage Disney to continue to refresh the makeup of the board, given the changes made, we will support Disney at this time.</i>			
1O	Elect Dissident Nominee Director Craig Hatkoff	SH	Withhold	Withhold
	<i>Voter Rationale: While we agree that the Disney board has made missteps that have impacted shareholder value and display poor corporate governance, we note the company has taken recent steps that we find very positive, including the addition of two new, very qualified board nominees and the introduction of a new CFO who has materially driven fundamental change to communication and forecasting. While we encourage Disney to continue to refresh the makeup of the board, given the changes made, we will support Disney at this time.</i>			

The Walt Disney Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1P	Elect Dissident Nominee Director Jessica Schell	SH	Withhold	Withhold
	<i>Voter Rationale: While we agree that the Disney board has made missteps that have impacted shareholder value and display poor corporate governance, we note the company has taken recent steps that we find very positive, including the addition of two new, very qualified board nominees and the introduction of a new CFO who has materially driven fundamental change to communication and forecasting. While we encourage Disney to continue to refresh the makeup of the board, given the changes made, we will support Disney at this time.</i>			
1Q	Elect Dissident Nominee Director Leah Solivan	SH	Withhold	Withhold
	<i>Voter Rationale: While we agree that the Disney board has made missteps that have impacted shareholder value and display poor corporate governance, we note the company has taken recent steps that we find very positive, including the addition of two new, very qualified board nominees and the introduction of a new CFO who has materially driven fundamental change to communication and forecasting. While we encourage Disney to continue to refresh the makeup of the board, given the changes made, we will support Disney at this time.</i>			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
4	Amend Omnibus Stock Plan	Mgmt	For	For
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
5	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	Against
	<i>Voter Rationale: The company has a policy which limits cash severance to a reasonable basis absent shareholder approval, and no significant concerns are identified with respect to the company's severance program.</i>			
6	Report on Congruency of Political Spending with Company Values and Priorities	SH	Against	Against
	<i>Voter Rationale: It appears the company provides reasonable disclosure of its political donations.</i>			
7	Report on Gender-Based Compensation and Benefits Inequities	SH	Against	Against
	<i>Voter Rationale: The company appears to provide sufficient information for investors to be able to determine how the company is managing pay equity and health and wellness benefits.related risks.</i>			
8	Report on Charitable Contributions	SH	Against	Against
	<i>Voter Rationale: The company provides sufficient information regarding its charitable contributions, and absent self-dealing or gross negligence, management should be afforded discretion in determining the company's charitable giving strategy.</i>			
9	Repeal Any Bylaw Provisions Adopted by the Board Without Shareholder Approval Subsequent to November 30, 2023	SH	Against	Against
	<i>Voter Rationale: Given we are not supportive of the underlying dissident case for change, we will not support this proposal.</i>			
10	Advisory Vote on Board Size and Related Vacancies	SH	Against	Against
	<i>Voter Rationale: This proposal would allow the board to re-appoint any incumbent directors potentially replaced by dissident nominees.</i>			
	Dissident Universal Proxy (Blue Proxy Card) by TRIAN GROUP	Mgmt		

The Walt Disney Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	From the Combined List of Management & Dissident Nominees - Elect 12 Directors	Mgmt		
1.1	Elect Dissident Nominee Director Nelson Peltz	SH	For	Do Not Vote
	<i>Voter Rationale: Shareholders are recommended to vote FOR Nelson Peltz on Trian's proxy card, and WITHHOLD votes from Trian nominee Jay Rasulo, Blackwells nominees Craig Hatkoff, Jessica Schell, and Leah Solivan, and WITHHOLD votes from management nominee Maria Elena Lagomasino. A vote FOR management nominees Mark Parker, Robert Iger, Mary Barra, Safra Catz, Amy Chang, Carolyn Everson, Michael Froman, Calvin McDonald, Derica Rice, David Jeremy Darroch and James Gorman is warranted.</i>			
1.2	Elect Dissident Nominee Director James ("Jay") A. Rasulo	SH	For	Do Not Vote
	<i>Voter Rationale: Shareholders are recommended to vote FOR Nelson Peltz on Trian's proxy card, and WITHHOLD votes from Trian nominee Jay Rasulo, Blackwells nominees Craig Hatkoff, Jessica Schell, and Leah Solivan, and WITHHOLD votes from management nominee Maria Elena Lagomasino. A vote FOR management nominees Mark Parker, Robert Iger, Mary Barra, Safra Catz, Amy Chang, Carolyn Everson, Michael Froman, Calvin McDonald, Derica Rice, David Jeremy Darroch and James Gorman is warranted.</i>			
	OPPOSED COMPANY NOMINEES	Mgmt		
1.1	Elect Management Nominee Director Michael B.G. Froman	Mgmt	Withhold	Do Not Vote
	<i>Voter Rationale: Shareholders are recommended to vote FOR Nelson Peltz on Trian's proxy card, and WITHHOLD votes from Trian nominee Jay Rasulo, Blackwells nominees Craig Hatkoff, Jessica Schell, and Leah Solivan, and WITHHOLD votes from management nominee Maria Elena Lagomasino. A vote FOR management nominees Mark Parker, Robert Iger, Mary Barra, Safra Catz, Amy Chang, Carolyn Everson, Michael Froman, Calvin McDonald, Derica Rice, David Jeremy Darroch and James Gorman is warranted.</i>			
1.2	Elect Management Nominee Director Maria Elena Lagomasino	Mgmt	Withhold	Do Not Vote
	<i>Voter Rationale: Shareholders are recommended to vote FOR Nelson Peltz on Trian's proxy card, and WITHHOLD votes from Trian nominee Jay Rasulo, Blackwells nominees Craig Hatkoff, Jessica Schell, and Leah Solivan, and WITHHOLD votes from management nominee Maria Elena Lagomasino. A vote FOR management nominees Mark Parker, Robert Iger, Mary Barra, Safra Catz, Amy Chang, Carolyn Everson, Michael Froman, Calvin McDonald, Derica Rice, David Jeremy Darroch and James Gorman is warranted.</i>			
	ACCEPTABLE COMPANY NOMINEES	Mgmt		
1.1	Elect Management Nominee Director Mary T. Barra	Mgmt	None	Do Not Vote
	<i>Voter Rationale: Shareholders are recommended to vote FOR Nelson Peltz on Trian's proxy card, and WITHHOLD votes from Trian nominee Jay Rasulo, Blackwells nominees Craig Hatkoff, Jessica Schell, and Leah Solivan, and WITHHOLD votes from management nominee Maria Elena Lagomasino. A vote FOR management nominees Mark Parker, Robert Iger, Mary Barra, Safra Catz, Amy Chang, Carolyn Everson, Michael Froman, Calvin McDonald, Derica Rice, David Jeremy Darroch and James Gorman is warranted.</i>			
1.2	Elect Management Nominee Director Safra A. Catz	Mgmt	None	Do Not Vote
	<i>Voter Rationale: Shareholders are recommended to vote FOR Nelson Peltz on Trian's proxy card, and WITHHOLD votes from Trian nominee Jay Rasulo, Blackwells nominees Craig Hatkoff, Jessica Schell, and Leah Solivan, and WITHHOLD votes from management nominee Maria Elena Lagomasino. A vote FOR management nominees Mark Parker, Robert Iger, Mary Barra, Safra Catz, Amy Chang, Carolyn Everson, Michael Froman, Calvin McDonald, Derica Rice, David Jeremy Darroch and James Gorman is warranted.</i>			
1.3	Elect Management Nominee Director Amy L. Chang	Mgmt	None	Do Not Vote
	<i>Voter Rationale: Shareholders are recommended to vote FOR Nelson Peltz on Trian's proxy card, and WITHHOLD votes from Trian nominee Jay Rasulo, Blackwells nominees Craig Hatkoff, Jessica Schell, and Leah Solivan, and WITHHOLD votes from management nominee Maria Elena Lagomasino. A vote FOR management nominees Mark Parker, Robert Iger, Mary Barra, Safra Catz, Amy Chang, Carolyn Everson, Michael Froman, Calvin McDonald, Derica Rice, David Jeremy Darroch and James Gorman is warranted.</i>			

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Management Nominee Director D. Jeremy Darroch	Mgmt	None	Do Not Vote
<p><i>Voter Rationale: Shareholders are recommended to vote FOR Nelson Peltz on Trian's proxy card, and WITHHOLD votes from Trian nominee Jay Rasulo, Blackwells nominees Craig Hatkoff, Jessica Schell, and Leah Solivan, and WITHHOLD votes from management nominee Maria Elena Lagomasino. A vote FOR management nominees Mark Parker, Robert Iger, Mary Barra, Safra Catz, Amy Chang, Carolyn Everson, Michael Froman, Calvin McDonald, Derica Rice, David Jeremy Darroch and James Gorman is warranted.</i></p>				
1.5	Elect Management Nominee Director Carolyn N. Everson	Mgmt	None	Do Not Vote
<p><i>Voter Rationale: Shareholders are recommended to vote FOR Nelson Peltz on Trian's proxy card, and WITHHOLD votes from Trian nominee Jay Rasulo, Blackwells nominees Craig Hatkoff, Jessica Schell, and Leah Solivan, and WITHHOLD votes from management nominee Maria Elena Lagomasino. A vote FOR management nominees Mark Parker, Robert Iger, Mary Barra, Safra Catz, Amy Chang, Carolyn Everson, Michael Froman, Calvin McDonald, Derica Rice, David Jeremy Darroch and James Gorman is warranted.</i></p>				
1.6	Elect Management Nominee Director James P. Gorman	Mgmt	None	Do Not Vote
<p><i>Voter Rationale: Shareholders are recommended to vote FOR Nelson Peltz on Trian's proxy card, and WITHHOLD votes from Trian nominee Jay Rasulo, Blackwells nominees Craig Hatkoff, Jessica Schell, and Leah Solivan, and WITHHOLD votes from management nominee Maria Elena Lagomasino. A vote FOR management nominees Mark Parker, Robert Iger, Mary Barra, Safra Catz, Amy Chang, Carolyn Everson, Michael Froman, Calvin McDonald, Derica Rice, David Jeremy Darroch and James Gorman is warranted.</i></p>				
1.7	Elect Management Nominee Director Robert A. Iger	Mgmt	None	Do Not Vote
<p><i>Voter Rationale: Shareholders are recommended to vote FOR Nelson Peltz on Trian's proxy card, and WITHHOLD votes from Trian nominee Jay Rasulo, Blackwells nominees Craig Hatkoff, Jessica Schell, and Leah Solivan, and WITHHOLD votes from management nominee Maria Elena Lagomasino. A vote FOR management nominees Mark Parker, Robert Iger, Mary Barra, Safra Catz, Amy Chang, Carolyn Everson, Michael Froman, Calvin McDonald, Derica Rice, David Jeremy Darroch and James Gorman is warranted.</i></p>				
1.8	Elect Management Nominee Director Calvin R. McDonald	Mgmt	None	Do Not Vote
<p><i>Voter Rationale: Shareholders are recommended to vote FOR Nelson Peltz on Trian's proxy card, and WITHHOLD votes from Trian nominee Jay Rasulo, Blackwells nominees Craig Hatkoff, Jessica Schell, and Leah Solivan, and WITHHOLD votes from management nominee Maria Elena Lagomasino. A vote FOR management nominees Mark Parker, Robert Iger, Mary Barra, Safra Catz, Amy Chang, Carolyn Everson, Michael Froman, Calvin McDonald, Derica Rice, David Jeremy Darroch and James Gorman is warranted.</i></p>				
1.9	Elect Management Nominee Director Mark G. Parker	Mgmt	None	Do Not Vote
<p><i>Voter Rationale: Shareholders are recommended to vote FOR Nelson Peltz on Trian's proxy card, and WITHHOLD votes from Trian nominee Jay Rasulo, Blackwells nominees Craig Hatkoff, Jessica Schell, and Leah Solivan, and WITHHOLD votes from management nominee Maria Elena Lagomasino. A vote FOR management nominees Mark Parker, Robert Iger, Mary Barra, Safra Catz, Amy Chang, Carolyn Everson, Michael Froman, Calvin McDonald, Derica Rice, David Jeremy Darroch and James Gorman is warranted.</i></p>				
1.10	Elect Management Nominee Director Derica W. Rice	Mgmt	None	Do Not Vote
<p><i>Voter Rationale: Shareholders are recommended to vote FOR Nelson Peltz on Trian's proxy card, and WITHHOLD votes from Trian nominee Jay Rasulo, Blackwells nominees Craig Hatkoff, Jessica Schell, and Leah Solivan, and WITHHOLD votes from management nominee Maria Elena Lagomasino. A vote FOR management nominees Mark Parker, Robert Iger, Mary Barra, Safra Catz, Amy Chang, Carolyn Everson, Michael Froman, Calvin McDonald, Derica Rice, David Jeremy Darroch and James Gorman is warranted.</i></p>				
BLACKWELLS NOMINEES		Mgmt		
1.1	Elect Dissident Nominee Director Craig Hatkoff	SH	Withhold	Do Not Vote
<p><i>Voter Rationale: Shareholders are recommended to vote FOR Nelson Peltz on Trian's proxy card, and WITHHOLD votes from Trian nominee Jay Rasulo, Blackwells nominees Craig Hatkoff, Jessica Schell, and Leah Solivan, and WITHHOLD votes from management nominee Maria Elena Lagomasino. A vote FOR management nominees Mark Parker, Robert Iger, Mary Barra, Safra Catz, Amy Chang, Carolyn Everson, Michael Froman, Calvin McDonald, Derica Rice, David Jeremy Darroch and James Gorman is warranted.</i></p>				

The Walt Disney Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Dissident Nominee Director Jessica Schell	SH	Withhold	Do Not Vote
<p><i>Voter Rationale: Shareholders are recommended to vote FOR Nelson Peltz on Trian's proxy card, and WITHHOLD votes from Trian nominee Jay Rasulo, Blackwells nominees Craig Hatkoff, Jessica Schell, and Leah Solivan, and WITHHOLD votes from management nominee Maria Elena Lagomasino. A vote FOR management nominees Mark Parker, Robert Iger, Mary Barra, Safra Catz, Amy Chang, Carolyn Everson, Michael Froman, Calvin McDonald, Derica Rice, David Jeremy Darroch and James Gorman is warranted.</i></p>				
1.3	Elect Dissident Nominee Director Leah Solivan	SH	Withhold	Do Not Vote
<p><i>Voter Rationale: Shareholders are recommended to vote FOR Nelson Peltz on Trian's proxy card, and WITHHOLD votes from Trian nominee Jay Rasulo, Blackwells nominees Craig Hatkoff, Jessica Schell, and Leah Solivan, and WITHHOLD votes from management nominee Maria Elena Lagomasino. A vote FOR management nominees Mark Parker, Robert Iger, Mary Barra, Safra Catz, Amy Chang, Carolyn Everson, Michael Froman, Calvin McDonald, Derica Rice, David Jeremy Darroch and James Gorman is warranted.</i></p>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Do Not Vote
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	Against	Do Not Vote
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Severance payments should not exceed 3 times pay. Larger severance packages should be subject to a separate shareholder approval. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i></p>				
4	Amend Omnibus Stock Plan	Mgmt	None	Do Not Vote
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. This plan could lead to excessive dilution.</i></p>				
5	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	None	Do Not Vote
<p><i>Voter Rationale: Companies should request approval of compensation policies covering severance packages and signing bonuses from shareholders. The prospect of separating the voting rights of a merger or acquisition from the compensation packages associate with it is welcome.</i></p>				
6	Report on Congruency of Political Spending with Company Values and Priorities	SH	None	Do Not Vote
7	Report on Gender-Based Compensation and Benefits Inequities	SH	None	Do Not Vote
8	Report on Charitable Contributions	SH	None	Do Not Vote
<p><i>Voter Rationale: Disclosure of individual gifts to all charitable organizations is overly burdensome, and this company already reports its significant gifts.</i></p>				
9	Repeal Any Bylaw Provisions Adopted by the Board Without Shareholder Approval Subsequent to November 30, 2023	SH	For	Do Not Vote
10	Advisory Vote on Board Size and Related Vacancies	SH	Against	Do Not Vote
	Dissident Universal Proxy (Green Proxy Card) by BLACKWELLS	Mgmt		
	From the Combined List of Management & Dissident Nominees - Elect 12 Directors	Mgmt		

The Walt Disney Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Dissident Nominee Director Craig Hatkoff	SH	For	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1b	Elect Dissident Nominee Director Jessica Schell	SH	For	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1c	Elect Dissident Nominee Director Leah Solivan	SH	For	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
	COMPANY NOMINEES	Mgmt		
1d	Elect Management Nominee Director Mary T. Barra	Mgmt	Withhold	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1e	Elect Management Nominee Director Safra A. Catz	Mgmt	Withhold	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1f	Elect Management Nominee Director Amy L. Chang	Mgmt	Withhold	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1g	Elect Management Nominee Director D. Jeremy Darroch	Mgmt	Withhold	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1h	Elect Management Nominee Director Carolyn N. Everson	Mgmt	Withhold	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1i	Elect Management Nominee Director Michael B.G. Froman	Mgmt	Withhold	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1j	Elect Management Nominee Director James P. Gorman	Mgmt	Withhold	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1k	Elect Management Nominee Director Robert A. Iger	Mgmt	Withhold	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1l	Elect Management Nominee Director Maria Elena Lagomasino	Mgmt	Withhold	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1m	Elect Management Nominee Director Calvin R. McDonald	Mgmt	Withhold	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1n	Elect Management Nominee Director Mark G. Parker	Mgmt	Withhold	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1o	Elect Management Nominee Director Derica W. Rice	Mgmt	Withhold	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			

The Walt Disney Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	THE TRIAN GROUP NOMINEES	Mgmt		
1p	Elect Dissident Nominee Director Nelson Peltz	SH	Withhold	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1q	Elect Dissident Nominee Director James ("Jay") A. Rasulo	SH	Withhold	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
4	Amend Omnibus Stock Plan	Mgmt	For	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
5	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	None	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
6	Report on Congruency of Political Spending with Company Values and Priorities	SH	None	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
7	Report on Gender-Based Compensation and Benefits Inequities	SH	None	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
8	Report on Charitable Contributions	SH	None	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
9	Repeal Any Bylaw Provisions Adopted by the Board Without Shareholder Approval Subsequent to November 30, 2023	SH	None	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
10	Advisory Vote on Board Size and Related Vacancies	SH	For	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			

The Weir Group Plc

Meeting Date: 04/25/2024

Country: United Kingdom

Ticker: WEIR

Meeting Type: Annual

Primary ISIN: GB0009465807

Primary SEDOL: 0946580

The Weir Group 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 Barbara Jeremiah as Director	Mgmt	For	For
<i>Voter Rationale: The board chairman serves as a member of the Nomination Committee.</i>				
5	Re-elect Jon Stanton as Director	Mgmt	For	For
6	Elect Brian Puffer as Director	Mgmt	For	For
7	Elect Andrew Agg as Director	Mgmt	For	For
8	Re-elect Dame Nicola Brewer as Director	Mgmt	For	For
9	Elect Penelope Freer as Director	Mgmt	For	For
10	Re-elect Tracey Kerr as Director	Mgmt	For	For
11	Re-elect Ben Magara as Director	Mgmt	For	For
12	Re-elect Stephen Young 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 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

The Wendy's Company

Meeting Date: 05/21/2024

Country: USA

Ticker: WEN

Meeting Type: Annual

Primary ISIN: US95058W1009

Primary SEDOL: B3NXMJ9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nelson Peltz	Mgmt	For	For

The Wendy's Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Peter W. May	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.3	Elect Director Matthew H. Peltz	Mgmt	For	For
1.4	Elect Director Wendy C. Arlin	Mgmt	For	For
1.5	Elect Director Michelle Caruso-Cabrera	Mgmt	For	For
1.6	Elect Director Kristin A. Dolan	Mgmt	For	For
1.7	Elect Director Kenneth W. Gilbert	Mgmt	For	For
1.8	Elect Director Richard H. Gomez	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.9	Elect Director Michelle "Mich" J. Mathews-Spradlin	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.10	Elect Director Peter H. Rothschild	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.11	Elect Director Kirk Tanner	Mgmt	For	For
1.12	Elect Director Arthur B. Winkleblack	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Adopt Measurable Time-bound Goals to Achieving Cage-Free Eggs	SH	Against	For
<i>Voter Rationale: We believe the company should adopt targets and disclose progress to provide investors with information about how it is progressing on implementing its commitment to animal welfare.</i>				
5	Require Independent Board Chair	SH	Against	For
<i>Voter Rationale: Appointing a fully independent chairman creates a balance of power that is more conducive to long-term performance. A board headed by management cannot reasonably provide the best oversight and evaluation of managements performance.</i>				
6	Report on Third-Party Racial Equity Audit	SH	Against	Against
<i>Voter Rationale: We believe that the company provides sufficient disclosure and oversight of the matter.</i>				

The Western Union Company

Meeting Date: 05/17/2024

Country: USA

Ticker: WU

Meeting Type: Annual

Primary ISIN: US9598021098

Primary SEDOL: B1F76F9

The Western Union Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Julie M. Cameron-Doe	Mgmt	For	For
1b	Elect Director Martin I. Cole	Mgmt	For	For
1c	Elect Director Suzette M. Deering	Mgmt	For	For
1d	Elect Director Betsy D. Holden	Mgmt	For	For
1e	Elect Director Jeffrey A. Joerres	Mgmt	For	For
1f	Elect Director Devin B. McGranahan	Mgmt	For	For
1g	Elect Director Michael A. Miles, Jr.	Mgmt	For	For
1h	Elect Director Timothy P. Murphy	Mgmt	For	For
1i	Elect Director Jan Siegmund	Mgmt	For	For
1j	Elect Director Angela A. Sun	Mgmt	For	For
1k	Elect Director Solomon D. Trujillo	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
4	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: This plan could lead to excessive dilution. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

The Williams Companies, Inc.

Meeting Date: 04/30/2024

Country: USA

Ticker: WMB

Meeting Type: Annual

Primary ISIN: US9694571004

Primary SEDOL: 2967181

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Alan S. Armstrong	Mgmt	For	For
1.2	Elect Director Stephen W. Bergstrom	Mgmt	For	For
1.3	Elect Director Michael A. Creel	Mgmt	For	For

The Williams Companies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Stacey H. Dore	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.5	Elect Director Carri A. Lockhart	Mgmt	For	For
1.6	Elect Director Richard E. Muncrief	Mgmt	For	For
1.7	Elect Director Peter A. Ragauss	Mgmt	For	For
1.8	Elect Director Rose M. Robeson	Mgmt	For	For
1.9	Elect Director Scott D. Sheffield	Mgmt	For	For
1.10	Elect Director Murray D. Smith	Mgmt	For	For
1.11	Elect Director William H. Spence	Mgmt	For	For
1.12	Elect Director Jesse J. Tyson	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
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
4	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For
5	Publish Report Assessing Policy Options Related to Venting and Flaring - Withdrawn Resolution	SH		

The York Water Company

Meeting Date: 05/06/2024

Country: USA

Ticker: YORW

Meeting Type: Annual

Primary ISIN: US9871841089

Primary SEDOL: 2425292

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Douglas S. Brossman	Mgmt	For	For
1.2	Elect Director Michael W. Gang	Mgmt	For	For
1.3	Elect Director Jeffrey R. Hines	Mgmt	For	For
1.4	Elect Director George W. Hodges	Mgmt	For	For
2	Ratify Baker Tilly US, LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

The York Water Company

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

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The majority of annual bonus incentives should be quantitative. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.

Theravance Biopharma, Inc.

Meeting Date: 05/08/2024	Country: Cayman Islands	Ticker: TBPH
	Meeting Type: Annual	Primary ISIN: KYG8807B1068
		Primary SEDOL: BMNDK09

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Eran Broshy	Mgmt	For	For
1.2	Elect Director James Kelly	Mgmt	For	For
1.3	Elect Director Laurie Smaldone Alsup	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

Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

Thermo Fisher Scientific Inc.

Meeting Date: 05/22/2024	Country: USA	Ticker: TMO
	Meeting Type: Annual	Primary ISIN: US8835561023
		Primary SEDOL: 2886907

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 Ruby R. Chandy	Mgmt	For	For
1d	Elect Director C. Martin Harris	Mgmt	For	For
1e	Elect Director Tyler Jacks	Mgmt	For	For
1f	Elect Director Jennifer M. Johnson	Mgmt	For	For
1g	Elect Director R. Alexandra Keith	Mgmt	For	For

Thermo Fisher Scientific Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1h	Elect Director James C. Mullen	Mgmt	For	For
1i	Elect Director Debora L. Spar	Mgmt	For	For
1j	Elect Director Scott M. Sperling	Mgmt	For	For
1k	Elect Director Dion J. Weisler	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
4	Adopt Simple Majority Vote Requirement	SH	Against	Against

Thomson Reuters Corporation

Meeting Date: 06/05/2024

Country: Canada

Ticker: TRI

Meeting Type: Annual

Primary ISIN: CA8849038085

Primary SEDOL: BPLLY3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David Thomson	Mgmt	For	For
1.2	Elect Director Steve Hasker	Mgmt	For	For
1.3	Elect Director Kirk E. Arnold	Mgmt	For	For
1.4	Elect Director W. Edmund Clark	Mgmt	For	For
1.5	Elect Director LaVerne Council	Mgmt	For	For
1.6	Elect Director Michael E. Daniels	Mgmt	For	For
1.7	Elect Director Kirk Koenigsbauer	Mgmt	For	For
1.8	Elect Director Deanna Oppenheimer	Mgmt	For	For
1.9	Elect Director Simon Paris	Mgmt	For	For
1.10	Elect Director Kim M. Rivera	Mgmt	For	For
1.11	Elect Director Barry Salzberg	Mgmt	For	For
1.12	Elect Director Peter J. Thomson	Mgmt	For	For
1.13	Elect Director Beth Wilson	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Thomson Reuters Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i></p>				

Tidewater Inc.

Meeting Date: 06/06/2024	Country: USA	Ticker: TDW
	Meeting Type: Annual	
	Primary ISIN: US88642R1095	Primary SEDOL: BDFGDQ0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Darron M. Anderson	Mgmt	For	For
1b	Elect Director Melissa L. Cogle	Mgmt	For	For
1c	Elect Director Dick H. Fagerstal	Mgmt	For	For
1d	Elect Director Quintin V. Kneen	Mgmt	For	For
1e	Elect Director Louis A. Raspino	Mgmt	For	For
1f	Elect Director Robert E. Robotti	Mgmt	For	For
1g	Elect Director Kenneth H. Traub	Mgmt	For	Against
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i></p>				
1h	Elect Director Lois K. Zabrocky	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				

3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
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Voter Rationale: We support an annual say on pay frequency.

4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
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TIS, Inc. (Japan)

Meeting Date: 06/25/2024

Country: Japan

Ticker: 3626

Meeting Type: Annual

Primary ISIN: JP3104890003

Primary SEDOL: B2Q4CR0

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 Kuwano, Toru	Mgmt	For	For
2.2	Elect Director Okamoto, Yasushi	Mgmt	For	For
2.3	Elect Director Yanai, Josaku	Mgmt	For	For
2.4	Elect Director Horiguchi, Shinichi	Mgmt	For	For
2.5	Elect Director Kitaoka, Takayuki	Mgmt	For	For
2.6	Elect Director Hikida, Shuzo	Mgmt	For	For
2.7	Elect Director Tsuchiya, Fumio	Mgmt	For	For
2.8	Elect Director Mizukoshi, Naoko	Mgmt	For	For
2.9	Elect Director Sunaga, Junko	Mgmt	For	For
3.1	Appoint Statutory Auditor Kishimoto, Hideki	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.2	Appoint Statutory Auditor Ono, Yukio	Mgmt	For	For
3.3	Appoint Statutory Auditor Yamakawa, Akiko	Mgmt	For	For
3.4	Appoint Statutory Auditor Kudo, Hiroko	Mgmt	For	For
4	Approve Compensation Ceilings for Directors and Statutory Auditors	Mgmt	For	For
5	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

TKO Group Holdings, Inc.

Meeting Date: 06/12/2024

Country: USA

Ticker: TKO

Meeting Type: Annual

Primary ISIN: US87256C1018

Primary SEDOL: BQBBFD1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ariel Emanuel	Mgmt	For	For
<i>Voter Rationale: The nomination committee should be independent and this directors membership could hamper the committees impartiality and effectiveness.</i>				

TKO Group Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Mark Shapiro	Mgmt	For	For
<p><i>Voter Rationale: The nomination committee should be independent and this directors membership could hamper the committees impartiality and effectiveness. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i></p>				
1.3	Elect Director Peter C.B. Bynoe	Mgmt	For	For
1.4	Elect Director Egon P. Durban	Mgmt	For	For
1.5	Elect Director Dwayne Johnson	Mgmt	For	For
1.6	Elect Director Bradley A. Keywell	Mgmt	For	For
1.7	Elect Director Nick Khan	Mgmt	For	For
<p><i>Voter Rationale: The nomination committee should be independent and this directors membership could hamper the committees impartiality and effectiveness.</i></p>				
1.8	Elect Director Steven R. Koonin	Mgmt	For	For
1.9	Elect Director Jonathan A. Kraft	Mgmt	For	For
1.10	Elect Director Sonya E. Medina	Mgmt	For	For
1.11	Elect Director Nancy R. Tellem	Mgmt	For	For
1.12	Elect Director Carrie Wheeler	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: We have several structural concerns with the executive compensation program. The CEO's base salary, at \$3 million, appears oversized compared to the company-selected peer median of \$1.8 million, which then exacerbates both annual bonus and long-term incentive opportunities. Furthermore, it appears many of the company's self-selected peers are significantly larger in terms of revenue, which can have an augmenting effect on pay levels without requiring outperformance. The CEO's employment agreement provides for a guaranteed bonus for FY23 of \$1.75 million. The compensation committee determined that the CEO should receive a supplemental cash bonus of \$2.25 million, for an aggregate annual bonus of \$4 million. Discretionary elements of compensation should be supported by robust disclosure of how performance is assessed. The CEO also received a \$20 million transaction bonus that wasn't tied to any performance criteria with limited rationale beyond the grant. We expect companies to provide robust disclosure of one-off grants. Furthermore, CEO Emanuel and NEOs Shapiro and Schleimer were entitled to one-time equity awards in FY23 in connection with the merger, as provided under their employment agreements. The CEO's one-time award consisted of \$40 million in time-vesting RSUs that vest ratably annually over four years. While we understand pay magnitude may increase due to extraordinary efforts in connection with a corporate transaction, the lack of disclosure, coupled with the discretionary nature of annual bonuses and the emphasis on non-performance-based pay, remains a concern.</i></p>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
<p><i>Voter Rationale: We support an annual say on pay frequency.</i></p>				

TKP Corp.

Meeting Date: 05/31/2024

Country: Japan

Ticker: 3479

Meeting Type: Annual

Primary ISIN: JP3538710009

Primary SEDOL: BDZWWH2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kawano, Takateru	Mgmt	For	For
1.2	Elect Director Nakamura, Koji	Mgmt	For	For
1.3	Elect Director Tsuji, Haruo	Mgmt	For	For
1.4	Elect Director Watanabe, Kohei	Mgmt	For	For
1.5	Elect Director Motoya, Fumiko	Mgmt	For	For
2.1	Appoint Statutory Auditor Sogabe, Yoshinori	Mgmt	For	For
2.2	Appoint Statutory Auditor Nagayo, Akiko	Mgmt	For	For
2.3	Appoint Statutory Auditor Furuse, Tomoko	Mgmt	For	For

T-Mobile US, Inc.

Meeting Date: 06/12/2024

Country: USA

Ticker: TMUS

Meeting Type: Annual

Primary ISIN: US8725901040

Primary SEDOL: B94Q9V0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Andre Almeida	Mgmt	For	For
1.2	Elect Director Marcelo Claire	Mgmt	For	Withhold
<i>Voter Rationale: The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
1.3	Elect Director Srikant M. Datar	Mgmt	For	For
1.4	Elect Director Srinivasan Gopalan	Mgmt	For	Withhold
<i>Voter Rationale: The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
1.5	Elect Director Timotheus Hottges	Mgmt	For	Withhold
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1.6	Elect Director Christian P. Illek	Mgmt	For	Withhold
<i>Voter Rationale: The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
1.7	Elect Director James Kavanaugh	Mgmt	For	For
1.8	Elect Director Raphael Kubler	Mgmt	For	Withhold
<i>Voter Rationale: The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
1.9	Elect Director Thorsten Langheim	Mgmt	For	For

T-Mobile US, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.10	Elect Director Dominique Leroy	Mgmt	For	Withhold
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1.11	Elect Director Letitia A. Long	Mgmt	For	For
1.12	Elect Director G. Michael (Mike) Sievert	Mgmt	For	For
1.13	Elect Director Teresa A. Taylor	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.14	Elect Director Kelvin R. Westbrook	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

TMX Group Limited

Meeting Date: 05/03/2024

Country: Canada

Ticker: X

Meeting Type: Annual/Special

Primary ISIN: CA87262K1057

Primary SEDOL: B8KH5G7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
2a	Elect Director Luc Bertrand	Mgmt	For	For
2b	Elect Director Nicolas Darveau-Garneau	Mgmt	For	For
2c	Elect Director Martine Irman	Mgmt	For	For
2d	Elect Director Moe Kermani	Mgmt	For	For
2e	Elect Director William Linton	Mgmt	For	For
2f	Elect Director Audrey Mascarenhas	Mgmt	For	For
2g	Elect Director John McKenzie	Mgmt	For	For
2h	Elect Director Monique Mercier	Mgmt	For	For
2i	Elect Director Claude Tessier	Mgmt	For	For
2j	Elect Director Eric Wetlaufer	Mgmt	For	For
2k	Elect Director Ava Yaskiel	Mgmt	For	For

TMX Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				

Toast, Inc.

Meeting Date: 06/06/2024	Country: USA	Ticker: TOST	
	Meeting Type: Annual		
		Primary ISIN: US8887871080	Primary SEDOL: BP6D7B7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Stephen Fredette	Mgmt	For	For
1b	Elect Director Aman Narang	Mgmt	For	For
1c	Elect Director Deval L. Patrick	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
4	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	Against
<i>Voter Rationale: A vote AGAINST this proposal is warranted, as the company is de facto controlled and decisions regarding the company's response to shareholder litigation would be made by a board with limited accountability to public shareholders.</i>				

Tobu Railway Co., Ltd.

Meeting Date: 06/21/2024	Country: Japan	Ticker: 9001	
	Meeting Type: Annual		
		Primary ISIN: JP3597800006	Primary SEDOL: 6895169

Tobu Railway Co., Ltd.

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 Nezu, Yoshizumi	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Tsuzuki, Yutaka	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.3	Elect Director Yokota, Yoshimi	Mgmt	For	For
2.4	Elect Director Shigeta, Atsushi	Mgmt	For	For
2.5	Elect Director Suzuki, Takao	Mgmt	For	For
2.6	Elect Director Shibata, Mitsuyoshi	Mgmt	For	For
2.7	Elect Director Ando, Takaharu	Mgmt	For	For
2.8	Elect Director Yagasaki, Noriko	Mgmt	For	For
2.9	Elect Director Yanagi, Masanori	Mgmt	For	For
3.1	Appoint Statutory Auditor Sugiyama, Tomoya	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.2	Appoint Statutory Auditor Yoshida, Tatsuo	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.3	Appoint Statutory Auditor Mogi, Yuzaburo	Mgmt	For	For
3.4	Appoint Statutory Auditor Fukuda, Shuji	Mgmt	For	For
3.5	Appoint Statutory Auditor Hayashi, Nobuhide	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				

TOCALO Co., Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 3433

Meeting Type: Annual

Primary ISIN: JP3552290003

Primary SEDOL: 6714974

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 28	Mgmt	For	For

TOCALO Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.1	Appoint Statutory Auditor Shin, Hidetoshi	Mgmt	For	Against
	<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>			
2.2	Appoint Statutory Auditor Hamada, Hirotsuke	Mgmt	For	Against
	<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>			
2.3	Appoint Statutory Auditor Yoshida, Toshihiko	Mgmt	For	Against
	<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>			
2.4	Appoint Statutory Auditor Kajii, Noriko	Mgmt	For	For

Toei Animation Co., Ltd.

Meeting Date: 06/25/2024	Country: Japan	Ticker: 4816
	Meeting Type: Annual	
	Primary ISIN: JP3560200002	Primary SEDOL: 6301871

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 155	Mgmt	For	For
2.1	Elect Director Morishita, Kozo	Mgmt	For	Abstain
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>			
2.2	Elect Director Takagi, Katsuhiko	Mgmt	For	Abstain
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>			
2.3	Elect Director Shinohara, Satoshi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.4	Elect Director Yamada, Kiichiro	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.5	Elect Director Tsuji, Hidenori	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.6	Elect Director Fuse, Minoru	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.7	Elect Director Suzuki, Atsushi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			

Toei Animation Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.8	Elect Director Ito, Koji	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.9	Elect Director Tada, Noriyuki	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.10	Elect Director Yoshimura, Fumio	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.11	Elect Director Sunami, Gengo	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.12	Elect Director Shimizu, Kenji	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.13	Elect Director Shigemura, Hajime	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			

Toei Co., Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 9605

Meeting Type: Annual

Primary ISIN: JP3560000006

Primary SEDOL: 6895181

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 105	Mgmt	For	For
2.1	Elect Director Tada, Noriyuki	Mgmt	For	For
2.2	Elect Director Yoshimura, Fumio	Mgmt	For	For
2.3	Elect Director Wada, Koichi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.4	Elect Director Kamata, Yuya	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.5	Elect Director Kojima, Yuji	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.6	Elect Director Hayakawa, Hiroshi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			

Toei Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.7	Elect Director Nomoto, Hirofumi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.8	Elect Director Ueki, Yoshiharu	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Horiguchi, Masahiro	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
3.2	Elect Director and Audit Committee Member Shioike, Tomoko	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Sato, Hitoshi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
3.4	Elect Director and Audit Committee Member Katsuragawa, Shima	Mgmt	For	For
4	Approve Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For

Toho Co., Ltd. (9602)

Meeting Date: 05/23/2024

Country: Japan

Ticker: 9602

Meeting Type: Annual

Primary ISIN: JP3598600009

Primary SEDOL: 6895200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 65	Mgmt	For	For
2.1	Elect Director Shimatani, Yoshishige	Mgmt	For	For
2.2	Elect Director Matsuoka, Hiroyasu	Mgmt	For	For
2.3	Elect Director Tako, Nobuyuki	Mgmt	For	For
2.4	Elect Director Ichikawa, Minami	Mgmt	For	For
2.5	Elect Director Sumi, Kazuo	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Ogata, Eiichi	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Ando, Satoshi	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Okoshi, Izumi	Mgmt	For	For
4	Elect Alternate Director and Audit Committee Member Ota, Taizo	Mgmt	For	For

Toho Titanium Co., Ltd.

Meeting Date: 06/20/2024

Country: Japan

Ticker: 5727

Meeting Type: Annual

Primary ISIN: JP3601800000

Primary SEDOL: 6894627

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Yamao, Yasuji	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
1.2	Elect Director Yuki, Norio	Mgmt	For	For
1.3	Elect Director Inokawa, Akira	Mgmt	For	For
1.4	Elect Director Iida, Kazuhiko	Mgmt	For	For
1.5	Elect Director Ikubo, Yasuhiko	Mgmt	For	For
1.6	Elect Director Okura, Kimiharu	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Senzaki, Shigeko	Mgmt	For	For
2.2	Elect Director and Audit Committee Member Kobayashi, Akio	Mgmt	For	For

TOKAI Corp. /9729/

Meeting Date: 06/27/2024

Country: Japan

Ticker: 9729

Meeting Type: Annual

Primary ISIN: JP3552250007

Primary SEDOL: 6894359

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 33	Mgmt	For	For
2	Amend Articles to Amend Business Lines	Mgmt	For	For
3.1	Elect Director Onogi, Koji	Mgmt	For	For
3.2	Elect Director Asai, Toshiaki	Mgmt	For	For
3.3	Elect Director Matsuno, Eiko	Mgmt	For	For
3.4	Elect Director Asano, Tomoyoshi	Mgmt	For	For
3.5	Elect Director Ori, Takashi	Mgmt	For	For
3.6	Elect Director Kawashima, Kenji	Mgmt	For	For
3.7	Elect Director Goto, Tomoko	Mgmt	For	For
4.1	Elect Director and Audit Committee Member Muraki, Toshimitsu	Mgmt	For	Against

Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.

TOKAI Corp. /9729/

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.2	Elect Director and Audit Committee Member Kawazoe, Shu	Mgmt	For	For
5	Approve Director Retirement Bonus	Mgmt	For	Against

Voter Rationale: A vote AGAINST this proposal is warranted because: - The bonus amounts are not disclosed.

Tokai Tokyo Financial Holdings, Inc.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 8616

Meeting Type: Annual

Primary ISIN: JP3577600004

Primary SEDOL: 6894876

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 16	Mgmt	For	For
2.1	Elect Director Ishida, Tateaki	Mgmt	For	For
2.2	Elect Director Sato, Masataka	Mgmt	For	For
2.3	Elect Director Kitagawa, Naoko	Mgmt	For	For
2.4	Elect Director Nakayama, Tsunehiro	Mgmt	For	For
2.5	Elect Director Miyazawa, Kazumasa	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Ono, Tetsuji	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Yamazaki, Joichi	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Ikeda, Ayako	Mgmt	For	For
3.4	Elect Director and Audit Committee Member Ota, Katsuhiko	Mgmt	For	For
4	Approve Annual Bonus	Mgmt	For	For
5	Approve Stock Option Plan	Mgmt	For	Against

Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.

6	Amend Articles to Stop Using Executive Officer Titles Which Are Confused with Those for Directors	SH	Against	Against
7	Amend Articles to Require Explanation to Shareholders of Reasons for Retirement from Director Post during Tenure	SH	Against	Against
8	Amend Articles to Ban the Use of Luxury Hotels for Photo Sessions for Executives after Shareholder Meetings	SH	Against	Against
9	Set the Company's ROE Target at 8 percent	SH	Against	Against

Tokai Tokyo Financial Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Remove Incumbent Director Hayashi, Masanori	SH	Against	Against
11	Remove Incumbent Director Miyazawa, Kazumasa	SH	Against	Against

Tokio Marine Holdings, Inc.

Meeting Date: 06/24/2024

Country: Japan

Ticker: 8766

Meeting Type: Annual

Primary ISIN: JP3910660004

Primary SEDOL: 6513126

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 62.5	Mgmt	For	For
2.1	Elect Director Nagano, Tsuyoshi	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance. The nominee, as a top executive, should be considered accountable for the collusion incident over insurance premiums.</i>				
2.2	Elect Director Komiya, Satoru	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance. The nominee, as a top executive, should be considered accountable for the collusion incident over insurance premiums.</i>				
2.3	Elect Director Okada, Kenji	Mgmt	For	For
2.4	Elect Director Moriwaki, Yoichi	Mgmt	For	For
2.5	Elect Director Yamamoto, Kichiichiro	Mgmt	For	For
2.6	Elect Director Wada, Kiyoshi	Mgmt	For	For
2.7	Elect Director Mitachi, Takashi	Mgmt	For	For
2.8	Elect Director Endo, Nobuhiro	Mgmt	For	For
2.9	Elect Director Katanozaka, Shinya	Mgmt	For	For
2.10	Elect Director Osono, Emi	Mgmt	For	For
2.11	Elect Director Shindo, Kosei	Mgmt	For	For
2.12	Elect Director Robert Alan Feldman	Mgmt	For	For
2.13	Elect Director Matsuyama, Haruka	Mgmt	For	For
2.14	Elect Director Fujita, Keiko	Mgmt	For	For
2.15	Elect Director Shirota, Hiroaki	Mgmt	For	For
3	Appoint Statutory Auditor Harashima, Akira	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				

Tokio Marine Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Trust-Type Equity Compensation Plan	Mgmt	For	Against

Voter Rationale: Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.

Tokyo Century Corp.

Meeting Date: 06/24/2024	Country: Japan	Ticker: 8439
	Meeting Type: Annual	
	Primary ISIN: JP3424950008	Primary SEDOL: 6679794

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 27	Mgmt	For	For
2	Amend Articles to Create Bond-type Class Shares	Mgmt	For	For
3.1	Elect Director Yukiya, Masataka	Mgmt	For	For
3.2	Elect Director Baba, Koichi	Mgmt	For	For
3.3	Elect Director Nakamura, Akio	Mgmt	For	For
3.4	Elect Director Asano, Toshio	Mgmt	For	For
3.5	Elect Director Tanaka, Miho	Mgmt	For	For
3.6	Elect Director Numagami, Tsuyoshi	Mgmt	For	For
3.7	Elect Director Ogasawara, Hiroshi	Mgmt	For	For
3.8	Elect Director Fujiwara, Koji	Mgmt	For	For
3.9	Elect Director Okada, Akihiko	Mgmt	For	For
3.10	Elect Director Sato, Hiroshi	Mgmt	For	For
3.11	Elect Director Hara, Mahoko	Mgmt	For	For
3.12	Elect Director Hirasaki, Tatsuya	Mgmt	For	For
3.13	Elect Director Asada, Shunichi	Mgmt	For	For
4	Appoint Statutory Auditor Chihara, Maiko	Mgmt	For	For
5	Appoint Alternate Statutory Auditor Iwanaga, Toshihiko	Mgmt	For	For
6	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

Tokyo Electron Ltd.

Meeting Date: 06/18/2024

Country: Japan

Ticker: 8035

Meeting Type: Annual

Primary ISIN: JP3571400005

Primary SEDOL: 6895675

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kawai, Toshiki	Mgmt	For	For
1.2	Elect Director Sasaki, Sadao	Mgmt	For	For
1.3	Elect Director Nunokawa, Yoshikazu	Mgmt	For	For
1.4	Elect Director Sasaki, Michio	Mgmt	For	For
1.5	Elect Director Ichikawa, Sachiko	Mgmt	For	For
1.6	Elect Director Joseph A. Kraft Jr	Mgmt	For	For
1.7	Elect Director Suzuki, Yukari	Mgmt	For	For
2.1	Appoint Statutory Auditor Miura, Ryota	Mgmt	For	For
2.2	Appoint Statutory Auditor Endo, Yutaka	Mgmt	For	For
3	Approve Annual Bonus	Mgmt	For	For
4	Approve Deep Discount Stock Option Plan	Mgmt	For	For

Tokyo Kiraboshi Financial Group, Inc.

Meeting Date: 06/24/2024

Country: Japan

Ticker: 7173

Meeting Type: Annual

Primary ISIN: JP3584400000

Primary SEDOL: BQQ1JS9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Watanabe, Hisanobu	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
1.2	Elect Director Tsunehisa, Hidenori	Mgmt	For	For
1.3	Elect Director Nobeta, Satoru	Mgmt	For	For
1.4	Elect Director Miura, Takeshi	Mgmt	For	For
1.5	Elect Director Yoshino, Takeshi	Mgmt	For	For
1.6	Elect Director Takahashi, Yuki	Mgmt	For	For
1.7	Elect Director Nishio, Shoji	Mgmt	For	For
1.8	Elect Director Nomura, Shuya	Mgmt	For	For
2	Appoint Alternate Statutory Auditor Endo, Kenji	Mgmt	For	For

Tokyo Seimitsu Co., Ltd.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 7729

Meeting Type: Annual

Primary ISIN: JP3580200008

Primary SEDOL: 6894304

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 103	Mgmt	For	For
2.1	Elect Director Yoshida, Hitoshi	Mgmt	For	For
2.2	Elect Director Kimura, Ryuichi	Mgmt	For	For
2.3	Elect Director Kawamura, Koichi	Mgmt	For	For
2.4	Elect Director Hokida, Takahiro	Mgmt	For	For
2.5	Elect Director Tsukada, Shuichi	Mgmt	For	For
2.6	Elect Director Romi Pradhan	Mgmt	For	For
2.7	Elect Director Takamasu, Kiyoshi	Mgmt	For	For
2.8	Elect Director Mori, Kazuya	Mgmt	For	For
3	Elect Director and Audit Committee Member Kawasaki, Motoko	Mgmt	For	For
4	Approve Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For
5	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

Tokyu Corp.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 9005

Meeting Type: Annual

Primary ISIN: JP3574200006

Primary SEDOL: 6896548

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 Nomoto, Hirofumi	Mgmt	For	For
2.2	Elect Director Horie, Masahiro	Mgmt	For	For
2.3	Elect Director Fujiwara, Hirohisa	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.4	Elect Director Takahashi, Toshiyuki	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				

Tokyu Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.5	Elect Director Kanazashi, Kiyoshi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.6	Elect Director Fukuta, Seiichi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.7	Elect Director Shimada, Kunio	Mgmt	For	For
2.8	Elect Director Kanise, Reiko	Mgmt	For	For
2.9	Elect Director Miyazaki, Midori	Mgmt	For	For
2.10	Elect Director Shimizu, Hiroshi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
3.1	Appoint Statutory Auditor Nakamoto, Satoru	Mgmt	For	Against
	<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>			
3.2	Appoint Statutory Auditor Akimoto, Naohisa	Mgmt	For	Against
	<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>			
3.3	Appoint Statutory Auditor Watanabe, Hajime	Mgmt	For	Against
	<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>			
3.4	Appoint Statutory Auditor Inagaki, Seiji	Mgmt	For	Against
	<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>			
4	Appoint Alternate Statutory Auditor Matsumoto, Taku	Mgmt	For	For

Tokyu Fudosan Holdings Corp.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 3289

Meeting Type: Annual

Primary ISIN: JP3569200003

Primary SEDOL: BDC6LT2

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 Kanazashi, Kiyoshi	Mgmt	For	For
2.2	Elect Director Nishikawa, Hironori	Mgmt	For	For
2.3	Elect Director Uemura, Hitoshi	Mgmt	For	For
2.4	Elect Director Kimura, Shohei	Mgmt	For	For

Tokyu Fudosan Holdings Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.5	Elect Director Ota, Yoichi	Mgmt	For	For
2.6	Elect Director Hoshino, Hiroaki	Mgmt	For	For
2.7	Elect Director Usugi, Shinichiro	Mgmt	For	For
2.8	Elect Director Nomoto, Hirofumi	Mgmt	For	For
2.9	Elect Director Kaiami, Makoto	Mgmt	For	For
2.10	Elect Director Miura, Satoshi	Mgmt	For	For
2.11	Elect Director Hoshino, Tsuguhiko	Mgmt	For	For
2.12	Elect Director Jozuka, Yumiko	Mgmt	For	For
2.13	Elect Director Uno, Akiko	Mgmt	For	For
3	Appoint Statutory Auditor Enokido, Akiko	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
4	Appoint Alternate Statutory Auditor Nagao, Ryo	Mgmt	For	For

Tompkins Financial Corporation

Meeting Date: 05/14/2024

Country: USA

Ticker: TMP

Meeting Type: Annual

Primary ISIN: US8901101092

Primary SEDOL: 2888613

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nancy E. Catarisano	Mgmt	For	For
1.2	Elect Director Janet M. Coletti	Mgmt	For	For
1.3	Elect Director Daniel J. Fessenden	Mgmt	For	For
1.4	Elect Director Patricia A. Johnson	Mgmt	For	For
1.5	Elect Director Angela B. Lee	Mgmt	For	For
1.6	Elect Director John D. McClurg	Mgmt	For	For
1.7	Elect Director Ita M. Rahilly	Mgmt	For	For
1.8	Elect Director Thomas R. Rochon	Mgmt	For	For
1.9	Elect Director Stephen S. Romaine	Mgmt	For	For
1.10	Elect Director Michael H. Spain	Mgmt	For	For
1.11	Elect Director Jennifer R. Tegan	Mgmt	For	For
1.12	Elect Director Alfred J. Weber	Mgmt	For	For

Tompkins Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i></p>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i></p>				

Tootsie Roll Industries, Inc.

Meeting Date: 05/06/2024	Country: USA	Ticker: TR
	Meeting Type: Annual	
	Primary ISIN: US8905161076	Primary SEDOL: 2896809

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ellen R. Gordon	Mgmt	For	Withhold
<p><i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders. The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s).</i></p>				
1.2	Elect Director Virginia L. Gordon	Mgmt	For	Withhold
<p><i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders.</i></p>				
1.3	Elect Director Lana Jane Lewis-Brent	Mgmt	For	Withhold
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. Executive pay is not in line with company performance. The compensation committee should do more to respond to best practices in pay that help establish compensation packages that reward strong performance and build shareholder value over time. Specifically, the CEO's pay consists primarily of various problematic or outsized payments, including \$1.9 million in the use of company aircraft and \$1.1 million to replace benefits under deferred and retirement plans, which in the aggregate are considered a problematic pay practice.</i></p>				
1.4	Elect Director Barre A. Seibert	Mgmt	For	Withhold
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. Executive pay is not in line with company performance. The compensation committee should do more to respond to best practices in pay that help establish compensation packages that reward strong performance and build shareholder value over time. Specifically, the CEO's pay consists primarily of various problematic or outsized payments, including \$1.9 million in the use of company aircraft and \$1.1 million to replace benefits under deferred and retirement plans, which in the aggregate are considered a problematic pay practice.</i></p>				
1.5	Elect Director Paula M. Wardynski	Mgmt	For	Withhold
<p><i>Voter Rationale: Executive pay is not in line with company performance. The compensation committee should do more to respond to best practices in pay that help establish compensation packages that reward strong performance and build shareholder value over time. Specifically, the CEO's pay consists primarily of various problematic or outsized payments, including \$1.9 million in the use of company aircraft and \$1.1 million to replace benefits under deferred and retirement plans, which in the aggregate are considered a problematic pay practice.</i></p>				
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For

Topaz Energy Corp.

Meeting Date: 05/02/2024

Country: Canada

Ticker: TPZ

Meeting Type: Annual

Primary ISIN: CA89055A2039

Primary SEDOL: BMV3Y21

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Michael L. Rose	Mgmt	For	For
1b	Elect Director Marty Staples	Mgmt	For	For
1c	Elect Director Tanya Causgrove	Mgmt	For	For
1d	Elect Director Jim Davidson	Mgmt	For	For
1e	Elect Director John Gordon	Mgmt	For	For
1f	Elect Director Darlene Harris	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 30% of the board.</i>				
1g	Elect Director Steve Larke	Mgmt	For	For
1h	Elect Director Brian G. Robinson	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Re-approve Performance Share Unit Plan	Mgmt	For	Against
<i>Voter Rationale: Based on evaluation of the estimated cost, plan features, grant practices, and overriding negative factors using the Equity Plan Score Card (EPSC), vote AGAINST this full-value award plan due to the following key factor(s): * The plan's estimated cost is excessive; * The plan contains a problematic change-in-control provision; * The plan does not contain a holding period.</i>				
5	Re-approve Deferred Share Unit Plan	Mgmt	For	Against
<i>Voter Rationale: This plan cannot be supported as: - Non-employee directors' participation in the plan is not acceptably limited - The plan's detailed amendment provision does not adequately restrict the ability of the board to amend the plan without shareholder approval.</i>				

TopBuild Corp.

Meeting Date: 04/29/2024

Country: USA

Ticker: BLD

Meeting Type: Annual

Primary ISIN: US89055F1030

Primary SEDOL: BZ0P3W2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Alec C. Covington	Mgmt	For	For
1b	Elect Director Ernesto Bautista, III	Mgmt	For	For

TopBuild Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1c	Elect Director Robert M. Buck	Mgmt	For	For
1d	Elect Director Joseph S. Cantie	Mgmt	For	For
1e	Elect Director Tina M. Donikowski	Mgmt	For	For
1f	Elect Director Deirdre C. Drake	Mgmt	For	For
1g	Elect Director Mark A. Petrarca	Mgmt	For	For
1h	Elect Director Nancy M. Taylor	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

Topcon Corp.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 7732

Meeting Type: Annual

Primary ISIN: JP3630400004

Primary SEDOL: 6894241

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Hirano, Satoshi	Mgmt	For	For
1.2	Elect Director Eto, Takashi	Mgmt	For	For
1.3	Elect Director Akiyama, Haruhiko	Mgmt	For	For
1.4	Elect Director Yamazaki, Takayuki	Mgmt	For	For
1.5	Elect Director Watanabe, Reiko	Mgmt	For	For
1.6	Elect Director Yamazaki, Naoko	Mgmt	For	For
1.7	Elect Director Inaba, Yoshiharu	Mgmt	For	For
1.8	Elect Director Hidaka, Naoki	Mgmt	For	For
1.9	Elect Director Teramoto, Katsuhiko	Mgmt	For	For
1.10	Elect Director Nakai, Hajime	Mgmt	For	For
2	Appoint Alternate Statutory Auditor Inoue, Tsuyoshi	Mgmt	For	For

TOPPAN Holdings, Inc.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 7911

Meeting Type: Annual

Primary ISIN: JP3629000005

Primary SEDOL: 6897024

TOPPAN Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kaneko, Shingo	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				
1.2	Elect Director Maro, Hideharu	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				
1.3	Elect Director Sakai, Kazunori	Mgmt	For	For
1.4	Elect Director Saito, Masanori	Mgmt	For	For
1.5	Elect Director Kurobe, Takashi	Mgmt	For	For
1.6	Elect Director Soeda, Hideki	Mgmt	For	For
1.7	Elect Director Toyama, Ryoko	Mgmt	For	For
1.8	Elect Director Nakabayashi, Mieko	Mgmt	For	For
1.9	Elect Director Takeuchi, Asuka	Mgmt	For	For
2	Appoint Statutory Auditor Miyagawa, Yuka	Mgmt	For	For

TORIDOLL Holdings Corp.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 3397

Meeting Type: Annual

Primary ISIN: JP3636650008

Primary SEDOL: B0WHPP8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Awata, Takaya	Mgmt	For	For
1.2	Elect Director Sugiyama, Takashi	Mgmt	For	For
1.3	Elect Director Yamaguchi, Satoshi	Mgmt	For	For
1.4	Elect Director Tanaka, Kenichi	Mgmt	For	For
1.5	Elect Director Shofu, Rieko	Mgmt	For	For
2	Elect Alternate Director and Audit Committee Member Toyoda, Koji	Mgmt	For	For

TORM Plc

Meeting Date: 04/11/2024

Country: United Kingdom

Ticker: TRMD.A

Meeting Type: Annual

Primary ISIN: GB00BZ3CNK81

Primary SEDOL: BZ3CNK8

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
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. Equity awards to executives should be linked to stretching performance targets rather than time-based vesting requirements.</i></p>				
3	Approve Remuneration Policy	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. All cash or share-based awards and payments that fall outside the companys remuneration policy should require ex-ante shareholder approval. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Severance payments should not exceed one year's salary and benefits. Larger severance packages should be subject to a separate shareholder approval. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. Equity awards to executives should be linked to stretching performance targets rather than time-based vesting requirements.</i></p>				
4	Reappoint Ernst & Young LLP as Auditors	Mgmt	For	For
5	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
6	Approve Final Dividend	Mgmt	For	For
7	Re-elect Christopher Boehringer as Director	Mgmt	For	Against
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The remuneration committee should be independent and this directors membership could hamper the committees impartiality and effectiveness. In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board. The board chairman serves as a member of the Remuneration Committee. The board chairman serves as a member of the Nomination Committee.</i></p>				
8	Re-elect Goran Trapp as Director	Mgmt	For	For
9	Re-elect Annette Malm Justad as Director	Mgmt	For	For
10	Re-elect Jacob Meldgaard as Director	Mgmt	For	For
11	Authorise Issue of Equity	Mgmt	For	Against
<p><i>Voter Rationale: Any increase in capital on a pre-emptive basis in excess of two-thirds of the issued share capital (including one-third of the issued share capital through rights issue) should be undertaken in exceptional circumstances only and fully justified by the company. This resolution seeks an exceptionally long authorisation period. If the company has an additional need for capital, it should come back to shareholders explaining the specific need.</i></p>				
12	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	Against
<p><i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company. This resolution seeks an exceptionally long authorisation period. If the company has an additional need for capital, it should come back to shareholders explaining the specific need.</i></p>				
13	Authorise Market Purchase of A-shares	Mgmt	For	Against
<p><i>Voter Rationale: Any share repurchase request in excess of 15% should be undertaken in exceptional circumstances only and be fully justified by the company. This resolution seeks an exceptionally long authorisation period. If the company has an additional need for capital, it should come back to shareholders explaining the specific need.</i></p>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
14	Approve Reduction of the Share Premium Account	Mgmt	For	For

TotalEnergies SE

Meeting Date: 05/24/2024	Country: France	Ticker: TTE
	Meeting Type: Annual/Special	
		Primary ISIN: FR0000120271
		Primary SEDOL: B15C557

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 3.01 per Share	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 Patrick Pouyanne as Director	Mgmt	For	For
7	Reelect Jacques Aschenbroich as Director	Mgmt	For	Against
<i>Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.</i>				
8	Reelect Glenn Hubbard as Director	Mgmt	For	For
9	Elect Marie-Ange Debon 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	Against
<i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>				
13	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	Against
<i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>				

TotalEnergies SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
14	Approve Report on Progress of Company's Sustainability and Climate Transition Plan (Advisory)	Mgmt	For	For
15	Appoint Cabinet Ernst and Young Audit as Auditor for the Sustainability Reporting	Mgmt	For	For
16	Appoint Cabinet PricewaterhouseCoopers Audit as Auditor for the Sustainability Reporting	Mgmt	For	For
	Extraordinary Business	Mgmt		
17	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
18	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 575 Million	Mgmt	For	For
19	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 575 Million	Mgmt	For	For
20	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 18 and 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	Against
<i>Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.</i>				
23	Authorize up to 1 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	For

Voter Rationale: Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.

TOTO Ltd.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 5332

Meeting Type: Annual

Primary ISIN: JP3596200000

Primary SEDOL: 6897466

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kitamura, Madoka	Mgmt	For	For
1.2	Elect Director Kiyota, Noriaki	Mgmt	For	For
1.3	Elect Director Shirakawa, Satoshi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
1.4	Elect Director Hayashi, Ryosuke	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
1.5	Elect Director Tamura, Shinya	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
1.6	Elect Director Taguchi, Tomoyuki	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
1.7	Elect Director Taketomi, Yojiro	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
1.8	Elect Director Kitazaki, Takehiko	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
1.9	Elect Director Tsuda, Junji	Mgmt	For	For
1.10	Elect Director Yamauchi, Shigenori	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Yoshioka, Masayuki	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
2.2	Elect Director and Audit Committee Member Marumori, Yasushi	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity. The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
2.3	Elect Director and Audit Committee Member Ienaga, Yukari	Mgmt	For	For
2.4	Elect Director and Audit Committee Member Naganuma, Chiho	Mgmt	For	For

Towa Pharmaceutical Co., Ltd.
Meeting Date: 06/25/2024

Country: Japan

Ticker: 4553

Meeting Type: Annual

Primary ISIN: JP3623150004

Primary SEDOL: 6899581

Towa Pharmaceutical Co., Ltd.

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 Yoshida, Itsuro	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Uchikawa, Osamu	Mgmt	For	For
2.3	Elect Director Kokubun, Toshikazu	Mgmt	For	For
2.4	Elect Director Takeyasu, Masaaki	Mgmt	For	For
2.5	Elect Director Eiki, Norikazu	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Tanaka, Masao	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Oishi, Kaori	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Ando, Nobuki	Mgmt	For	For

TowneBank

Meeting Date: 05/22/2024

Country: USA

Ticker: TOWN

Meeting Type: Annual

Primary ISIN: US89214P1093

Primary SEDOL: B018PR4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Richard S. Bray	Mgmt	For	For
1b	Elect Director Andrew S. Fine	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1c	Elect Director John R. Lawson, II	Mgmt	For	For
1d	Elect Director Aubrey L. Layne, Jr.	Mgmt	For	For
1e	Elect Director W. Ashton Lewis	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1f	Elect Director R. Scott Morgan	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1g	Elect Director Robert M. Oman	Mgmt	For	For
1h	Elect Director R.V. Owens, III	Mgmt	For	For
1i	Elect Director Sachin S. Shetty	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify FORVIS, LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

Toyo Suisan Kaisha, Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 2875

Meeting Type: Annual

Primary ISIN: JP3613000003

Primary SEDOL: 6899967

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 110	Mgmt	For	For
2.1	Elect Director Tsutsumi, Tadasu	Mgmt	For	For
2.2	Elect Director Imamura, Masanari	Mgmt	For	For
2.3	Elect Director Sumimoto, Noritaka	Mgmt	For	For
2.4	Elect Director Oki, Hitoshi	Mgmt	For	For
2.5	Elect Director Makiya, Rieko	Mgmt	For	For
2.6	Elect Director Mochizuki, Masahisa	Mgmt	For	For
2.7	Elect Director Murakami, Osamu	Mgmt	For	For
2.8	Elect Director Hayama, Tomohide	Mgmt	For	For
2.9	Elect Director Matsumoto, Chiyoko	Mgmt	For	For
2.10	Elect Director Yamazaki, Yoshiaki	Mgmt	For	For
2.11	Elect Director Yachi, Hiroyasu	Mgmt	For	For
2.12	Elect Director Mineki, Machiko	Mgmt	For	For
2.13	Elect Director Yazawa, Kenichi	Mgmt	For	For
2.14	Elect Director Chino, Isamu	Mgmt	For	For
2.15	Elect Director Kobayashi, Tetsuya	Mgmt	For	For

Toyo Suisan Kaisha, Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Appoint Statutory Auditor Takahashi, Kiyoshi	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
4	Appoint Alternate Statutory Auditor Ushijima, Tsutomu	Mgmt	For	For
5	Approve Annual Bonus	Mgmt	For	For
6	Approve Additional Allocation of Income so that Annual Dividend per Share Equals to JPY 217	SH	Against	Against
<i>Voter Rationale: The company has increased dividend payments and ROE in recent years, so it appears the company is being thoughtful in its dividend payout strategy.</i>				
7	Initiate Share Repurchase Program	SH	Against	Against
<i>Voter Rationale: The company has a price to book ratio above 1 and ROE in recent years, so it appears the company is being thoughtful in its capital management strategy.</i>				
8	Approve Compensation Mix for Directors and Restricted Stock Plan	SH	Against	Against
<i>Voter Rationale: This proposal appears overly prescriptive. However, we do encourage the company to introduce a performance-based equity program to better align executives with long-term shareholders.</i>				
9	Amend Articles to Disclose Measures Taken to Realize Management with Cost of Capital and Share Price Considered	SH	Against	For
<i>Voter Rationale: While the company's ROE and PBR performance is favorable, shareholders should still be able to benefit from the disclosure as requested by the proponent</i>				
10	Amend Articles to Introduce Provision on Management of Subsidiaries	SH	Against	Against
<i>Voter Rationale: It's not clear this proposal would be beneficial to shareholders.</i>				

Toyota Industries Corp.

Meeting Date: 06/11/2024

Country: Japan

Ticker: 6201

Meeting Type: Annual

Primary ISIN: JP3634600005

Primary SEDOL: 6900546

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Onishi, Akira	Mgmt	For	Against
<i>Voter Rationale: The nominee should be held accountable for violation of laws and regulations in domestic certification concerning emissions performance data.</i>				
1.2	Elect Director Ito, Koichi	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.</i>				
1.3	Elect Director Sumi, Shuzo	Mgmt	For	For
1.4	Elect Director Handa, Junichi	Mgmt	For	For
1.5	Elect Director Kumakura, Kazunari	Mgmt	For	For

Toyota Industries Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director Terashi, Shigeki	Mgmt	For	For
1.7	Elect Director Shimizu, Tokiko	Mgmt	For	For
2.1	Appoint Statutory Auditor Watanabe, Toru	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
2.2	Appoint Statutory Auditor Mizuno, Akihisa	Mgmt	For	For
3	Appoint Alternate Statutory Auditor Furusawa, Hitoshi	Mgmt	For	For
4	Approve Cash Compensation Ceiling for Directors and Restricted Stock Plan	Mgmt	For	For

Toyota Motor Corp.

Meeting Date: 06/18/2024

Country: Japan

Ticker: 7203

Meeting Type: Annual

Primary ISIN: JP3633400001

Primary SEDOL: 6900643

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Toyoda, Akio	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
1.2	Elect Director Hayakawa, Shigeru	Mgmt	For	For
1.3	Elect Director Sato, Koji	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
1.4	Elect Director Nakajima, Hiroki	Mgmt	For	For
1.5	Elect Director Miyazaki, Yoichi	Mgmt	For	For
1.6	Elect Director Simon Humphries	Mgmt	For	For
1.7	Elect Director Sugawara, Ikuro	Mgmt	For	For
1.8	Elect Director Sir Philip Craven	Mgmt	For	For
1.9	Elect Director Oshima, Masahiko	Mgmt	For	For
1.10	Elect Director Osono, Emi	Mgmt	For	For
2	Appoint Statutory Auditor Osada, Hiromi	Mgmt	For	For
3	Appoint Alternate Statutory Auditor Fujisawa, Kumi	Mgmt	For	For

Toyota Motor Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Amend Articles to Report on Corporate Climate Lobbying Aligned with Paris Agreement	SH	Against	For
<i>Voter Rationale: We continue to see Toyota's climate lobbying disclosures lag peers. Particularly in light of the compliance concerns at Toyota group companies, the proposal would help restore trust through transparent disclosures aligned with the Paris Agreement. An evaluation of how the company's lobbying activities align with the Paris Agreement goals would also provide information that would allow shareholders to better evaluate the company's risk related to its lobbying activities.</i>				

Toyota Tsusho Corp.

Meeting Date: 06/21/2024	Country: Japan	Ticker: 8015	
	Meeting Type: Annual		
		Primary ISIN: JP3635000007	Primary SEDOL: 6900580

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 155	Mgmt	For	For
2.1	Elect Director Murakami, Nobuhiko	Mgmt	For	For
2.2	Elect Director Kashitani, Ichiro	Mgmt	For	For
2.3	Elect Director Tominaga, Hiroshi	Mgmt	For	For
2.4	Elect Director Iwamoto, Hideyuki	Mgmt	For	For
2.5	Elect Director Didier Leroy	Mgmt	For	For
2.6	Elect Director Inoue, Yukari	Mgmt	For	For
2.7	Elect Director Matsuda, Chieko	Mgmt	For	For
2.8	Elect Director Yamaguchi, Goro	Mgmt	For	For
3.1	Appoint Statutory Auditor Tanoue, Seishi	Mgmt	For	For
3.2	Appoint Statutory Auditor Beppu, Rikako	Mgmt	For	For
4	Approve Annual Bonus	Mgmt	For	For

Tractor Supply Company

Meeting Date: 05/09/2024	Country: USA	Ticker: TSCO	
	Meeting Type: Annual		
		Primary ISIN: US8923561067	Primary SEDOL: 2900335

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Joy Brown	Mgmt	For	For

Tractor Supply Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Ricardo Cardenas	Mgmt	For	For
1.3	Elect Director Meg Ham	Mgmt	For	For
1.4	Elect Director Andre Hawaux	Mgmt	For	For
1.5	Elect Director Denise L. Jackson	Mgmt	For	For
1.6	Elect Director Ramkumar Krishnan	Mgmt	For	For
1.7	Elect Director Edna K. Morris	Mgmt	For	For
1.8	Elect Director Mark J. Weikel	Mgmt	For	For
1.9	Elect Director Harry A. Lawton, III	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Tradeweb Markets Inc.

Meeting Date: 05/10/2024

Country: USA

Ticker: TW

Meeting Type: Annual

Primary ISIN: US8926721064

Primary SEDOL: BJXMVK2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jacques Aigrain	Mgmt	For	For
1.2	Elect Director Balbir Bakhshi	Mgmt	For	For
1.3	Elect Director Paula Madoff	Mgmt	For	For
1.4	Elect Director Thomas Pluta	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
<i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Variable remuneration should not contain a significant overlap of metrics. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

Trane Technologies Plc

Meeting Date: 06/06/2024

Country: Ireland

Ticker: TT

Meeting Type: Annual

Primary ISIN: IE00BK9ZQ967

Primary SEDOL: BK9ZQ96

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kirk E. Arnold	Mgmt	For	For
1b	Elect Director Ana P. Assis	Mgmt	For	For
1c	Elect Director Ann C. Berzin	Mgmt	For	For
1d	Elect Director April Miller Boise	Mgmt	For	For
1e	Elect Director Gary D. Forsee	Mgmt	For	For
1f	Elect Director Mark R. George	Mgmt	For	For
1g	Elect Director John A. Hayes	Mgmt	For	For
1h	Elect Director Linda P. Hudson	Mgmt	For	For
1i	Elect Director Myles P. Lee	Mgmt	For	For
1j	Elect Director David S. Regnery	Mgmt	For	For
1k	Elect Director Melissa N. Schaeffer	Mgmt	For	For
1l	Elect Director John P. Surma	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors and Authorise Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
4	Authorise Issue of Equity	Mgmt	For	For
5	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
6	Determine Price Range for Re-allotment of Treasury Shares	Mgmt	For	For

TransMedics Group, Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: TMDX

Meeting Type: Annual

Primary ISIN: US89377M1099

Primary SEDOL: BK6TM04

TransMedics Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Waleed Hassanein	Mgmt	For	For
1b	Elect Director James R. Tobin	Mgmt	For	For
1c	Elect Director Edward M. Basile	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1d	Elect Director Thomas J. Gunderson	Mgmt	For	For
1e	Elect Director Edwin M. Kania, Jr.	Mgmt	For	For
1f	Elect Director Stephanie Lovell	Mgmt	For	For
1g	Elect Director Merilee Raines	Mgmt	For	For
1h	Elect Director David Weill	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The majority of annual bonus incentives should be quantitative. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Transocean Ltd.

Meeting Date: 05/16/2024

Country: Switzerland

Ticker: RIG

Meeting Type: Annual

Primary ISIN: CH0048265513

Primary SEDOL: B3KFWW1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Accept Financial Statements and Statutory Reports	Mgmt	For	For
<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
1B	Approve Remuneration Report	Mgmt	For	For
1C	Approve Non-Financial Report	Mgmt	For	For
2	Approve Discharge of Board and Senior Management	Mgmt	For	For
3	Approve Treatment of Net Loss	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve the Renewal of Authorized Share Capital with Partial Exclusion of Preemptive Rights	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
5A	Elect Director Glyn A. Barker	Mgmt	For	For
5B	Elect Director Vanessa C.L. Chang	Mgmt	For	For
5C	Elect Director Frederico F. Curado	Mgmt	For	For
5D	Elect Director Chadwick C. Deaton	Mgmt	For	For
5E	Elect Director Domenic J. "Nick" Dell'Osso, Jr.	Mgmt	For	For
5F	Elect Director Vincent J. Intrieri	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
5G	Elect Director Samuel J. Merksamer	Mgmt	For	For
5H	Elect Director Frederik W. Mohn	Mgmt	For	For
5I	Elect Director Margareth Ovrum	Mgmt	For	For
5J	Elect Director Jeremy D. Thigpen	Mgmt	For	For
6	Elect Chadwick C. Deaton as Board Chairman	Mgmt	For	For
7A	Reappoint Glyn A. Barker as Member of the Compensation Committee	Mgmt	For	For
7B	Reappoint Vanessa C.L. Chang as Member of the Compensation Committee	Mgmt	For	For
7C	Reappoint Samuel J. Merksamer as Member of the Compensation Committee	Mgmt	For	For
8	Re-elect Schweiger Advokatur / Notariat as Independent Proxy	Mgmt	For	For
9	Appointment of Ernst & Young LLP as Independent Registered Public Accounting Firm for Fiscal Year 2024 and Reelection of Ernst & Young Ltd, Zurich as the Company's Auditor for a Further One-Year Term	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
10	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				
11A	Approve Maximum Remuneration of Board of Directors for the Period Between the 2024 and 2025 Annual General Meeting in the Amount of USD 4.12 Million	Mgmt	For	For

Transocean Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
11B	Approve Maximum Remuneration of the Executive Management Team for Fiscal Year 2025 in the Amount of USD 26 Million	Mgmt	For	For
12A	Approve Conversion of Currency of the Share Capital from CHF to USD	Mgmt	For	For
12B	Approve Reduction of Par Value	Mgmt	For	For
13A	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
13B	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
14	Other Business	Mgmt	For	Against
<i>Voter Rationale: Any Other Business' should not be a voting item.</i>				

TransUnion

Meeting Date: 05/02/2024

Country: USA

Ticker: TRU

Meeting Type: Annual

Primary ISIN: US89400J1079

Primary SEDOL: BYMWL86

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director George M. Awad	Mgmt	For	For
1b	Elect Director William P. (Billy) Bosworth	Mgmt	For	For
1c	Elect Director Christopher A. Cartwright	Mgmt	For	For
1d	Elect Director Suzanne P. Clark	Mgmt	For	For
1e	Elect Director Hamidou Dia	Mgmt	For	For
1f	Elect Director Russell P. Fradin	Mgmt	For	For
1g	Elect Director Charles E. Gottdiener	Mgmt	For	For
1h	Elect Director Pamela A. Joseph	Mgmt	For	For
1i	Elect Director Thomas L. Monahan, III	Mgmt	For	For
1j	Elect Director Ravi Kumar Singiseti	Mgmt	For	For
1k	Elect Director Linda K. Zukauckas	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

TransUnion

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
5	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For

Travel + Leisure Co.

Meeting Date: 05/15/2024	Country: USA	Ticker: TNL	
	Meeting Type: Annual		
		Primary ISIN: US8941641024	Primary SEDOL: BMXYT16

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Louise F. Brady	Mgmt	For	For
1.2	Elect Director Michael D. Brown	Mgmt	For	For
1.3	Elect Director James E. Buckman	Mgmt	For	For
1.4	Elect Director George Herrera	Mgmt	For	For
1.5	Elect Director Stephen P. Holmes	Mgmt	For	For
1.6	Elect Director Lucinda C. Martinez	Mgmt	For	For
1.7	Elect Director Denny Marie Post	Mgmt	For	For
1.8	Elect Director Ronald L. Rickles	Mgmt	For	For
1.9	Elect Director Michael H. Wargotz	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
4	Amend Certificate of Incorporation to Provide for the Exculpation of Certain Officers	Mgmt	For	For
5	Amend Certificate of Incorporation to Add Federal Forum Selection Provision	Mgmt	For	For

Treace Medical Concepts, Inc.

Meeting Date: 05/21/2024	Country: USA	Ticker: TMCI	
	Meeting Type: Annual		
		Primary ISIN: US89455T1097	Primary SEDOL: BNG47W7

Treace Medical Concepts, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John K. Bakewell	Mgmt	For	For
1.2	Elect Director Richard W. Mott	Mgmt	For	For
1.3	Elect Director John T. Treace	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<p><i>Voter Rationale: We support an annual say on pay frequency.</i></p>				
4	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For

Trelleborg AB

Meeting Date: 04/24/2024	Country: Sweden	Ticker: TREL.B
	Meeting Type: Annual	
	Primary ISIN: SE0000114837	Primary SEDOL: 4902384

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Open Meeting; Elect Chairman of Meeting	Mgmt	For	For
2	Prepare and Approve List of Shareholders	Mgmt	For	For
3	Designate Inspector(s) of Minutes of Meeting	Mgmt		
4	Approve Agenda of Meeting	Mgmt	For	For
5	Acknowledge Proper Convening of Meeting	Mgmt	For	For
6	Receive President's Report	Mgmt		
7	Receive Financial Statements and Statutory Reports	Mgmt		
8	Receive Board and Committees Reports	Mgmt		
9.a	Accept Financial Statements and Statutory Reports	Mgmt	For	For
9.b	Approve Allocation of Income and Dividends of SEK 6.75 Per Share	Mgmt	For	For
9c.1	Approve Discharge of Johan Malmquist	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9c.2	Approve Discharge of Gunilla Fransson	Mgmt	For	For
9c.3	Approve Discharge of Monica Gimre	Mgmt	For	For
9c.4	Approve Discharge of Henrik Lange	Mgmt	For	For
9c.5	Approve Discharge of Peter Nilsson	Mgmt	For	For
9c.6	Approve Discharge of Anne Mette Olesen	Mgmt	For	For
9c.7	Approve Discharge of Jan Stahlberg	Mgmt	For	For
9c.8	Approve Discharge of Jimmy Faltin	Mgmt	For	For
9c.9	Approve Discharge of Maria Eriksson	Mgmt	For	For
9c.10	Approve Discharge of Lars Pettersson	Mgmt	For	For
9c.11	Approve Discharge of Magnus Olofsson	Mgmt	For	For
9c.12	Approve Discharge of CEO Peter Nilsson	Mgmt	For	For
9c.13	Approve Discharge of Hans Biorck	Mgmt	For	For
10	Receive Nominating Committee's Report	Mgmt		
11	Determine Number of Members (7) and Deputy Members (0) of Board	Mgmt	For	For
12.1	Approve Remuneration of Directors in the Amount of SEK 2.15 Million for Chairman and SEK 725,000 for Other Directors; Approve Remuneration for Committee Work	Mgmt	For	For
12.2	Approve Remuneration of Auditors	Mgmt	For	For
13a	Reelect Gunilla Fransson as Director	Mgmt	For	Against
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders.</i>				
13b	Reelect Monica Gimre as Director	Mgmt	For	For
13c	Reelect Johan Malmquist as Director	Mgmt	For	Against
<i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time. In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board. In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
13d	Reelect Peter Nilsson as Director	Mgmt	For	For
13e	Reelect Anne Mette Olesen as Director	Mgmt	For	For
13f	Reelect Jan Stahlberg as Director	Mgmt	For	For
13g	Reelect Henrik Lange as Director	Mgmt	For	Against
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders.</i>				

Trelleborg AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
13h	Reelect Johan Malmquist as Board Chair	Mgmt	For	Against
<p><i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time. In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board. In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i></p>				
14	Ratify Deloitte as Auditors	Mgmt	For	For
15	Approve Remuneration Report	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i></p>				
16	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. All cash or share-based awards and payments that fall outside the companys remuneration policy should require ex-ante shareholder approval. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i></p>				
17a	Approve Performance Share Plan for Key Employees	Mgmt	For	For
17b	Approve Equity Plan Financing Through Repurchase of Own Shares	Mgmt	For	For
17c	Approve Equity Plan Financing Through Transfer of Own Series B Shares	Mgmt	For	For
18	Authorize Share Repurchase Program	Mgmt	For	For
19	Approve SEK 139.5 Million Reduction in Share Capital via Share Cancellation; Approve Capitalization of Reserves of SEK 139.5 Million for a Bonus Issue	Mgmt	For	For
20	Close Meeting	Mgmt		

Trex Company, Inc.

Meeting Date: 05/07/2024

Country: USA

Ticker: TREX

Meeting Type: Annual

Primary ISIN: US89531P1057

Primary SEDOL: 2483074

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director James E. Cline	Mgmt	For	For
1.2	Elect Director Gena C. Lovett	Mgmt	For	For
1.3	Elect Director Melkeya McDuffie	Mgmt	For	For

Trex Company, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Patricia B. Robinson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Tri Chemical Laboratories Inc.

Meeting Date: 04/25/2024 **Country:** Japan **Ticker:** 4369
Meeting Type: Annual **Primary ISIN:** JP3636000006 **Primary SEDOL:** B1Z8XW8

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 Takenaka, Jumpei	Mgmt	For	For
2.2	Elect Director Tazuke, Kiyoshi	Mgmt	For	For
2.3	Elect Director Osugi, Hironobu	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.4	Elect Director Suzuki, Yoshihide	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.5	Elect Director Hashimoto, Toshihisa	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.6	Elect Director Iida, Hitoshi	Mgmt	For	For
2.7	Elect Director Kato, Kyoko	Mgmt	For	For
3.1	Appoint Statutory Auditor Sakakura, Koji	Mgmt	For	For
3.2	Appoint Statutory Auditor Young Gil Chung	Mgmt	For	For

Trican Well Service Ltd.

Meeting Date: 05/14/2024 **Country:** Canada **Ticker:** TCW
Meeting Type: Annual **Primary ISIN:** CA8959451037 **Primary SEDOL:** 2869964

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Thomas M. Alford	Mgmt	For	Withhold
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1b	Elect Director Trudy M. Curran	Mgmt	For	For
1c	Elect Director Bradley P.D. Fedora	Mgmt	For	For
1d	Elect Director Michael J. McNulty	Mgmt	For	For
1e	Elect Director Stuart G. O'Connor	Mgmt	For	For
1f	Elect Director Deborah S. Stein	Mgmt	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

TriCo Bancshares

Meeting Date: 05/23/2024

Country: USA

Ticker: TCBK

Meeting Type: Annual

Primary ISIN: US8960951064

Primary SEDOL: 2904133

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kirsten E. Garen	Mgmt	For	For
1.2	Elect Director Cory W. Giese	Mgmt	For	For
1.3	Elect Director John S. A. Hasbrook	Mgmt	For	For
1.4	Elect Director Margaret L. Kane	Mgmt	For	For
1.5	Elect Director Michael W. Koehnen	Mgmt	For	For
1.6	Elect Director Anthony L. Leggio	Mgmt	For	For
1.7	Elect Director Martin A. Mariani	Mgmt	For	For
1.8	Elect Director Thomas C. McGraw	Mgmt	For	For
1.9	Elect Director Jon Y. Nakamura	Mgmt	For	For

TriCo Bancshares

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.10	Elect Director Richard P. Smith	Mgmt	For	For
1.11	Elect Director Kimberley H. Vogel	Mgmt	For	For
2	Approve Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
4	Ratify Moss Adams LLP as Auditors	Mgmt	For	For

TriNet Group, Inc.

Meeting Date: 05/23/2024	Country: USA	Ticker: TNET
	Meeting Type: Annual	
	Primary ISIN: US8962881079	Primary SEDOL: 2693914

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ralph A. Clark	Mgmt	For	For
1.2	Elect Director Maria Contreras-Sweet	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

Trinity Industries, Inc.

Meeting Date: 05/20/2024	Country: USA	Ticker: TRN
	Meeting Type: Annual	
	Primary ISIN: US8965221091	Primary SEDOL: 2904627

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director William P. Ainsworth	Mgmt	For	For
1b	Elect Director Robert C. Biesterfeld, Jr.	Mgmt	For	For
1c	Elect Director John J. Diez	Mgmt	For	For

Trinity Industries, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Director Leldon E. Echols	Mgmt	For	For
1e	Elect Director Veena M. Lakkundi	Mgmt	For	For
1f	Elect Director S. Todd Maclin	Mgmt	For	For
1g	Elect Director E. Jean Savage	Mgmt	For	For
1h	Elect Director Dunia A. Shive	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

TripAdvisor, Inc.

Meeting Date: 06/11/2024	Country: USA	Ticker: TRIP
	Meeting Type: Annual	
	Primary ISIN: US8969452015	Primary SEDOL: B6ZC3N6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Gregory B. Maffei	Mgmt	For	Withhold
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders. The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s). Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1.2	Elect Director Matt Goldberg	Mgmt	For	For
1.3	Elect Director Jay C. Hoag	Mgmt	For	For
1.4	Elect Director Betsy L. Morgan	Mgmt	For	For
1.5	Elect Director M. Greg O'Hara	Mgmt	For	For
1.6	Elect Director Jeremy Philips	Mgmt	For	For
1.7	Elect Director Albert E. Rosenthaler	Mgmt	For	For

TripAdvisor, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.8	Elect Director Jane Jie Sun	Mgmt	For	Withhold
<p><i>Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				
1.9	Elect Director Trynka Shineman Blake	Mgmt	For	For
1.10	Elect Director Robert S. Wiesenthal	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
<p><i>Voter Rationale: We support an annual say on pay frequency.</i></p>				
5	Report on Implementation of Global Human Rights Policy Concerning Operations in Conflict Affected and High-Risk Areas *Withdrawn Resolution*	SH		
<p><i>Voter Rationale: It appears that Tripadvisor has appropriate processes in place to address any risks related to its platforms showcasing travel services in conflict affected and high-risk areas</i></p>				

Triple Flag Precious Metals Corp.

Meeting Date: 05/08/2024

Country: Canada

Ticker: TFPM

Meeting Type: Annual/Special

Primary ISIN: CA89679M1041

Primary SEDOL: BJ171P4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Dawn Whittaker	Mgmt	For	For
1.2	Elect Director Susan Allen	Mgmt	For	For
1.3	Elect Director Timothy (Tim) Baker	Mgmt	For	For
1.4	Elect Director Peter O'Hagan	Mgmt	For	For
1.5	Elect Director Geoff Burns	Mgmt	For	For

Triple Flag Precious Metals Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director Mark Cicirelli	Mgmt	For	For
1.7	Elect Director Blake Rhodes	Mgmt	For	For
1.8	Elect Director Shaun Usmar	Mgmt	For	For
1.9	Elect Director Elizabeth Wademan	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Re-approve Omnibus Equity Incentive Plan	Mgmt	For	For
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	For

Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

Tritax Big Box REIT Plc

Meeting Date: 05/01/2024

Country: United Kingdom

Ticker: BBOX

Meeting Type: Annual

Primary ISIN: GB00BG49KP99

Primary SEDOL: BG49KP9

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	Re-elect Aubrey Adams as Director	Mgmt	For	For

*Voter Rationale: Item 4 A vote FOR the re-election of Aubrey Adams is warranted, although it is not without concern because: * He is the Chair of the Board who is accountable for Board diversity. Currently, the Company does not have 40 percent women on the Board. The main reasons for support are: * The Board reports compliance against the two other diversity targets; and * The Company has committed to address the gender diversity target for future Board member succession and recruitment in accordance with the FCA's Diversity and Inclusion Policy. Items 5-9 A vote FOR the re-election of Elizabeth Brown, Wu Gang, Alastair Hughes, Richard Laing and Karen Whitworth is warranted because no significant concerns have been identified.*

5	Re-elect Elizabeth Brown as Director	Mgmt	For	For
6	Re-elect Wu Gang as Director	Mgmt	For	For
7	Re-elect Alastair Hughes as Director	Mgmt	For	For
8	Re-elect Richard Laing as Director	Mgmt	For	For
9	Re-elect Karen Whitworth as Director	Mgmt	For	For

Tritax Big Box REIT Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Reappoint BDO LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
11	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
12	Approve Dividend Policy	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
17	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

Tritax Big Box REIT plc

Meeting Date: 05/01/2024

Country: United Kingdom

Ticker: BBOX

Meeting Type: Special

Primary ISIN: GB00BG49KP99

Primary SEDOL: BG49KP9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Matters Relating to the Recommended All-Share Combination of Tritax Big Box REIT plc and UK Commercial Property REIT Limited	Mgmt	For	For

Truist Financial Corporation

Meeting Date: 04/23/2024

Country: USA

Ticker: TFC

Meeting Type: Annual

Primary ISIN: US89832Q1094

Primary SEDOL: BKP7287

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jennifer S. Banner	Mgmt	For	For
1b	Elect Director K. David Boyer, Jr.	Mgmt	For	For
1c	Elect Director Agnes Bundy Scanlan	Mgmt	For	For
1d	Elect Director Dallas S. Clement	Mgmt	For	For

Truist Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Patrick C. Graney, III	Mgmt	For	For
1f	Elect Director Linnie M. Haynesworth	Mgmt	For	For
1g	Elect Director Donna S. Morea	Mgmt	For	For
1h	Elect Director Charles A. Patton	Mgmt	For	For
1i	Elect Director William H. Rogers, Jr	Mgmt	For	For
1j	Elect Director Thomas E. Skains	Mgmt	For	For
1k	Elect Director Laurence Stein	Mgmt	For	For
1l	Elect Director Bruce L. Tanner	Mgmt	For	For
1m	Elect Director Steven C. Voorhees	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Report on Lobbying Payments and Policy	SH	Against	For
<i>Voter Rationale: Comprehensive, aggregate disclosure on political spending is best practice. Disclosure should include all state and local donations including support for 527 organizations and ballot initiatives. In addition, the company should identify key relationships with trade associations that engage in lobbying on the corporation's behalf, as well as describe its policies and processes for giving. We ask that the board provide ultimate oversight for political donations.</i>				
5	Report on Risks Related to Discrimination Against Individuals Including Religious/Political Views	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks</i>				

Tsingtao Brewery Company Limited

Meeting Date: 06/28/2024

Country: China

Ticker: 168

Meeting Type: Annual

Primary ISIN: CNE1000004K1

Primary SEDOL: 6905808

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	AGM BALLOT FOR HOLDERS OF H SHARES Approve Work Report of the Board of Directors	Mgmt	For	For

Tsingtao Brewery Company Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Work Report of the Board of Supervisors	Mgmt	For	For
3	Approve Financial Report (Audited)	Mgmt	For	For
4	Approve Profit and Dividend Distribution Proposal	Mgmt	For	For
5	Approve Deloitte Touche Tohmatsu Certified Public Accountants LLP as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
6	Approve Deloitte Touche Tohmatsu Certified Public Accountants LLP as Internal Control Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Tsuburaya Fields Holdings, Inc.

Meeting Date: 06/19/2024

Country: Japan

Ticker: 2767

Meeting Type: Annual

Primary ISIN: JP3802680003

Primary SEDOL: 6591478

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 Yamamoto, Hidetoshi	Mgmt	For	For
2.2	Elect Director Tsukagoshi, Takayuki	Mgmt	For	For
2.3	Elect Director Yoshida, Ei	Mgmt	For	For
2.4	Elect Director Ozawa, Kenichi	Mgmt	For	For
2.5	Elect Director Yamamoto, Takashi	Mgmt	For	For
2.6	Elect Director Nagatake, Masayuki	Mgmt	For	For
2.7	Elect Director Toyoshima, Yusaku	Mgmt	For	For
2.8	Elect Director Yamanaka, Hiroyuki	Mgmt	For	For
2.9	Elect Director Itoi, Shigesato	Mgmt	For	For
2.10	Elect Director Yoriko Aelvoet	Mgmt	For	For
2.11	Elect Director Shirai, Katsuya	Mgmt	For	For
2.12	Elect Director Komori, Tetsuo	Mgmt	For	For
2.13	Elect Director Maeda, Keiichi	Mgmt	For	For
2.14	Elect Director Morishita, Kimie	Mgmt	For	For
3.1	Appoint Statutory Auditor Ikezawa, Kenichi	Mgmt	For	For
3.2	Appoint Statutory Auditor Furuta, Yoshika	Mgmt	For	For

Tsuburaya Fields Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.3	Appoint Statutory Auditor Kurihara, Masakazu	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
4	Approve Restricted Stock Plan	Mgmt	For	Against
<i>Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.</i>				

Tsugami Corp.

Meeting Date: 06/19/2024	Country: Japan	Ticker: 6101
	Meeting Type: Annual	
	Primary ISIN: JP3531800005	Primary SEDOL: 6906760

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kubo, Ken	Mgmt	For	Against
<i>Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.</i>				
1.2	Elect Director Watabe, Nobuhiro	Mgmt	For	For
1.3	Elect Director Matsushita, Mami	Mgmt	For	For
1.4	Elect Director Yoneyama, Kenji	Mgmt	For	For
1.5	Elect Director Donglei Tang	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Takeuchi, Yoshimi	Mgmt	For	For
2.2	Elect Director and Audit Committee Member Adachi, Kenyu	Mgmt	For	For
2.3	Elect Director and Audit Committee Member Hamba, Shu	Mgmt	For	For
2.4	Elect Director and Audit Committee Member Yamamiya, Michiyo	Mgmt	For	For
3	Approve Restricted Stock Plan	Mgmt	For	Against
<i>Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.</i>				

Tsumura & Co.

Meeting Date: 06/27/2024	Country: Japan	Ticker: 4540
	Meeting Type: Annual	
	Primary ISIN: JP3535800001	Primary SEDOL: 6906919

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 50	Mgmt	For	For
2.1	Elect Director Kato, Terukazu	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Sugii, Kei	Mgmt	For	For
2.3	Elect Director Handa, Muneki	Mgmt	For	For
2.4	Elect Director Miyake, Hiroshi	Mgmt	For	For
2.5	Elect Director Okada, Tadashi	Mgmt	For	For
2.6	Elect Director Yanagi, Ryohei	Mgmt	For	For

Twilio Inc.

Meeting Date: 06/06/2024 Country: USA Ticker: TWLO
 Meeting Type: Annual Primary ISIN: US90138F1021 Primary SEDOL: BD6P5Q0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jeff Epstein	Mgmt	For	For
1.2	Elect Director Khozema Shipchandler	Mgmt	For	For
1.3	Elect Director Andrew Stafman	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
5	Declassify the Board of Directors	Mgmt	For	For
<i>Voter Rationale: The annual election of directors provides greater accountability to shareholders and is a widely accepted best practice in corporate governance. Shareholders should have the opportunity to communicate with directors regarding their performance regularly.</i>				

Two Harbors Investment Corp.

Meeting Date: 05/15/2024

Country: USA

Ticker: TWO

Meeting Type: Annual

Primary ISIN: US90187B8046

Primary SEDOL: BP9S504

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director E. Spencer Abraham	Mgmt	For	For
1b	Elect Director James J. Bender	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1c	Elect Director Sanjiv Das	Mgmt	For	For
1d	Elect Director William Greenberg	Mgmt	For	For
1e	Elect Director Karen Hammond	Mgmt	For	For
1f	Elect Director Stephen G. Kasnet	Mgmt	For	For
1g	Elect Director W. Reid Sanders	Mgmt	For	For
1h	Elect Director James A. Stern	Mgmt	For	For
1i	Elect Director Hope B. Woodhouse	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Tyler Technologies, Inc.

Meeting Date: 05/09/2024

Country: USA

Ticker: TYL

Meeting Type: Annual

Primary ISIN: US9022521051

Primary SEDOL: 2909644

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Glenn A. Carter	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i>				
1.2	Elect Director Margot L. Carter	Mgmt	For	For
1.3	Elect Director Brenda A. Cline	Mgmt	For	For
1.4	Elect Director Ronnie D. Hawkins, Jr.	Mgmt	For	For

Tyler Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director John S. Marr, Jr.	Mgmt	For	For
1.6	Elect Director H. Lynn Moore, Jr.	Mgmt	For	For
1.7	Elect Director Daniel M. Pope	Mgmt	For	For
1.8	Elect Director Andrew D. Teed	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
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: This plan could lead to excessive dilution. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
5	Adopt Simple Majority Vote	SH	Against	For
<i>Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				

U.S. Bancorp

Meeting Date: 04/16/2024

Country: USA

Ticker: USB

Meeting Type: Annual

Primary ISIN: US9029733048

Primary SEDOL: 2736035

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Warner L. Baxter	Mgmt	For	For
1b	Elect Director Dorothy J. Bridges	Mgmt	For	For
1c	Elect Director Elizabeth L. Buse	Mgmt	For	For
1d	Elect Director Andrew Cecere	Mgmt	For	For
1e	Elect Director Alan B. Colberg	Mgmt	For	For
1f	Elect Director Kimberly N. Ellison-Taylor	Mgmt	For	For
1g	Elect Director Kimberly J. Harris	Mgmt	For	For
1h	Elect Director Roland A. Hernandez	Mgmt	For	For
1i	Elect Director Richard P. McKenney	Mgmt	For	For
1j	Elect Director Yusuf I. Mehdi	Mgmt	For	For
1k	Elect Director Loretta E. Reynolds	Mgmt	For	For
1l	Elect Director John P. Wiehoff	Mgmt	For	For

U.S. Bancorp

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1m	Elect Director Scott W. Wine	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i></p>				
4	Approve Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				

Uber Technologies, Inc.

Meeting Date: 05/06/2024

Country: USA

Ticker: UBER

Meeting Type: Annual

Primary ISIN: US90353T1007

Primary SEDOL: BK6N347

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ronald Sugar	Mgmt	For	For
1b	Elect Director Revathi Advaiti	Mgmt	For	For
1c	Elect Director Turqi Alnowaiser	Mgmt	For	For
1d	Elect Director Ursula Burns	Mgmt	For	For
1e	Elect Director Robert Eckert	Mgmt	For	For
1f	Elect Director Amanda Ginsberg	Mgmt	For	For
1g	Elect Director Dara Khosrowshahi	Mgmt	For	For
<p><i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				
1h	Elect Director Wan Ling Martello	Mgmt	For	For

Uber Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1i	Elect Director John Thain	Mgmt	For	For
1j	Elect Director David I. Trujillo	Mgmt	For	Against
<i>Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.</i>				
1k	Elect Director Alexander Wynaendts	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
4	Amend Certificate of Incorporation to Reflect Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For
5	Commission a Third-Party Audit on Driver Health and Safety	SH	Against	Against
<i>Voter Rationale: We recognise the improvements that Uber has made on safety in 2023, and voted with management on this proposal as a vote of confidence in Uber's trajectory on this topic. We will continue to encourage Uber to disclose safety metrics which cover e-mobility and Uber Eats, disclose metrics covering geographies beyond the US, and to disclosure metrics on additional safety threats such as nonfatal/attempted assault, verbal abuse, carjackings/robberies, and threats. In addition, we would look for Uber to disclose more detail on the efficacy of the safety initiatives that its has implemented.</i>				

UDR, Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: UDR

Meeting Type: Annual

Primary ISIN: US9026531049

Primary SEDOL: 2727910

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Katherine A. Cattanach	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1b	Elect Director Jon A. Grove	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1c	Elect Director Mary Ann King	Mgmt	For	For

UDR, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Director James D. Klingbeil	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1e	Elect Director Clint D. McDonnough	Mgmt	For	For
1f	Elect Director Robert A. McNamara	Mgmt	For	For
1g	Elect Director Diane M. Morefield	Mgmt	For	For
1h	Elect Director Kevin C. Nickelberry	Mgmt	For	For
1i	Elect Director Mark R. Patterson	Mgmt	For	For
1j	Elect Director Thomas W. Toomey	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Variable remuneration should not contain a significant overlap of metrics.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

UFP Technologies, Inc.

Meeting Date: 06/05/2024

Country: USA

Ticker: UFPT

Meeting Type: Annual

Primary ISIN: US9026731029

Primary SEDOL: 2908652

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director R. Jeffrey Bailly	Mgmt	For	For
1.2	Elect Director Thomas Oberdorf	Mgmt	For	For
1.3	Elect Director Marc Kozin	Mgmt	For	For
1.4	Elect Director Daniel C. Croteau	Mgmt	For	For
1.5	Elect Director Cynthia L. Feldmann	Mgmt	For	For
1.6	Elect Director Joseph John Hassett	Mgmt	For	For
1.7	Elect Director Symeria Hudson	Mgmt	For	For

UFP Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Variable remuneration should not contain a significant overlap of metrics. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Severance payments should not exceed 3 times pay. Larger severance packages should be subject to a separate shareholder approval. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
3	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

UiPath, Inc.

Meeting Date: 06/20/2024	Country: USA	Ticker: PATH
	Meeting Type: Annual	
	Primary ISIN: US90364P1057	Primary SEDOL: BMD02L5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Daniel Dines	Mgmt	For	Withhold
<p><i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i></p>				
1b	Elect Director Philippe Botteri	Mgmt	For	For
1c	Elect Director Robert Enslin *Withdrawn Resolution*	Mgmt		
1d	Elect Director Michael Gordon	Mgmt	For	For
1e	Elect Director Daniel D. Springer	Mgmt	For	For
1f	Elect Director Laela Sturdy	Mgmt	For	For
1g	Elect Director Karenann Terrell	Mgmt	For	For
1h	Elect Director Richard P. Wong	Mgmt	For	For
1i	Elect Director June Yang	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: A vote AGAINST this proposal is warranted. The STI program is entirely based on financial goals, and payouts were capped below target when a hurdle goal was not achieved. However, quantified target goals for the STI are not disclosed, co-CEO Enslin's equity award value was relatively large, and equity awards for all NEOs lack performance-vesting criteria.</i></p>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For

Ulta Beauty, Inc.

Meeting Date: 06/11/2024	Country: USA	Ticker: ULTA
	Meeting Type: Annual	
	Primary ISIN: US90384S3031	Primary SEDOL: B28TS42

Ulta Beauty, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Michelle L. Collins	Mgmt	For	For
1b	Elect Director Catherine A. Halligan	Mgmt	For	For
1c	Elect Director David C. Kimbell	Mgmt	For	For
1d	Elect Director Patricia A. Little	Mgmt	For	For
1e	Elect Director George R. Mrkonic	Mgmt	For	For
1f	Elect Director Lorna E. Nagler	Mgmt	For	For
1g	Elect Director Heidi G. Petz	Mgmt	For	For
1h	Elect Director Michael C. Smith	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Variable remuneration should not contain a significant overlap of metrics.</i>				

Ultragenyx Pharmaceutical Inc.

Meeting Date: 06/18/2024

Country: USA

Ticker: RARE

Meeting Type: Annual

Primary ISIN: US90400D1081

Primary SEDOL: BJ62Z18

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Deborah Dunsire	Mgmt	For	For
1b	Elect Director Michael Narachi	Mgmt	For	For
1c	Elect Director Corsee D. Sanders	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	Against
<i>Voter Rationale: This plan could lead to excessive dilution. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: The majority of annual bonus incentives should be quantitative. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

UMB Financial Corporation

Meeting Date: 04/30/2024

Country: USA

Ticker: UMBF

Meeting Type: Annual

Primary ISIN: US9027881088

Primary SEDOL: 2918510

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Robin C. Beery	Mgmt	For	For
1.2	Elect Director Janine A. Davidson	Mgmt	For	For
1.3	Elect Director Kevin C. Gallagher	Mgmt	For	For
1.4	Elect Director Greg M. Graves	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.5	Elect Director J. Mariner Kemper	Mgmt	For	For
1.6	Elect Director Gordon E. Lansford, III	Mgmt	For	For
1.7	Elect Director Timothy R. Murphy	Mgmt	For	For
1.8	Elect Director Tamara (Tammy) M. Peterman	Mgmt	For	For
1.9	Elect Director Kris A. Robbins	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.10	Elect Director L. Joshua Sosland	Mgmt	For	Against
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.11	Elect Director Leroy J. Williams, Jr.	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

UMS Holdings Limited

Meeting Date: 04/25/2024

Country: Singapore

Ticker: 558

Meeting Type: Annual

Primary ISIN: SG1J94892465

Primary SEDOL: 6353366

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
2	Approve Final Dividend	Mgmt	For	For
3	Elect Gn Jong Yuh Gwendolyn as Director	Mgmt	For	For
4	Approve Directors' Fees	Mgmt	For	For
5	Approve Moore Stephens LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
6	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				

Unibail-Rodamco-Westfield NV

Meeting Date: 06/12/2024

Country: Netherlands

Ticker: UNBLF

Meeting Type: Annual

Primary ISIN: NL0012846349

Primary SEDOL: BFMMGL1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Approve Remuneration Report	Mgmt	For	Against
<i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>				
2	Approve Remuneration Policy	Mgmt	For	Against
<i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>				
3	Approve Financial Statements of Financial Year 2023	Mgmt	For	For
4	Approve Discharge of Management Board	Mgmt	For	For
5	Approve Discharge of Supervisory Board	Mgmt	For	For
6	Approve Deloitte Accountants B.V. as Auditors	Mgmt	For	For

Unibail-Rodamco-Westfield NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Grant Board Authority to Issue Shares Up to 10 Percent of Issued Capital	Mgmt	For	For
8	Grant Board Authority to Issue Shares Up to 3 Percent of Issued Capital	Mgmt	For	For
9	Authorize Board to Exclude Preemptive Rights from Share Issuances for Item 7	Mgmt	For	For
10	Authorize Board to Exclude Preemptive Rights from Share Issuances for Item 8	Mgmt	For	For
11	Authorize Repurchase of Shares	Mgmt	For	For
12	Amend Articles of Association	Mgmt	For	For
13	Authorize Board to Grant Right to Subscribe for Class B Shares in the Company's Capital and Restrict/Exclude Preemptive Rights	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
14	Approve Cancellation of Shares	Mgmt	For	For

Unibail-Rodamco-Westfield SE

Meeting Date: 04/30/2024

Country: France

Ticker: URW

Meeting Type: Annual/Special

Primary ISIN: FR0013326246

Primary SEDOL: BF2PQ09

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	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 Dividends of EUR 2.50 per Share	Mgmt	For	For
5	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	For
6	Approve Compensation Report of Jean-Marie Tritant, Chairman of the Management Board	Mgmt	For	Against
<i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>				

Unibail-Rodamco-Westfield SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Approve Compensation of Sylvain Montcouquiol, Management Board Member	Mgmt	For	Against
<p><i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i></p>				
8	Approve Compensation of Fabrice Mouchel, Management Board Member	Mgmt	For	Against
<p><i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i></p>				
9	Approve Compensation of Vincent Rouget, Management Board Member Since June 1, 2023	Mgmt	For	For
10	Approve Compensation of Anne-Sophie Sancerre, Management Board Member Since May 2, 2023	Mgmt	For	For
11	Approve Compensation of Olivier Bossard, Management Board Member Until April 21, 2023	Mgmt	For	Against
<p><i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i></p>				
12	Approve Compensation of Caroline Puechoultres, Management Board Member Until April 21, 2023	Mgmt	For	For
13	Approve Compensation of Leon Bressler, Chairman of the Supervisory Board Until May 11, 2023	Mgmt	For	For
14	Approve Compensation of Jacques Richier, Chairman of the Supervisory Board Since May 11, 2023	Mgmt	For	For
15	Approve Compensation Report of Corporate Officers	Mgmt	For	For
16	Approve Remuneration Policy of Chairman of the Management Board	Mgmt	For	Against
<p><i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i></p>				
17	Approve Remuneration Policy of Management Board Members	Mgmt	For	Against
<p><i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i></p>				
18	Approve Remuneration Policy of Supervisory Board Members	Mgmt	For	For

Unibail-Rodamco-Westfield SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
19	Reelect Susana Gallardo as Supervisory Board Member	Mgmt	For	Against
<i>Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.</i>				
20	Reelect Sara Lucas as Supervisory Board Member	Mgmt	For	For
21	Reelect Aline Sylla-Walbaum as Supervisory Board Member	Mgmt	For	For
22	Appoint KPMG SA as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For
23	Appoint Deloitte & Associates as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For
24	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
25	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
26	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against
<i>Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.</i>				
	Ordinary Business	Mgmt		
27	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

UniCredit SpA

Meeting Date: 04/12/2024

Country: Italy

Ticker: UCG

Meeting Type: Annual/Special

Primary ISIN: IT0005239360

Primary SEDOL: BYMXPS7

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	Approve Elimination of Negative Reserves	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Authorize Share Repurchase Program	Mgmt	For	For
<p><i>Voter Rationale: A vote FOR is warranted because the company has provided a valid rationale in support of these proposals and the underlying distribution policy is backed by UniCredit's positive results and robust capital structure. However, these items merit special attention as the maximum volume of the share repurchase program exceeds 10 percent of the issued share capital.</i></p>				
5	Fix Number of Directors and Members of the Management Control Committee	Mgmt	For	For
	Appoint Directors (Slate Election) - Choose One of the Following Slates	Mgmt		
6.1	Slate 1 Submitted by Management	Mgmt	For	For
<p><i>Voter Rationale: The board should submit directors for re-election individually, rather than as a single slate to enable shareholders to hold directors individually accountable for their performance.</i></p>				
6.2	Slate 2 Submitted by Institutional Investors (Assogestioni)	SH	None	Against
<p><i>Voter Rationale: - Investors can only support one slate of election of directors. - Given the vote 'for' the management proposal in Slate 1 above, the slate submitted by Assogestioni needs to be cast as against.</i></p>				
7	Approve Remuneration of Directors and Members of the Management Control Committee	Mgmt	For	For
8	Approve Remuneration Policy	Mgmt	For	For
<p><i>Voter Rationale: Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns.</i></p>				
9	Approve Second Section of the Remuneration Report	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.</i></p>				
10	Approve 2024 Group Incentive System	Mgmt	For	For
11	Approve Employees Share Ownership Plan	Mgmt	For	For
	Extraordinary Business	Mgmt		
1	Authorize Board to Increase Capital to Service the 2022 Group Incentive System	Mgmt	For	For
2	Authorize Board to Increase Capital to Service the 2023 Group Incentive System	Mgmt	For	For
<p><i>Voter Rationale: Given support in item 8, recommendation is to vote FOR</i></p>				
3	Authorize Board to Increase Capital to Service the Long Term Incentive Plan 2020-2023	Mgmt	For	For
4	Authorize Cancellation of Treasury Shares without Reduction of Share Capital; Amend Article 5	Mgmt	For	For
<p><i>Voter Rationale: A vote FOR is warranted because the company has provided a valid rationale in support of these proposals and the underlying distribution policy is backed by UniCredit's positive results and robust capital structure. However, these items merit special attention as the maximum volume of the share repurchase program exceeds 10 percent of the issued share capital.</i></p>				

Unimicron Technology Corp.

Meeting Date: 05/31/2024

Country: Taiwan

Ticker: 3037

Meeting Type: Annual

Primary ISIN: TW0003037008

Primary SEDOL: 6137720

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Business Operations Report and Financial Statements	Mgmt	For	For
<i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.</i>				
2	Approve Plan on Profit Distribution	Mgmt	For	For
3	Approve Release of Restrictions of Competitive Activities of Directors	Mgmt	For	For

Union Pacific Corporation

Meeting Date: 05/09/2024

Country: USA

Ticker: UNP

Meeting Type: Annual

Primary ISIN: US9078181081

Primary SEDOL: 2914734

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director William J. DeLaney	Mgmt	For	For
1b	Elect Director David B. Dillon	Mgmt	For	For
1c	Elect Director Sheri H. Edison	Mgmt	For	For
1d	Elect Director Teresa M. Finley	Mgmt	For	For
1e	Elect Director Deborah C. Hopkins	Mgmt	For	For
1f	Elect Director Jane H. Lute	Mgmt	For	For
1g	Elect Director Michael R. McCarthy	Mgmt	For	For
1h	Elect Director Doyle R. Simons	Mgmt	For	For
1i	Elect Director John K. Tien, Jr.	Mgmt	For	For
1j	Elect Director V. James Vena	Mgmt	For	For
1k	Elect Director John P. Wiehoff	Mgmt	For	For
1l	Elect Director Christopher J. Williams	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs.</i>				

Union Pacific Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	Against
<i>Voter Rationale: It appears the company's current policies and procedures already address the proponent's request.</i>				
5	Amend Board's Safety and Service Quality Committee to Review Staffing Levels and Confer on Safety Issues with Stakeholders	SH	Against	Against

Uni-President Enterprises Corp.

Meeting Date: 06/27/2024

Country: Taiwan

Ticker: 1216

Meeting Type: Annual

Primary ISIN: TW0001216000

Primary SEDOL: 6700393

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Financial Statements	Mgmt	For	For
<i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.</i>				
2	Approve Plan on Profit Distribution	Mgmt	For	For
3	Approve Amendments to Articles of Association	Mgmt	For	For
4	Approve the Lifting of the Non-competition Clause Imposed Upon the Company's Directors and Independent Directors in Accordance with Article 209 of the Company Act	Mgmt	For	For

United Bankshares, Inc.

Meeting Date: 05/15/2024

Country: USA

Ticker: UBSI

Meeting Type: Annual

Primary ISIN: US9099071071

Primary SEDOL: 2905794

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Richard M. Adams	Mgmt	For	For
1.2	Elect Director Richard M. Adams, Jr.	Mgmt	For	For
1.3	Elect Director Charles L. Capito, Jr.	Mgmt	For	For
1.4	Elect Director Peter A. Converse	Mgmt	For	For
1.5	Elect Director Michael P. Fitzgerald	Mgmt	For	For

United Bankshares, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director Patrice A. Harris	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.7	Elect Director Diana Lewis Jackson	Mgmt	For	For
1.8	Elect Director J. Paul McNamara	Mgmt	For	Withhold
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.9	Elect Director Mark R. Nesselroad	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.10	Elect Director Lacy I. Rice, III	Mgmt	For	For
1.11	Elect Director Albert H. Small, Jr.	Mgmt	For	For
1.12	Elect Director Mary K. Weddle	Mgmt	For	For
1.13	Elect Director Gary G. White	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.14	Elect Director P. Clinton Winter	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>			

United Internet AG

Meeting Date: 05/17/2024

Country: Germany

Ticker: UTDI

Meeting Type: Annual

Primary ISIN: DE0005089031

Primary SEDOL: 4354134

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (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 Year 2023	Mgmt	For	For

United Internet AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.2	Approve Discharge of Management Board Member Martin Mildner for Fiscal Year 2023	Mgmt	For	For
3.3	Approve Discharge of Management Board Member Ralf Hartings for Fiscal Year 2023	Mgmt	For	For
3.4	Approve Discharge of Management Board Member Markus Huhn for Fiscal Year 2023	Mgmt	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	Against
<i>Voter Rationale: The company should reduce director terms and, ideally, introduce annual re-elections, in order to facilitate a more dynamic board refreshment process.</i>				
5	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2024 and for the Review of Interim Financial Statements for the Fiscal Year 2024 and the First Quarter of Fiscal Year 2025	Mgmt	For	For
6	Approve Remuneration Report	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. The former CFO also received severance and additional LTI pay, despite the fact that he left the company at his own request.</i>				

United Microelectronics Corp.

Meeting Date: 05/30/2024

Country: Taiwan

Ticker: 2303

Meeting Type: Annual

Primary ISIN: TW0002303005

Primary SEDOL: 6916628

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Business Operations Report and Financial Statements	Mgmt	For	For
2	Approve Plan on Profit Distribution	Mgmt	For	For
	ELECT INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt		
3.1	Elect Lih J. Chen, with Shareholder No. J100240XXX, as Independent Director	Mgmt	For	For
3.2	Elect Jyuo-Min Shyu, with Shareholder No. F102333XXX, as Independent Director	Mgmt	For	For
3.3	Elect Kuang Si Shiu, with Shareholder No. F102841XXX, as Independent Director	Mgmt	For	For

United Microelectronics Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.4	Elect Wen-Hsin Hsu, with Shareholder No. R222816XXX, as Independent Director	Mgmt	For	For
3.5	Elect Ling-Ling Wu, with Shareholder No. E221904XXX, as Independent Director	Mgmt	For	For
3.6	Elect Su Lin Wang, with Shareholder No. A222933XXX, as Independent Director	Mgmt	For	For
	ELECT NON-INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt		
3.7	Elect Stan Hung, with Shareholder No. 111699, as Non-independent Director	Mgmt	For	For
	<i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>			
3.8	Elect SC Chien, a Representative of Hsun Chieh Investment Co., Ltd. with Shareholder No. 195818, as Non-independent Director	Mgmt	For	For
3.9	Elect Jason Wang, a Representative of Silicon Integrated Systems Corp. with Shareholder No. 1569628, as Non-independent Director	Mgmt	For	For
4	Approve Release of Restrictions of Competitive Activities of Newly Appointed Directors and Representatives	Mgmt	For	For
5	Approve Amendments to Articles of Association	Mgmt	For	For
6	Approve Issuance of Restricted Stocks	Mgmt	For	For

United Overseas Bank Limited (Singapore)

Meeting Date: 04/18/2024

Country: Singapore

Ticker: U11

Meeting Type: Annual

Primary ISIN: SG1M31001969

Primary SEDOL: 6916781

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
	<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>			
2	Approve Final Dividend	Mgmt	For	For
3	Approve Directors' Fees	Mgmt	For	For

United Overseas Bank Limited (Singapore)

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Ernst & Young LLP as Auditors and Authorize Directors to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
5	Elect Wong Kan Seng as Director	Mgmt	For	For
6	Elect Michael Lien Jown Leam as Director	Mgmt	For	For
7	Elect Dinh Ba Thanh as Director	Mgmt	For	For
8	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For
9	Approve Issuance of Shares Pursuant to the UOB Scrip Dividend Scheme	Mgmt	For	For
10	Authorize Share Repurchase Program	Mgmt	For	For

United Parcel Service, Inc.

Meeting Date: 05/02/2024

Country: USA

Ticker: UPS

Meeting Type: Annual

Primary ISIN: US9113121068

Primary SEDOL: 2517382

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Carol Tome	Mgmt	For	For
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>				
1b	Elect Director Rodney Adkins	Mgmt	For	For
1c	Elect Director Eva Boratto	Mgmt	For	For
1d	Elect Director Michael Burns	Mgmt	For	For
1e	Elect Director Wayne Hewett	Mgmt	For	For
1f	Elect Director Angela Hwang	Mgmt	For	For
1g	Elect Director Kate Johnson	Mgmt	For	For
1h	Elect Director William Johnson	Mgmt	For	For
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>				
1i	Elect Director Franck Moison	Mgmt	For	For
1j	Elect Director Christiana Smith Shi	Mgmt	For	For
1k	Elect Director Russell Stokes	Mgmt	For	For
1l	Elect Director Kevin Warsh	Mgmt	For	For

United Parcel Service, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
4	Approve Recapitalization Plan for all Stock to Have One-vote per Share	SH	Against	For
<i>Voter Rationale: One share, one vote is a fundamental element of good corporate governance. Companies should not create shares with impaired or enhanced voting rights.</i>				
5	Report on Risks Arising from Voluntary Carbon-Reduction Commitments	SH	Against	Against
<i>Voter Rationale: The company already provides sufficient disclosure on climate-related risks and additional disclosures of the type requested by the proponent would not be additive.</i>				
6	Report on Effectiveness of Diversity, Equity, and Inclusion Efforts	SH	Against	For
<i>Voter Rationale: The company should disclose its demographic workforce data as per the EEO-1 requirement. This will help to increase transparency and aid shareholders in assessing the effectiveness of the company's stated efforts to address related human capital material risks and opportunities.</i>				

United Parks & Resorts Inc.

Meeting Date: 06/13/2024

Country: USA

Ticker: PRKS

Meeting Type: Annual

Primary ISIN: US81282V1008

Primary SEDOL: B84KWJ4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ronald Bension	Mgmt	For	Against
<i>Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.</i>				
1b	Elect Director James Chambers	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1c	Elect Director William Gray	Mgmt	For	For
1d	Elect Director Timothy J. Hartnett	Mgmt	For	For
1e	Elect Director Nathaniel J. Lipman	Mgmt	For	For
1f	Elect Director Yoshikazu Maruyama	Mgmt	For	For
1g	Elect Director Thomas E. Moloney	Mgmt	For	For
1h	Elect Director Neha Jogani Narang	Mgmt	For	Against
<i>Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.</i>				
1i	Elect Director Scott Ross	Mgmt	For	For

United Parks & Resorts Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1j	Elect Director Kimberly Schaefer	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

United Rentals, Inc.

Meeting Date: 05/09/2024

Country: USA

Ticker: URI

Meeting Type: Annual

Primary ISIN: US9113631090

Primary SEDOL: 2134781

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Marc A. Bruno	Mgmt	For	For
1b	Elect Director Larry D. De Shon	Mgmt	For	For
1c	Elect Director Matthew J. Flannery	Mgmt	For	For
1d	Elect Director Bobby J. Griffin	Mgmt	For	For
1e	Elect Director Kim Harris Jones	Mgmt	For	For
1f	Elect Director Terri L. Kelly	Mgmt	For	For
1g	Elect Director Michael J. Kneeland	Mgmt	For	For
1h	Elect Director Francisco J. Lopez-Balboa	Mgmt	For	For
1i	Elect Director Gracia C. Martore	Mgmt	For	For
1j	Elect Director Shiv Singh	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.

3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
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Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.

4	Amend Certificate of Incorporation to Permit the Exculpation of Officers	Mgmt	For	For
5	Require a Majority Vote Standard for the Election of Directors with Mandatory Resignation Policy	SH	Against	Against

United States Cellular Corporation

Meeting Date: 05/21/2024

Country: USA

Ticker: USM

Meeting Type: Annual

Primary ISIN: US9116841084

Primary SEDOL: 2918996

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Harry J. Harczak, Jr.	Mgmt	For	For
	<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities.</i>			
1.2	Elect Director Gregory P. Josefowicz	Mgmt	For	For
1.3	Elect Director Cecelia D. Stewart	Mgmt	For	For
1.4	Elect Director Xavier D. Williams	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>			

United States Lime & Minerals, Inc.

Meeting Date: 05/02/2024

Country: USA

Ticker: USLM

Meeting Type: Annual

Primary ISIN: US9119221029

Primary SEDOL: 2724115

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Timothy W. Byrne	Mgmt	For	For
1.2	Elect Director Richard W. Cardin	Mgmt	For	Withhold
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
1.3	Elect Director Antoine M. Doumet	Mgmt	For	Withhold
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
1.4	Elect Director Sandra C. Duhe	Mgmt	For	For
1.5	Elect Director Tom S. Hawkins, Jr.	Mgmt	For	For

United States Lime & Minerals, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Increase Authorized Common Stock	Mgmt	For	For

United Therapeutics Corporation

Meeting Date: 06/26/2024

Country: USA

Ticker: UTHR

Meeting Type: Annual

Primary ISIN: US91307C1027

Primary SEDOL: 2430412

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Christopher Causey	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1b	Elect Director Raymond Dwek	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1c	Elect Director Richard Giltner	Mgmt	For	For
1d	Elect Director Ray Kurzweil	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1e	Elect Director Jan Malcolm	Mgmt	For	For
1f	Elect Director Linda Maxwell	Mgmt	For	For
1g	Elect Director Nilda Mesa	Mgmt	For	For
1h	Elect Director Judy Olian	Mgmt	For	For
1i	Elect Director Christopher Patusky	Mgmt	For	For
1j	Elect Director Martine Rothblatt	Mgmt	For	For
1k	Elect Director Louis Sullivan	Mgmt	For	For
1l	Elect Director Tommy Thompson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Variable remuneration should not contain a significant overlap of metrics. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

United Therapeutics Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Amend Omnibus Stock Plan	Mgmt	For	Against
<p><i>Voter Rationale: This plan could lead to excessive dilution. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				

UnitedHealth Group Incorporated

Meeting Date: 06/03/2024

Country: USA

Ticker: UNH

Meeting Type: Annual

Primary ISIN: US91324P1021

Primary SEDOL: 2917766

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Charles Baker	Mgmt	For	For
1b	Elect Director Timothy Flynn	Mgmt	For	For
1c	Elect Director Paul Garcia	Mgmt	For	For
1d	Elect Director Kristen Gil	Mgmt	For	For
1e	Elect Director Stephen Hemsley	Mgmt	For	For
1f	Elect Director Michele Hooper	Mgmt	For	For
1g	Elect Director F. William McNabb, III	Mgmt	For	For
1h	Elect Director Valerie Montgomery Rice	Mgmt	For	For
1i	Elect Director John Noseworthy	Mgmt	For	For
1j	Elect Director Andrew Witty	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				
4	Report on Congruency of Political Spending with Company Values and Priorities	SH	Against	Against
<p><i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i></p>				

Uniti Group Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: UNIT

Meeting Type: Annual

Primary ISIN: US91325V1089

Primary SEDOL: BD6VBR1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jennifer S. Banner	Mgmt	For	For
1b	Elect Director Scott G. Bruce	Mgmt	For	For
1c	Elect Director Francis X. ("Skip") Frantz	Mgmt	For	For
1d	Elect Director Kenneth A. Gunderman	Mgmt	For	For
1e	Elect Director Carmen Perez-Carlton	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For

Unity Software Inc.

Meeting Date: 06/05/2024

Country: USA

Ticker: U

Meeting Type: Annual

Primary ISIN: US91332U1016

Primary SEDOL: BLFDXH8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Roelof Botha	Mgmt	For	For
1.2	Elect Director David Helgason	Mgmt	For	For
1.3	Elect Director David Kostman	Mgmt	For	Withhold
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1.4	Elect Director Michelle K. Lee	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

Universal Display Corporation

Meeting Date: 06/20/2024

Country: USA

Ticker: OLED

Meeting Type: Annual

Primary ISIN: US91347P1057

Primary SEDOL: 2277880

Universal Display Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Steven V. Abramson	Mgmt	For	For
1b	Elect Director Nigel Brown	Mgmt	For	For
1c	Elect Director Cynthia J. Comparin	Mgmt	For	For
1d	Elect Director Richard C. Elias	Mgmt	For	For
1e	Elect Director Elizabeth H. Gemmill	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1f	Elect Director C. Keith Hartley	Mgmt	For	For
1g	Elect Director Celia M. Joseph	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1h	Elect Director Lawrence Lacerte	Mgmt	For	For
1i	Elect Director Joan Lau	Mgmt	For	For
1j	Elect Director Sidney D. Rosenblatt	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: A vote AGAINST this proposal is warranted. Pay programs were primarily performance-based with disclosed STI goals and PSUs utilize a multi-year performance period. However, the maximum goal for the most heavily-weighted STI metric was set below the prior year's actual performance without a corresponding pay reduction or rationale for the specific goal-setting, and the metric was achieved above target. Additionally, the proxy does not disclose any forward-looking LTI goals, the maximum PSU vesting opportunity is high and the CEO's equity grant value is relatively large, particularly in the context of negative three-year TSR.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Universal Health Realty Income Trust

Meeting Date: 06/05/2024

Country: USA

Ticker: UHT

Meeting Type: Annual

Primary ISIN: US91359E1055

Primary SEDOL: 2927497

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Marc D. Miller	Mgmt	For	For
1.2	Elect Director Gayle L. Capozzalo	Mgmt	For	For

Universal Health Realty Income Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
3	Amend Restricted Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
4	Ratify KPMG LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				

Unum Group

Meeting Date: 05/23/2024	Country: USA	Ticker: UNM
	Meeting Type: Annual	
	Primary ISIN: US91529Y1064	Primary SEDOL: 2433842

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Theodore H. Bunting, Jr.	Mgmt	For	For
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 Gale V. King	Mgmt	For	For
1i	Elect Director Gloria C. Larson	Mgmt	For	For
1j	Elect Director Mojgan M. Lefebvre	Mgmt	For	For
1k	Elect Director Richard P. McKenney	Mgmt	For	For
1l	Elect Director Ronald P. O'Hanley	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				

Unum Group

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
4	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For

UOL Group Limited

Meeting Date: 04/24/2024

Country: Singapore

Ticker: U14

Meeting Type: Annual

Primary ISIN: SG1S83002349

Primary SEDOL: 6916844

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
2	Approve First and Final and Special Dividend	Mgmt	For	For
3	Approve Directors' Fees	Mgmt	For	For
4	Elect Lau Cheng Soon as Director	Mgmt	For	For
5	Elect Liam Wee Sin as Director	Mgmt	For	For
6	Elect Lee Chin Yong Francis as Director	Mgmt	For	For
7	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
8	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
9	Authorize Share Repurchase Program	Mgmt	For	Against
<i>Voter Rationale: Shares should not be repurchased at a premium/discount to the market price of more than 10%.</i>				

Upstart Holdings, Inc.

Meeting Date: 05/29/2024

Country: USA

Ticker: UPST

Meeting Type: Annual

Primary ISIN: US91680M1071

Primary SEDOL: BL53QN5

Upstart Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Dave Girouard	Mgmt	For	For
1.2	Elect Director Jeff Huber	Mgmt	For	For
1.3	Elect Director Hilliard C. Terry, III	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

Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

Upwork Inc.

Meeting Date: 06/07/2024

Country: USA

Ticker: UPWK

Meeting Type: Annual

Primary ISIN: US91688F1049

Primary SEDOL: BGRFVV4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Hayden Brown	Mgmt	For	For
1b	Elect Director Gregory C. Gretsch	Mgmt	For	For
1c	Elect Director Anilu Vazquez-Ubarri	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.

Urban Edge Properties

Meeting Date: 05/01/2024

Country: USA

Ticker: UE

Meeting Type: Annual

Primary ISIN: US91704F1049

Primary SEDOL: BTPSGQ9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jeffrey S. Olson	Mgmt	For	For
1b	Elect Director Mary L. Baglivo	Mgmt	For	For
1c	Elect Director Steven H. Grapstein	Mgmt	For	For

Urban Edge Properties

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Director Norman K. Jenkins	Mgmt	For	For
1e	Elect Director Kevin P. O'Shea	Mgmt	For	For
1f	Elect Director Catherine D. Rice	Mgmt	For	For
1g	Elect Director Katherine M. Sandstrom	Mgmt	For	For
1h	Elect Director Douglas W. Sesler	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
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
4	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

USANA Health Sciences, Inc.

Meeting Date: 05/06/2024

Country: USA

Ticker: USNA

Meeting Type: Annual

Primary ISIN: US90328M1071

Primary SEDOL: 2267698

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kevin G. Guest	Mgmt	For	For
1.2	Elect Director Xia Ding	Mgmt	For	For
1.3	Elect Director John T. Fleming	Mgmt	For	For
1.4	Elect Director Gilbert A. Fuller	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.5	Elect Director J. Scott Nixon	Mgmt	For	For
1.6	Elect Director Peggie Pelosi	Mgmt	For	For
1.7	Elect Director Frederic J. Winssinger	Mgmt	For	For
1.8	Elect Director Timothy E. Wood	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				

Ushio, Inc.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 6925

Meeting Type: Annual

Primary ISIN: JP3156400008

Primary SEDOL: 6918981

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 50	Mgmt	For	For
2.1	Elect Director Asahi, Takabumi	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				
2.2	Elect Director Nakano, Tetsuo	Mgmt	For	For
2.3	Elect Director Kamiyama, Kazuhisa	Mgmt	For	For
2.4	Elect Director Sasaki, Toyonari	Mgmt	For	For
2.5	Elect Director Matsuzaki, Masatoshi	Mgmt	For	For
2.6	Elect Director Mashita, Naoaki	Mgmt	For	For
2.7	Elect Director Masuyama, Mika	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Kinoshita, Makoto	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Sugihara, Rei	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Sunaga, Akemi	Mgmt	For	For
3.4	Elect Director and Audit Committee Member Ariizumi, Chiaki	Mgmt	For	For
4	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

USS Co., Ltd.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 4732

Meeting Type: Annual

Primary ISIN: JP3944130008

Primary SEDOL: 6171494

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 40.7	Mgmt	For	For
2.1	Elect Director Ando, Yukihiko	Mgmt	For	For
2.2	Elect Director Seta, Dai	Mgmt	For	For
2.3	Elect Director Yamanaka, Masafumi	Mgmt	For	For
2.4	Elect Director Ikeda, Hiromitsu	Mgmt	For	For
2.5	Elect Director Takagi, Nobuko	Mgmt	For	For

USS Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.6	Elect Director Honda, Shinji	Mgmt	For	For
2.7	Elect Director Sasao, Yoshiko	Mgmt	For	For

UT Group Co., Ltd.

Meeting Date: 06/22/2024

Country: Japan

Ticker: 2146

Meeting Type: Annual

Primary ISIN: JP3949500007

Primary SEDOL: B1V04K3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Clarify Director Authority on Shareholder Meetings - Clarify Director Authority on Board Meetings	Mgmt	For	For
2.1	Elect Director Wakayama, Yoichi	Mgmt	For	For
2.2	Elect Director Sotomura, Manabu	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Igaki, Taisuke	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Shima, Koichi	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Hayashi, Takako	Mgmt	For	Against

Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.

UTZ Brands, Inc.

Meeting Date: 04/25/2024

Country: USA

Ticker: UTZ

Meeting Type: Annual

Primary ISIN: US9180901012

Primary SEDOL: BL989M6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director John Altmeyer	Mgmt	For	Withhold
1b	Elect Director Howard Friedman	Mgmt	For	For
1c	Elect Director Jason Giordano	Mgmt	For	For
1d	Elect Director B. John Lindeman	Mgmt	For	For

Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.

UTZ Brands, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For
4	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

V2X, Inc.

Meeting Date: 05/09/2024 **Country:** USA **Ticker:** VVX
Meeting Type: Annual
Primary ISIN: US92242T1016 **Primary SEDOL:** BQS2V17

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Dino M. Cusumano	Mgmt	For	For
1b	Elect Director Lee E. Evangelakos	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1c	Elect Director Charles L. Prow	Mgmt	For	For
1d	Elect Director Phillip C. Widman	Mgmt	For	For
2	Ratify RSM US LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Valaris Limited

Meeting Date: 06/12/2024 **Country:** Bermuda **Ticker:** VAL
Meeting Type: Annual
Primary ISIN: BMG9460G1015 **Primary SEDOL:** BMY0YX0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Anton Dibowitz	Mgmt	For	For
1b	Elect Director Dick Fagerstal	Mgmt	For	For
1c	Elect Director Joseph Goldschmid	Mgmt	For	For

Valaris Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Director Catherine J. Hughes	Mgmt	For	For
1e	Elect Director Kristian Johansen	Mgmt	For	For
1f	Elect Director Elizabeth D. Leykum	Mgmt	For	For
1g	Elect Director Deepak Munganahalli	Mgmt	For	For
1h	Elect Director James W. Swent, III	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The majority of annual bonus incentives should be quantitative. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
3	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Vale SA

Meeting Date: 04/26/2024

Country: Brazil

Ticker: VALE3

Meeting Type: Annual/Special

Primary ISIN: BRVALEACNOR0

Primary SEDOL: 2196286

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for ADR Holders	Mgmt		
	Annual Meeting Agenda	Mgmt		
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2023	Mgmt	For	For
<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
2	Approve Allocation of Income and Dividends	Mgmt	For	For
3.1	Elect Paulo Clovis Ayres Filho as Fiscal Council Member and Guilherme Jose de Vasconcelos Cerqueira as Alternate Appointed by Cosan Oito S.A.	SH	None	For
3.2	Elect Marcio de Souza as Fiscal Council Member and Ana Maria Loureiro Recart as Alternate Appointed by Caixa de Previdencia dos Funcionarios do Banco do Brasil - Previ	SH	None	For

Vale SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.3	Elect Raphael Manhaes Martins as Fiscal Council Member and Jandaraci Ferreira de Araujo as Alternate Appointed by Geracao L. Par and Others	SH	None	For
3.4	Elect Heloisa Belotti Bedicks as Fiscal Council Member and Adriana Andrade Sole as Alternate Appointed by Geracao L. Par and Others	SH	None	For
4	Approve Remuneration of Company's Management and Fiscal Council Extraordinary Meeting Agenda	Mgmt Mgmt	For	For
1	Approve Agreement to Absorb Florestas Rio Doce S.A. (FRD)	Mgmt	For	For
2	Ratify Macso Legate Auditores Independentes as Independent Firm to Appraise Proposed Transaction	Mgmt	For	For
3	Approve Independent Firm's Appraisal	Mgmt	For	For
4	Approve Absorption of FRD	Mgmt	For	For

Valeo SE

Meeting Date: 05/23/2024

Country: France

Ticker: FR

Meeting Type: Annual/Special

Primary ISIN: FR0013176526

Primary SEDOL: BDC5ST8

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 0.40 per Share	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For
5	Reelect Fonds Strategique de Participations as Director	Mgmt	For	For
6	Elect Sascha Zahnd as Director	Mgmt	For	For
7	Elect Beatriz Puente as Director	Mgmt	For	For
8	Elect Eric Chauvirey as Representative of Employee Shareholders to the Board and Yann Le Pecheur as Alternate Representative of Employee to the Board	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9	Appoint Mazars as Auditor for the Sustainability Reporting	Mgmt	For	For
10	Approve Remuneration of Directors in the Aggregate Amount of EUR 1,250,000	Mgmt	For	For
11	Approve Compensation Report of Corporate Officers	Mgmt	For	For
12	Approve Compensation of Gilles Michel, Chairman of the Board	Mgmt	For	For
13	Approve Compensation of Christophe Perillat, CEO	Mgmt	For	Against
<i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.</i>				
14	Approve Remuneration Policy of Directors	Mgmt	For	For
15	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For
16	Approve Remuneration Policy of CEO	Mgmt	For	Against
<i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
17	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
18	Authorize up to 3.28 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	Against
<i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
	Ordinary Business	Mgmt		
19	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Valley National Bancorp

Meeting Date: 05/21/2024

Country: USA

Ticker: VLY

Meeting Type: Annual

Primary ISIN: US9197941076

Primary SEDOL: 2935326

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Andrew B. Abramson	Mgmt	For	For
1b	Elect Director Peter J. Baum	Mgmt	For	For

Valley National Bancorp

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1c	Elect Director Eric P. Edelstein	Mgmt	For	For
1d	Elect Director Dafna Landau	Mgmt	For	For
1e	Elect Director Marc J. Lenner	Mgmt	For	For
1f	Elect Director Peter V. Maio	Mgmt	For	For
1g	Elect Director Avner Mendelson	Mgmt	For	For
1h	Elect Director Kathleen C. Perrott	Mgmt	For	For
1i	Elect Director Ira Robbins	Mgmt	For	For
1j	Elect Director Suresh L. Sani	Mgmt	For	For
1k	Elect Director Lisa J. Schultz	Mgmt	For	For
1l	Elect Director Jennifer W. Steans	Mgmt	For	For
1m	Elect Director Jeffrey S. Wilks	Mgmt	For	For
1n	Elect Director Sidney S. Williams, Jr.	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: The majority of annual bonus incentives should be quantitative. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i></p>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				
4	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	For
<p><i>Voter Rationale: Companies should request approval of compensation policies covering severance packages and signing bonuses from shareholders. The prospect of separating the voting rights of a merger or acquisition from the compensation packages associate with it is welcome.</i></p>				

Value Partners Group Limited

Meeting Date: 05/07/2024

Country: Cayman Islands

Ticker: 806

Meeting Type: Annual

Primary ISIN: KYG931751005

Primary SEDOL: B28XTQ3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2A1	Elect So Chun Ki Louis as Director	Mgmt	For	For
<p><i>Voter Rationale: The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.</i></p>				
2A2	Elect Ho Man Kei, Norman as Director	Mgmt	For	For
<p><i>Voter Rationale: The nomination committee should be majority independent and this director's membership could hamper the committee's impartiality and effectiveness.</i></p>				

Value Partners Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2B	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
3	Approve PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
4A	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
4B	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
4C	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				

Varonis Systems, Inc.

Meeting Date: 06/03/2024

Country: USA

Ticker: VRNS

Meeting Type: Annual

Primary ISIN: US9222801022

Primary SEDOL: BJZ2ZR5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Gili Iohan	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.2	Elect Director Rachel Prishkolnik	Mgmt	For	For
1.3	Elect Director Ofer Segev	Mgmt	For	For
2	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

Varonis Systems, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Ratify Kost Forer Gabbay & Kasierer as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
5	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

Vaxcyte, Inc.

Meeting Date: 06/06/2024	Country: USA	Ticker: PCVX
	Meeting Type: Annual	
	Primary ISIN: US92243G1085	Primary SEDOL: BKPVGH6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Annie Drapeau	Mgmt	For	For
1.2	Elect Director Teri Loxam	Mgmt	For	For
1.3	Elect Director Carlos Paya	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
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The majority of annual bonus incentives should be quantitative. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

Veeva Systems Inc.

Meeting Date: 06/12/2024	Country: USA	Ticker: VEEV
	Meeting Type: Annual	
	Primary ISIN: US9224751084	Primary SEDOL: BFH3N85

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Timothy S. Cabral	Mgmt	For	For
1b	Elect Director Mark Carges	Mgmt	For	For
1c	Elect Director Peter P. Gassner	Mgmt	For	For
1d	Elect Director Mary Lynne Hedley	Mgmt	For	For
1e	Elect Director Priscilla Hung	Mgmt	For	For
1f	Elect Director Tina Hunt	Mgmt	For	For
1g	Elect Director Marshall L. Mohr	Mgmt	For	For
1h	Elect Director Gordon Ritter	Mgmt	For	For
1i	Elect Director Paul Sekhri	Mgmt	For	Against
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1j	Elect Director Matthew J. Wallach	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

Ventas, Inc.

Meeting Date: 05/14/2024

Country: USA

Ticker: VTR

Meeting Type: Annual

Primary ISIN: US92276F1003

Primary SEDOL: 2927925

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Melody C. Barnes	Mgmt	For	For
1b	Elect Director Theodore R. Bigman	Mgmt	For	For
1c	Elect Director Debra A. Cafaro	Mgmt	For	For
1d	Elect Director Michael J. Embler	Mgmt	For	For
1e	Elect Director Matthew J. Lustig	Mgmt	For	For

Ventas, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director Roxanne M. Martino	Mgmt	For	For
1g	Elect Director Marguerite M. Nader	Mgmt	For	For
1h	Elect Director Sean P. Nolan	Mgmt	For	For
1i	Elect Director Walter C. Rakowich	Mgmt	For	For
1j	Elect Director Joe V. Rodriguez, Jr.	Mgmt	For	For
1k	Elect Director Sumit Roy	Mgmt	For	For
1l	Elect Director Maurice S. Smith	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Severance payments should not exceed 3 times pay. Larger severance packages should be subject to a separate shareholder approval. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i></p>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For

Ventia Services Group Limited

Meeting Date: 05/23/2024

Country: Australia

Ticker: VNT

Meeting Type: Annual

Primary ISIN: AU0000184459

Primary SEDOL: BNV08F0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Remuneration Report	Mgmt	For	Against
<p><i>Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The remuneration report does not articulate how executives performed against historic performance targets. The board should articulate how bonus payments reflect prior year performance, as well as outlining forward-looking targets that underpin long-term incentive plans.</i></p>				
3a	Elect Lynne Saint as Director	Mgmt	For	For
3b	Elect Anne Urlwin as Director	Mgmt	For	For
3c	Elect Damon Rees as Director	Mgmt	For	For
4	Approve Issuance of Share Appreciation Rights and Dividend Equivalent Rights to Dean Banks	Mgmt	For	Against
<p><i>Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i></p>				
5	Approve Renewal of Proportional Takeover Provisions	Mgmt	For	For

Venture Corporation Limited

Meeting Date: 04/26/2024

Country: Singapore

Ticker: V03

Meeting Type: Annual

Primary ISIN: SG0531000230

Primary SEDOL: 6927374

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
2	Approve Final Dividend	Mgmt	For	For
3	Elect Wong Yew Meng as Director	Mgmt	For	For
4	Elect Kuok Oon Kwong as Director	Mgmt	For	For
5	Approve Directors' Fees	Mgmt	For	For
6	Approve Deloitte & Touche 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 Share Awards and Issuance of Shares Pursuant to the Venture Corporation Executives' Share Option Scheme 2015 and Venture Corporation Restricted Share Plan 2021	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
9	Authorize Share Repurchase Program	Mgmt	For	For
10	Adopt Venture Corporation Executives' Share Option Scheme 2025	Mgmt	For	For

Veolia Environnement SA

Meeting Date: 04/25/2024

Country: France

Ticker: VIE

Meeting Type: Annual/Special

Primary ISIN: FR0000124141

Primary SEDOL: 4031879

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	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 1.25 per Share	Mgmt	For	For

Veolia Environnement SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	For
5	Reelect Isabelle Courville as Director	Mgmt	For	For
6	Reelect Guillaume Texier as Director	Mgmt	For	For
7	Elect Julia Marton-Lefevre as Director	Mgmt	For	For
8	Appoint KPMG SA as Authorized Sustainability Auditors	Mgmt	For	For
9	Appoint Ernst & Young et Autres as Authorized Sustainability Auditors	Mgmt	For	For
10	Approve Compensation of Antoine Frerot, Chairman of the Board	Mgmt	For	For
11	Approve Compensation of Estelle Brachlianoff, CEO	Mgmt	For	Abstain
<p><i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i></p>				
12	Approve Compensation Report of Corporate Officers	Mgmt	For	For
13	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For
14	Approve Remuneration Policy of CEO	Mgmt	For	Abstain
<p><i>Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
15	Approve Remuneration Policy of Directors	Mgmt	For	For
16	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
17	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 1,088,117,500	Mgmt	For	For
18	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 362,705,833	Mgmt	For	For
19	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 362,705,833	Mgmt	For	For
20	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For

Veolia Environnement SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
21	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Above	Mgmt	For	For
22	Authorize Capitalization of Reserves of Up to EUR 400 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For
23	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
24	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees and Corporate Officers of International Subsidiaries	Mgmt	For	For
25	Authorize up to 0.35 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	For

Voter Rationale: Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.

26	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
27	Amend Article 10 of Bylaws Re: Rights and Obligations Attached to Shares	Mgmt	For	For
28	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Veralto Corp.

Meeting Date: 05/21/2024

Country: USA

Ticker: VLTO

Meeting Type: Annual

Primary ISIN: US92338C1036

Primary SEDOL: BPGMZQ5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Françoise Colpron	Mgmt	For	For
1b	Elect Director Shyam P. Kambeyanda	Mgmt	For	For
1c	Elect Director William H. King	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

Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

Veralto Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

Vericel Corporation

Meeting Date: 05/01/2024	Country: USA	Ticker: VCEL
	Meeting Type: Annual	
	Primary ISIN: US92346J1088	Primary SEDOL: BSBMN89

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Robert L. Zerbe	Mgmt	For	For
1.2	Elect Director Alan L. Rubino	Mgmt	For	For
1.3	Elect Director Heidi Hagen	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.4	Elect Director Steven C. Gilman	Mgmt	For	For
1.5	Elect Director Kevin F. McLaughlin	Mgmt	For	For
1.6	Elect Director Paul K. Wotton	Mgmt	For	For
1.7	Elect Director Dominick C. Colangelo	Mgmt	For	For
1.8	Elect Director Lisa Wright	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Veris Residential, Inc.

Meeting Date: 06/12/2024	Country: USA	Ticker: VRE
	Meeting Type: Annual	
	Primary ISIN: US5544891048	Primary SEDOL: 2192314

Veris Residential, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Frederic Cumenal	Mgmt	For	For
1.2	Elect Director Ronald M. Dickerman	Mgmt	For	For
1.3	Elect Director Tammy K. Jones	Mgmt	For	For
1.4	Elect Director A. Akiva Katz	Mgmt	For	For
1.5	Elect Director Nori Gerardo Lietz	Mgmt	For	For
1.6	Elect Director Victor B. MacFarlane	Mgmt	For	For
1.7	Elect Director Mahbod Nia	Mgmt	For	For
1.8	Elect Director Howard S. Stern	Mgmt	For	For
1.9	Elect Director Stephanie L. Williams	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The majority of annual bonus incentives should be quantitative.</i>				
3	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

VeriSign, Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: VRSN

Meeting Type: Annual

Primary ISIN: US92343E1029

Primary SEDOL: 2142922

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director D. James Bidzos	Mgmt	For	For
1.2	Elect Director Courtney D. Armstrong	Mgmt	For	For
1.3	Elect Director Yehuda Ari Buchalter	Mgmt	For	For
1.4	Elect Director Kathleen A. Cote	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.5	Elect Director Thomas F. Frist, III	Mgmt	For	For
1.6	Elect Director Jamie S. Gorelick	Mgmt	For	For

VeriSign, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Roger H. Moore	Mgmt	For	Against
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
1.8	Elect Director Timothy Tomlinson	Mgmt	For	Against
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>			
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>			

Verisk Analytics, Inc.

Meeting Date: 05/15/2024

Country: USA

Ticker: VRSK

Meeting Type: Annual

Primary ISIN: US92345Y1064

Primary SEDOL: B4P9W92

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Vincent K. Brooks	Mgmt	For	For
1b	Elect Director Jeffrey Dailey	Mgmt	For	For
1c	Elect Director Bruce Hansen	Mgmt	For	For
1d	Elect Director Gregory Hendrick	Mgmt	For	For
1e	Elect Director Kathleen A. Hogenson	Mgmt	For	For
1f	Elect Director Wendy Lane	Mgmt	For	For
1g	Elect Director Samuel G. Liss	Mgmt	For	For
1h	Elect Director Lee M. Shavel	Mgmt	For	For
1i	Elect Director Olumide Soroye	Mgmt	For	For
1j	Elect Director Kimberly S. Stevenson	Mgmt	For	For
1k	Elect Director Therese M. Vaughan	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>			
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>			

Verisk Analytics, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Adopt Simple Majority Vote	SH	None	For
<i>Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				

Verizon Communications Inc.

Meeting Date: 05/09/2024	Country: USA	Ticker: VZ
	Meeting Type: Annual	Primary ISIN: US92343V1044
		Primary SEDOL: 2090571

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Shellye Archambeau	Mgmt	For	For
1.2	Elect Director Roxanne Austin	Mgmt	For	For
1.3	Elect Director Mark Bertolini	Mgmt	For	For
1.4	Elect Director Vittorio Colao	Mgmt	For	For
1.5	Elect Director Laxman Narasimhan	Mgmt	For	For
1.6	Elect Director Clarence Otis, Jr.	Mgmt	For	For
1.7	Elect Director Daniel Schulman	Mgmt	For	For
1.8	Elect Director Rodney Slater	Mgmt	For	For
1.9	Elect Director Carol Tome	Mgmt	For	For
1.10	Elect Director Hans Vestberg	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
4	Commission Third Party Study on Impact of Prohibiting Direct and Indirect Political Contributions to Candidates	SH	Against	Against
<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>				
5	Report on Lobbying Payments and Policy	SH	Against	Abstain
<i>Voter Rationale: We appreciate that the company has board level oversight of political expenditures and trade associations. Further, we find the recent commitment to revise the information it provides on significant memberships and to disclose an estimate of the amount of the company's payments used for lobbying activities to be a positive step. We believe the company's approach to political expenditures and trade associations can be strengthened and encourage the company to prohibit trade association dues from being used in connection with a contribution or expenditure to benefit a federal, state, or local candidate, candidate campaign, political party, political committee or other political organization. Given the public commitments to increasing transparency, we will abstain at this time.</i>				

Verizon Communications Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Amend Clawback Policy	SH	Against	Against
<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>				
7	Require Independent Board Chair	SH	Against	For
<i>Voter Rationale: Appointing a fully independent chairman creates a balance of power that is more conducive to long-term performance. A board headed by management cannot reasonably provide the best oversight and evaluation of managements performance.</i>				
8	Report on Risks Related to Discrimination Against Individuals Including Religious/Political Views	SH	Against	Against
<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>				
9	Report on Lead-Sheathed Cables	SH	Against	Against
<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>				
10	Report on Congruency of Political Spending with Company Values and Priorities	SH	Against	Against
<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>				

Verra Mobility Corporation

Meeting Date: 05/21/2024

Country: USA

Ticker: VRRM

Meeting Type: Annual

Primary ISIN: US92511U1025

Primary SEDOL: BFXX5X8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael Huerta	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.2	Elect Director Raj Ratnakar	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Vertex Pharmaceuticals Incorporated

Meeting Date: 05/15/2024

Country: USA

Ticker: VRTX

Meeting Type: Annual

Primary ISIN: US92532F1003

Primary SEDOL: 2931034

Vertex Pharmaceuticals Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sangeeta 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 Reshma Kewalramani	Mgmt	For	For
1.5	Elect Director Michel Lagarde	Mgmt	For	For
1.6	Elect Director Jeffrey Leiden	Mgmt	For	For
1.7	Elect Director Diana McKenzie	Mgmt	For	For
1.8	Elect Director Bruce Sachs	Mgmt	For	For
1.9	Elect Director Jennifer Schneider	Mgmt	For	For
1.10	Elect Director Nancy Thornberry	Mgmt	For	For
1.11	Elect Director Suketu Upadhyay	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The majority of annual bonus incentives should be quantitative. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For
<i>Voter Rationale: Holders of significant share capital should be entitled to call a special meeting. A total holding requirement of 10% is a suitable threshold to prevent abuse.</i>				
5	Report on Median and Adjusted Gender/Racial Pay Gaps	SH	Against	For
<i>Voter Rationale: Shareholders could benefit from the median pay gap statistics that would allow them to compare and measure the progress of the company's diversity and inclusion initiatives.</i>				

Vertex, Inc.

Meeting Date: 06/12/2024

Country: USA

Ticker: VERX

Meeting Type: Annual

Primary ISIN: US92538J1060

Primary SEDOL: BMX6DM1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Amanda Westphal Radcliffe	Mgmt	For	Withhold

Vertex, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.2	Elect Director Stefanie Westphal Thompson	Mgmt	For	Withhold
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.3	Elect Director Bradley Gayton	Mgmt	For	For
2	Ratify Crowe 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	Three Years	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

Vertiv Holdings Co.

Meeting Date: 06/19/2024	Country: USA	Ticker: VRT
	Meeting Type: Annual	
	Primary ISIN: US92537N1081	Primary SEDOL: BL3LWS8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director David M. Cote	Mgmt	For	For
1b	Elect Director Giordano Albertazzi	Mgmt	For	For
1c	Elect Director Joseph J. DeAngelo	Mgmt	For	For
1d	Elect Director Joseph van Dokkum	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1e	Elect Director Roger Fradin	Mgmt	For	Withhold
<i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1f	Elect Director Jakki L. Haussler	Mgmt	For	For
1g	Elect Director Jacob Kotzubei	Mgmt	For	For
1h	Elect Director Matthew Louie	Mgmt	For	For
1i	Elect Director Edward L. Monser	Mgmt	For	For
1j	Elect Director Steven S. Reinemund	Mgmt	For	For
1k	Elect Director Robin L. Washington	Mgmt	For	For

Vertiv Holdings Co.

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

Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
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VICI Properties Inc.

Meeting Date: 04/30/2024	Country: USA	Ticker: VICI
	Meeting Type: Annual	
	Primary ISIN: US9256521090	Primary SEDOL: BYWH073

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director James R. Abrahamson	Mgmt	For	For
1b	Elect Director Diana F. Cantor	Mgmt	For	For
1c	Elect Director Monica H. Douglas	Mgmt	For	For
1d	Elect Director Elizabeth I. Holland	Mgmt	For	For
1e	Elect Director Craig Macnab	Mgmt	For	For
1f	Elect Director Edward B. Pitoniak	Mgmt	For	For
1g	Elect Director Michael D. Rumbolz	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

Voter Rationale: We support an annual say on pay frequency.

Vicor Corporation

Meeting Date: 06/21/2024	Country: USA	Ticker: VICR
	Meeting Type: Annual	
	Primary ISIN: US9258151029	Primary SEDOL: 2930774

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Samuel J. Anderson	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.2	Elect Director M. Michael Ansour	Mgmt	For	Withhold
<i>Voter Rationale: We voted against this director as a member of the audit committee because shareholders should be given the opportunity to approve the auditors annually.</i>				
1.3	Elect Director Jason L. Carlson	Mgmt	For	Withhold
<i>Voter Rationale: We voted against this director as a member of the audit committee because shareholders should be given the opportunity to approve the auditors annually.</i>				
1.4	Elect Director Philip D. Davies	Mgmt	For	For
1.5	Elect Director Andrew T. D'Amico	Mgmt	For	For
1.6	Elect Director Estia J. Eichten	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. We voted against this director as a member of the audit committee because shareholders should be given the opportunity to approve the auditors annually.</i>				
1.7	Elect Director Zmira Lavie	Mgmt	For	For
1.8	Elect Director Michael S. McNamara	Mgmt	For	For
1.9	Elect Director James F. Schmidt	Mgmt	For	For
1.10	Elect Director John Shen	Mgmt	For	For
1.11	Elect Director Claudio Tuozzolo	Mgmt	For	For
1.12	Elect Director Patrizio Vinciarelli	Mgmt	For	Withhold
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s).</i>				

Victoria's Secret & Co.

Meeting Date: 06/13/2024

Country: USA

Ticker: VSCO

Meeting Type: Annual

Primary ISIN: US9264001028

Primary SEDOL: BNNTGH3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Donna James	Mgmt	For	For
1.2	Elect Director Irene Chang Britt	Mgmt	For	For
1.3	Elect Director Sarah Davis	Mgmt	For	For
1.4	Elect Director Jacqueline Hernandez	Mgmt	For	For

Victoria's Secret & Co.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director Rod Little	Mgmt	For	For
1.6	Elect Director Mariam Naficy	Mgmt	For	For
1.7	Elect Director Lauren Peters	Mgmt	For	For
1.8	Elect Director Anne Sheehan	Mgmt	For	For
1.9	Elect Director Martin Waters	Mgmt	For	For
2	Amend Certificate of Incorporation to Permit the Exculpation of Officers	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Victory Capital Holdings, Inc.

Meeting Date: 05/08/2024

Country: USA

Ticker: VCTR

Meeting Type: Annual

Primary ISIN: US92645B1035

Primary SEDOL: BFYVKR0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director David C. Brown	Mgmt	For	For
1b	Elect Director Richard M. DeMartini	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
5	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

VINCI SA

Meeting Date: 04/09/2024

Country: France

Ticker: DG

Meeting Type: Annual/Special

Primary ISIN: FR0000125486

Primary SEDOL: B1XH026

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 Dividends of EUR 4.50 per Share	Mgmt	For	For
4	Reelect Benoit Bazin as Director	Mgmt	For	For
5	Appoint PricewaterhouseCoopers Audit as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For
6	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
7	Approve Remuneration Policy of Directors	Mgmt	For	For
8	Approve Remuneration Policy of Xavier Huillard, Chairman and CEO	Mgmt	For	For
9	Approve Compensation Report	Mgmt	For	For
10	Approve Compensation of Xavier Huillard, Chairman and CEO	Mgmt	For	For
	Extraordinary Business	Mgmt		
11	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
12	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
13	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	Mgmt	For	For
14	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Viper Energy, Inc.

Meeting Date: 06/04/2024

Country: USA

Ticker: VNOM

Meeting Type: Annual

Primary ISIN: US9279591062

Primary SEDOL: BR1YSF0

Viper Energy, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Laurie H. Argo	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.2	Elect Director Spencer D. Armour	Mgmt	For	For
1.3	Elect Director Frank C. Hu	Mgmt	For	For
1.4	Elect Director W. Wesley Perry	Mgmt	For	For
1.5	Elect Director James L. Rubin	Mgmt	For	For
1.6	Elect Director Travis D. Stice	Mgmt	For	For
1.7	Elect Director M. Kaes Van't Hof	Mgmt	For	For
1.8	Elect Director Steven E. West	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
5	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Virgin Galactic Holdings, Inc.

Meeting Date: 06/12/2024

Country: USA

Ticker: SPCE

Meeting Type: Annual

Primary ISIN: US92766K4031

Primary SEDOL: BSNTQK1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Raymond Mabus, Jr.	Mgmt	For	For
1b	Elect Director Michael Colglazier	Mgmt	For	For
1c	Elect Director Henio Arcangeli, Jr.	Mgmt	For	For
1d	Elect Director Luigi Brambilla	Mgmt	For	For
1e	Elect Director Tina Jonas	Mgmt	For	For
1f	Elect Director Craig Kreeger	Mgmt	For	For

Virgin Galactic Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director Wanda Sigur	Mgmt	For	For
1h	Elect Director Diana Strandberg	Mgmt	For	For
1i	Elect Director W. Gilbert (Gil) West	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
<p><i>Voter Rationale: Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The majority of annual bonus incentives should be quantitative. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				
4	Amend Omnibus Stock Plan	Mgmt	For	Against
<p><i>Voter Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The plan cost is excessive; and * The plan allows broad discretion to accelerate vesting.</i></p>				
5	Approve Reverse Stock Split	Mgmt	For	For

Virtu Financial, Inc.

Meeting Date: 06/06/2024	Country: USA	Ticker: VIRT
	Meeting Type: Annual	
	Primary ISIN: US9282541013	Primary SEDOL: BWTVWD4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Virginia Gambale	Mgmt	For	For
1.2	Elect Director John D. Nixon	Mgmt	For	For
1.3	Elect Director David J. Urban	Mgmt	For	For
<p><i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
1.4	Elect Director Michael T. Viola	Mgmt	For	Withhold
<p><i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i></p>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Vishay Precision Group, Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: VPG

Meeting Type: Annual

Primary ISIN: US92835K1034

Primary SEDOL: B603LG3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Janet M. Clarke	Mgmt	For	For
1.2	Elect Director Wesley Cummins	Mgmt	For	For
1.3	Elect Director Sejal Shah Gulati	Mgmt	For	For
1.4	Elect Director Bruce Lerner	Mgmt	For	For
1.5	Elect Director Saul V. Reibstein	Mgmt	For	For
1.6	Elect Director Ziv Shoshani	Mgmt	For	For
1.7	Elect Director Timothy V. Talbert	Mgmt	For	Withhold
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i></p>				
1.8	Elect Director Marc Zandman	Mgmt	For	For
2	Ratify Brightman Almagor Zohar & Co. as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i></p>				

Viva Goods Company Limited

Meeting Date: 06/11/2024

Country: Cayman Islands

Ticker: 933

Meeting Type: Annual

Primary ISIN: KYG9374E1199

Primary SEDOL: B90DT37

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2a	Elect Li Qilin as Director	Mgmt	For	For
2b	Elect Victor Herrero as Director	Mgmt	For	Against
<p><i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				
2c	Elect Pak Wai Keung, Martin as Director	Mgmt	For	Against
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i></p>				

Viva Goods Company Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2d	Elect Cui Haitao as Director	Mgmt	For	For
2e	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
3	Approve PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
4	Approve Final Dividend	Mgmt	For	For
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
7	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				

Vonovia SE

Meeting Date: 05/08/2024

Country: Germany

Ticker: VNA

Meeting Type: Annual

Primary ISIN: DE000A1ML7J1

Primary SEDOL: BBJPFY1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 0.90 per Share	Mgmt	For	For
3	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For
5	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2024 and for the Review of Interim Financial Statements for Fiscal Year 2024 and for the First Quarter of Fiscal Year 2025	Mgmt	For	For
6	Approve Remuneration Report	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.</i>				

Vonovia SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Approve Remuneration Policy	Mgmt	For	Against
<i>Voter Rationale: The terms of incentive schemes should not be amended retrospectively. Any significant amendment to the terms of incentive schemes should be subject to shareholder approval. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
8	Elect Birgit Bohle to the Supervisory Board	Mgmt	For	For

Vontier Corporation

Meeting Date: 05/28/2024	Country: USA	Ticker: VNT
	Meeting Type: Annual	
	Primary ISIN: US9288811014	Primary SEDOL: BH4GV32

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Karen C. Francis	Mgmt	For	For
1b	Elect Director Gloria R. Boyland	Mgmt	For	For
1c	Elect Director Maryrose Sylvester	Mgmt	For	For
1d	Elect Director David M. Foulkes	Mgmt	For	For
1e	Elect Director Christopher J. Klein	Mgmt	For	For
1f	Elect Director Mark D. Morelli	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
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Vornado Realty Trust

Meeting Date: 05/23/2024	Country: USA	Ticker: VNO
	Meeting Type: Annual	
	Primary ISIN: US9290421091	Primary SEDOL: 2933632

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Steven Roth	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				

Vornado Realty Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Candace K. Beinecke	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.3	Elect Director Michael D. Fascitelli	Mgmt	For	For
1.4	Elect Director Beatrice Hamza Bassey	Mgmt	For	For
1.5	Elect Director William W. Helman, IV	Mgmt	For	For
1.6	Elect Director David M. Mandelbaum	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.7	Elect Director Raymond J. McGuire	Mgmt	For	For
1.8	Elect Director Mandakini Puri	Mgmt	For	For
1.9	Elect Director Daniel R. Tisch	Mgmt	For	For
1.10	Elect Director Russell B. Wight, Jr.	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				

Voya Financial, Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: VOYA

Meeting Type: Annual

Primary ISIN: US9290891004

Primary SEDOL: BKWQ2N2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Lynne Biggar	Mgmt	For	For
1b	Elect Director Stephen Bowman	Mgmt	For	For
1c	Elect Director Yvette S. Butler	Mgmt	For	For
1d	Elect Director Jane P. Chwick	Mgmt	For	For
1e	Elect Director Kathleen DeRose	Mgmt	For	For
1f	Elect Director Hikmet Ersek	Mgmt	For	For
1g	Elect Director Ruth Ann M. Gillis	Mgmt	For	For

Voya Financial, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1h	Elect Director Heather Lavallee	Mgmt	For	For
1i	Elect Director Robert G. Leary	Mgmt	For	For
1j	Elect Director Aylwin B. Lewis	Mgmt	For	For
1k	Elect Director Joseph V. Tripodi	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Approve Omnibus Stock Plan	Mgmt	For	Against
<i>Voter Rationale: This plan could lead to excessive dilution. Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Vulcan Materials Company

Meeting Date: 05/10/2024	Country: USA	Ticker: VMC
	Meeting Type: Annual	
	Primary ISIN: US9291601097	Primary SEDOL: 2931205

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Thomas A. Fanning	Mgmt	For	For
1b	Elect Director J. Thomas Hill	Mgmt	For	For
1c	Elect Director Cynthia L. Hostetler	Mgmt	For	For
1d	Elect Director Richard T. O'Brien	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

W. P. Carey Inc.

Meeting Date: 06/13/2024

Country: USA

Ticker: WPC

Meeting Type: Annual

Primary ISIN: US92936U1097

Primary SEDOL: B826YT8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mark A. Alexander	Mgmt	For	For
1b	Elect Director Constantin H. Beier	Mgmt	For	For
1c	Elect Director Tonit M. Calaway	Mgmt	For	For
1d	Elect Director Peter J. Farrell	Mgmt	For	For
1e	Elect Director Robert J. Flanagan	Mgmt	For	For
1f	Elect Director Jason E. Fox	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1g	Elect Director Rhonda O. Gass	Mgmt	For	For
1h	Elect Director Margaret G. Lewis	Mgmt	For	For
1i	Elect Director Christopher J. Niehaus	Mgmt	For	For
1j	Elect Director Elisabeth T. Stheeman	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

W. R. Berkley Corporation

Meeting Date: 06/12/2024

Country: USA

Ticker: WRB

Meeting Type: Annual

Primary ISIN: US0844231029

Primary SEDOL: 2093644

W. R. Berkley Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director William R. Berkley	Mgmt	For	For
1b	Elect Director Christopher L. Augostini	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1c	Elect Director Marie A. Mattson	Mgmt	For	For
1d	Elect Director Daniel L. Mosley	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1e	Elect Director Mark L. Shapiro	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1f	Elect Director Jonathan Talisman	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

W.W. Grainger, Inc.

Meeting Date: 04/24/2024

Country: USA

Ticker: GWW

Meeting Type: Annual

Primary ISIN: US3848021040

Primary SEDOL: 2380863

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Rodney C. Adkins	Mgmt	For	For
1b	Elect Director George S. Davis	Mgmt	For	For
1c	Elect Director Katherine D. Jaspon	Mgmt	For	For
1d	Elect Director Christopher J. Klein	Mgmt	For	For
1e	Elect Director Stuart L. Levenick	Mgmt	For	For

W.W. Grainger, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director D.G. Macpherson	Mgmt	For	For
1g	Elect Director Cindy J. Miller	Mgmt	For	For
1h	Elect Director Neil S. Novich	Mgmt	For	For
1i	Elect Director Beatriz R. Perez	Mgmt	For	For
1j	Elect Director E. Scott Santi	Mgmt	For	For
1k	Elect Director Susan Slavik Williams	Mgmt	For	For
1l	Elect Director Lucas E. Watson	Mgmt	For	For
1m	Elect Director Steven A. White	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

Wacom Co., Ltd.

Meeting Date: 06/26/2024	Country: Japan	Ticker: 6727
	Meeting Type: Annual	
	Primary ISIN: JP3993400005	Primary SEDOL: 6603920

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ide, Nobutaka	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
1.2	Elect Director Yamamoto, Sadao	Mgmt	For	For
1.3	Elect Director Komine, Sayatake	Mgmt	For	For
1.4	Elect Director Inazumi, Ken	Mgmt	For	For
1.5	Elect Director Inamasu, Mikako	Mgmt	For	For
1.6	Elect Director Nakajima, Takafumi	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Higashiyama, Shigeki	Mgmt	For	For
2.2	Elect Director and Audit Committee Member Ono, Yuji	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
3	Elect Alternate Director and Audit Committee Member Ujimori, Masatoshi	Mgmt	For	For

Wal-Mart de Mexico SAB de CV

Meeting Date: 04/30/2024

Country: Mexico

Ticker: WALMEX

Meeting Type: Annual

Primary ISIN: MX01WA000038

Primary SEDOL: BW1YVH8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.a	Approve Report of Audit and Corporate Practices Committees	Mgmt	For	For
1.b	Approve CEO's Report and Board Opinion on CEO's Report	Mgmt	For	For
1.c	Approve Board of Directors' Report	Mgmt	For	For
1.d	Approve Report on Compliance with Fiscal Obligations	Mgmt	For	For
1.e	Approve Report Re: Employee Stock Purchase Plan; Approve New Employee Stock Purchase Plan	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>				
2	Approve Consolidated Financial Statements	Mgmt	For	For
<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
3.a	Approve Allocation of Income	Mgmt	For	For
3.b	Approve Ordinary Dividend of MXN 1.18 Per Share	Mgmt	For	For
3.c	Approve Extraordinary Dividend of MXN 0.99 Per Share	Mgmt	For	For
4	Approve Report on Share Repurchase Reserves	Mgmt	For	For
5.a	Accept Resignation of Judith McKenna as Director	Mgmt	For	For
5.b	Accept Resignation of Kirsten Evans as Director	Mgmt	For	For
5.c	Ratify Kathryn McLay as Director	Mgmt	For	Against
<i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate. The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s).</i>				
5.d	Elect Ignacio Caride as Director	Mgmt	For	For
5.e	Elect Viridiana Rios as Director	Mgmt	For	For
5.f1	Ratify Maria Teresa Arnal as Director	Mgmt	For	For
5.f2	Ratify Ernesto Cervera as Director	Mgmt	For	For
5.f3	Ratify Leigh Hopkins as Director	Mgmt	For	For
5.f4	Ratify Elizabeth Kwo as Director	Mgmt	For	For
5.f5	Ratify Guilherme Loureiro as Director	Mgmt	For	For

Wal-Mart de Mexico SAB de CV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5.f6	Ratify Eric Perez Grovas as Director	Mgmt	For	For
5.f7	Ratify Karthik Raghupathy as Director	Mgmt	For	For
5.f8	Ratify Tom Ward as Director	Mgmt	For	For
5.g	Ratify Ernesto Cervera as Chairman of Audit and Corporate Practices Committees	Mgmt	For	For
5.h	Approve Discharge of Board of Directors and Officers	Mgmt	For	For
5.i	Approve Directors and Officers Liability	Mgmt	For	For
5.j1	Approve Remuneration of Board Chairman	Mgmt	For	For
5.j2	Approve Remuneration of Directors	Mgmt	For	For
5.j3	Approve Remuneration of Chairman of Audit and Corporate Practices Committees	Mgmt	For	For
5.j4	Approve Remuneration of Members of Audit and Corporate Practices Committees	Mgmt	For	For
6	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For

Walmart Inc.

Meeting Date: 06/05/2024

Country: USA

Ticker: WMT

Meeting Type: Annual

Primary ISIN: US9311421039

Primary SEDOL: 2936921

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Cesar Conde	Mgmt	For	For
1b	Elect Director Timothy P. Flynn	Mgmt	For	For
1c	Elect Director Sarah J. Friar	Mgmt	For	For
1d	Elect Director Carla A. Harris	Mgmt	For	For
1e	Elect Director Thomas W. Horton	Mgmt	For	For
1f	Elect Director Marissa A. Mayer	Mgmt	For	For
1g	Elect Director C. Douglas McMillon	Mgmt	For	For
1h	Elect Director Brian Niccol	Mgmt	For	For
1i	Elect Director Gregory B. Penner	Mgmt	For	For
1j	Elect Director Randall L. Stephenson	Mgmt	For	For
1k	Elect Director Steuart L. Walton	Mgmt	For	For

Walmart Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>			
4	Publish Targets for Transitioning from Gestation Crates in Pork Supply Chain	SH	Against	Against
	<i>Voter Rationale: After engaging with the company and while we urge disclosure of a commitment and targets at management's discretion, we believe that it is meaningfully progressing towards improved animal welfare standards including the use of gestation crates.</i>			
5	Conduct and Report a Third-Party Racial Equity Audit	SH	Against	For
	<i>Voter Rationale: While we recognize the company's efforts, we believe that the assessment of the effectiveness of its practices would be helpful to management and investors.</i>			
6	Publish Human Rights Risk Assessment on the Impacts of Walmart's Supply Chain	SH	Against	Against
	<i>Voter Rationale: In engagement with the company, we believe that the human rights due diligence process in place is adequate, though we encourage increasing disclosure on how it focuses monitoring and remedy, and how results are being integrated into purchasing practices.</i>			
7	Establish a Company Compensation Policy of Paying a Living Wage	SH	Against	Against
	<i>Voter Rationale: We recognize the issues of low wages in the sector but believe that the company's human capital management approach is adequate and that the systemic challenges raised by the proponent are better managed through public policy.</i>			
8	Report on a Civil Rights and Non-Discrimination Audit	SH	Against	Against
	<i>Voter Rationale: We believe the company provides adequate disclosure on policies and management relating to non-discrimination.</i>			
9	Commission a Third Party Audit on Workplace Safety and Violence	SH	Against	For
	<i>Voter Rationale: While we recognize and appreciate that the company has engaged with stakeholders and improved its disclosure, we believe that considering health and safety and gun violence incidents an independent third-party assessment would provide it with a helpful review of current practices, their effectiveness, and recommendations that can support further improvements and provide investors with additional clarity.</i>			
10	Establish a Board Committee on Corporate Financial Sustainability	SH	Against	Against
	<i>Voter Rationale: We believe the company provides adequate disclosure on governance and policies relating to financial sustainability.</i>			

Wanhua Chemical Group Co., Ltd.

Meeting Date: 04/08/2024

Country: China

Ticker: 600309

Meeting Type: Annual

Primary ISIN: CNE0000016J9

Primary SEDOL: 6314932

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Financial Statements	Mgmt	For	For

Wanhua Chemical Group Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Profit Distribution	Mgmt	For	For
3	Approve Completion of the 2023 Investment Plan and 2024 Investment Plan Report	Mgmt	For	Against
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
4	Approve Annual Report	Mgmt	For	For
5	Approve Report of the Board of Directors	Mgmt	For	For
6	Approve Report of the Board of Supervisors	Mgmt	For	For
7	Approve Report of the Independent Directors	Mgmt	For	For
8	Approve Payment of Remuneration to Auditors	Mgmt	For	For
9	Approve to Appoint Auditor	Mgmt	For	For
10	Approve Related Party Transaction Agreement	Mgmt	For	For
11	Approve Provision of Guarantees	Mgmt	For	For
12	Approve to Increase the Forward Foreign Exchange Settlement and Sales Quota	Mgmt	For	For
13	Approve Amendments to Articles of Association	Mgmt	For	For
14	Amend Rules and Procedures Regarding Meetings of Board of Directors	Mgmt	For	Against
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
15	Amend Working System for Independent Directors	Mgmt	For	Against
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
16	Amend the Related Party Transaction System	Mgmt	For	Against
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				
17	Approve Shareholder Return Plan	Mgmt	For	For
	ELECT NON-INDEPENDENT DIRECTOR VIA CUMULATIVE VOTING	Mgmt		
18.1	Elect Liu Xunzhang as Director	Mgmt	For	For

Warby Parker Inc.

Meeting Date: 06/07/2024

Country: USA

Ticker: WRBY

Meeting Type: Annual

Primary ISIN: US93403J1060

Primary SEDOL: BLGZN51

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Neil Blumenthal	Mgmt	For	For
1.2	Elect Director Andrew Hunt	Mgmt	For	Withhold
<i>Voter Rationale: The audit committee is responsible for the integrity of the annual report and accounts. Substantial restatements of earnings are indicative of the inadequate oversight and controls by the audit committee.</i>				
1.3	Elect Director Gabrielle Sulzberger	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
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Variable remuneration should not contain a significant overlap of metrics. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

Warehouses De Pauw SCA

Meeting Date: 04/24/2024

Country: Belgium

Ticker: WDP

Meeting Type: Annual/Special

Primary ISIN: BE0974349814

Primary SEDOL: BK8VQD9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual/Special Meeting Agenda	Mgmt		
	Annual Meeting Agenda	Mgmt		
1	Receive Directors' Reports (Non-Voting)	Mgmt		
2	Receive Auditors' Reports (Non-Voting)	Mgmt		
3	Receive Directors' Reports of Sigmo NV/SA (Non-Voting)	Mgmt		
4	Receive Auditors' Reports of Sigmo NV/SA (Non-Voting)	Mgmt		
5	Acknowledge Optional Dividend Payment	Mgmt		
6	Approve Financial Statements and Allocation of Income	Mgmt	For	For
7	Approve Discharge of Directors	Mgmt	For	For
8	Approve Discharge of Auditors	Mgmt	For	For
9	Approve Financial Statements and Allocation of Income of Sigmo NV/SA	Mgmt	For	For
10	Approve Discharge of Directors of Sigmo NV/SA	Mgmt	For	For

Warehouses De Pauw SCA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
11	Approve Discharge of Auditors of Sigmoid NV/SA	Mgmt	For	For
12	Elect Patrick O as Independent Director	Mgmt	For	For
13	Approve Variable Remuneration of the Co-CEOs and Other Members of the Management Committee	Mgmt	For	For
14	Approve Remuneration Policy	Mgmt	For	For
<i>Voter Rationale: Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>				
15	Approve Remuneration Report	Mgmt	For	For
16.1	Approve Change-of-Control Clause Re: Credit Agreements	Mgmt	For	For
16.2	Approve Change-of-Control Clause Re: Credit Agreements Permitted Between the Date of the Convocation to the General Meeting and the Effective Session of the General Meeting	Mgmt	For	For
	Special Meeting Agenda	Mgmt		
A1	Receive Special Board Report in Application of Article 7:199 of the Belgian Code of Companies and Associations	Mgmt		
A2I	Authorize Increase in Share Capital of up to 50 Percent of Authorized Capital With Preemptive Rights by Cash Contributions	Mgmt	For	For
A2II	Authorize Increase in Share Capital of up to 50 Percent of Authorized Capital by Optional Dividend	Mgmt	For	For
A2III	Authorize Increase in Share Capital of up to 10 Percent of Authorized Capital Without Preemptive Rights by Various Means	Mgmt	For	For
B	Authorize Implementation of Approved Resolutions and Filing of Required Documents/Formalities at Trade Registry	Mgmt	For	For

Warner Bros. Discovery, Inc.

Meeting Date: 06/03/2024

Country: USA

Ticker: WBD

Meeting Type: Annual

Primary ISIN: US9344231041

Primary SEDOL: BM8JYX3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Li Haslett Chen	Mgmt	For	For

Warner Bros. Discovery, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Richard W. Fisher	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.3	Elect Director Paul A. Gould	Mgmt	For	Withhold
	<i>Voter Rationale: Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns. The 2023 -say-on-pay vote received approximately 50.8% shareholder support and the company has not meaningfully responded to shareholder concerns. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.4	Elect Director Kenneth W. Lowe	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.5	Elect Director John C. Malone	Mgmt	For	Withhold
	<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>			
1.6	Elect Director Fazal Merchant	Mgmt	For	For
1.7	Elect Director Paula A. Price	Mgmt	For	For
1.8	Elect Director David M. Zaslav	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	<i>Voter Rationale: The 2023 say-on-pay vote received just over 50% support, underscoring significant shareholder dissent to the company's pay practices. While shareholder engagement efforts are disclosed, the improvements made were minimal and did not fully address shareholder concerns, especially around pay-for-performance alignment and incentivizing long-term strategy execution. We continue to have concerns regarding the high base salary the CEO is paid compared to peers (\$3 million vs peer of \$2.1 million), that, when combined with the large annual bonus opportunity, provides for significant cash compensation opportunities that is not accompanied by robust disclosure. Furthermore, while the annual equity grant to the CEO is entirely performance-conditioned, 75% of the award is discretionary and based on strategic metrics and 25% is assessed on one-year free cash flow. We expect a majority of equity grants to have robust, long-term quantifiable measurements that shareholders can directly tie to company performance.</i>			
4	Amend Omnibus Stock Plan	Mgmt	For	Against
	<i>Voter Rationale: This plan could lead to excessive dilution. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>			
5	Report on Use of Artificial Intelligence	SH	Against	For
	<i>Voter Rationale: Improved transparency and the disclosure of ethical guidelines would provide shareholders the ability to evaluate the benefits and risks associated with the company's use of artificial intelligence (AI).</i>			
6	Provide Right to Call a Special Meeting	SH	Against	For
	<i>Voter Rationale: Holders of significant share capital should be entitled to call a special meeting. A total holding requirement of 10% is a suitable threshold to prevent abuse.</i>			
7	Establish a Board Committee on Corporate Financial Sustainability	SH	Against	Against
	<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>			

Waste Connections, Inc.

Meeting Date: 05/17/2024

Country: Canada

Ticker: WCN

Meeting Type: Annual

Primary ISIN: CA94106B1013

Primary SEDOL: BYQFRK5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Andrea E. Bertone	Mgmt	For	For
1b	Elect Director Edward E. "Ned" Guillet	Mgmt	For	For
1c	Elect Director Michael W. Harlan	Mgmt	For	For
1d	Elect Director Larry S. Hughes	Mgmt	For	For
1e	Elect Director Elise L. Jordan	Mgmt	For	For
1f	Elect Director Susan "Sue" Lee	Mgmt	For	For
1g	Elect Director Ronald J. Mittelstaedt	Mgmt	For	For
1h	Elect Director Carl D. Sparks	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Approve Grant Thornton LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Waste Management, Inc.

Meeting Date: 05/14/2024

Country: USA

Ticker: WM

Meeting Type: Annual

Primary ISIN: US94106L1098

Primary SEDOL: 2937667

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Thomas L. Bene	Mgmt	For	For
1b	Elect Director Bruce E. Chinn	Mgmt	For	For
1c	Elect Director James C. Fish, Jr.	Mgmt	For	For
1d	Elect Director Andres R. Gluski	Mgmt	For	For
1e	Elect Director Victoria M. Holt	Mgmt	For	For
1f	Elect Director Kathleen M. Mazzarella	Mgmt	For	For
1g	Elect Director Sean E. Menke	Mgmt	For	For
1h	Elect Director William B. Plummer	Mgmt	For	For
1i	Elect Director Maryrose T. Sylvester	Mgmt	For	For

Waste Management, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For

Waters Corporation

Meeting Date: 05/23/2024

Country: USA

Ticker: WAT

Meeting Type: Annual

Primary ISIN: US9418481035

Primary SEDOL: 2937689

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Flemming Ornskov	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.2	Elect Director Linda Baddour	Mgmt	For	For
1.3	Elect Director Udit Batra	Mgmt	For	For
1.4	Elect Director Dan Brennan	Mgmt	For	For
1.5	Elect Director Richard Fearon	Mgmt	For	For
1.6	Elect Director Pearl S. Huang	Mgmt	For	For
1.7	Elect Director Wei Jiang	Mgmt	For	For
1.8	Elect Director Christopher A. Kuebler	Mgmt	For	For
1.9	Elect Director Mark Vergnano	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
4	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For

Watsco, Inc.

Meeting Date: 06/03/2024

Country: USA

Ticker: WSO

Meeting Type: Annual

Primary ISIN: US9426222009

Primary SEDOL: 2943039

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Director Barry S. Logan	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: A vote AGAINST this proposal is warranted. The STIP lacks disclosure for its metrics' targets, weightings, and results and, though no bonuses were awarded for FY23, concerns are raised with the structure of the program which allows for discretionary bonuses to half of the NEOs. Further, while LTIP equity grants are entirely performance-conditioned and have unusually long vesting periods, awards are made in Class B shares which have preferential voting rights. The CEO has also earned the maximum grant in each of the last three years.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Watts Water Technologies, Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: WTS

Meeting Type: Annual

Primary ISIN: US9427491025

Primary SEDOL: 2943620

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Rebecca J. Boll	Mgmt	For	For
1.2	Elect Director Michael J. Dubose	Mgmt	For	For
1.3	Elect Director David A. Dunbar	Mgmt	For	For
1.4	Elect Director Louise K. Goeser	Mgmt	For	For
1.5	Elect Director Kenneth Napolitano	Mgmt	For	For
1.6	Elect Director Joseph T. Noonan	Mgmt	For	Withhold
<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>				
1.7	Elect Director Robert J. Pagano, Jr.	Mgmt	For	For
1.8	Elect Director Merilee Raines	Mgmt	For	For
1.9	Elect Director Joseph W. Reitmeier	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Waypoint REIT

Meeting Date: 05/15/2024

Country: Australia

Ticker: WPR

Meeting Type: Annual

Primary ISIN: AU0000088064

Primary SEDOL: BLBQ285

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Resolutions for Waypoint REIT Limited (Company) Approve Remuneration Report	Mgmt	For	For
<p><i>Voter Rationale: The remuneration report does not articulate how executives performed against historic performance targets. The board should articulate how bonus payments reflect prior year performance, as well as outlining forward-looking targets that underpin long-term incentive plans. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
3	Elect Christopher Lawton as Director	Mgmt	For	For
4	Resolution for Waypoint REIT Limited (Company) and Waypoint REIT Trust (Trust) Approve Grant of Performance Rights to Hadyn Stephens	Mgmt	For	For
5	Approve Increase of the Remuneration Pool for Non-Executive Directors	Mgmt	None	For

Weatherford International plc

Meeting Date: 06/12/2024

Country: Ireland

Ticker: WFRD

Meeting Type: Annual

Primary ISIN: IE00BLNN3691

Primary SEDOL: BLNN369

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Benjamin C. Duster, IV	Mgmt	For	For
1b	Elect Director Neal P. Goldman	Mgmt	For	Against
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				
1c	Elect Director Jacqueline C. Mutschler	Mgmt	For	For
1d	Elect Director Girishchandra K. Saligram	Mgmt	For	For
1e	Elect Director Charles M. Sledge	Mgmt	For	For

Weatherford International plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify the Appointment of KPMG LLP as Auditor and KPMG Chartered Accountants, Dublin as Statutory Auditor under Irish Law, and Authorize the Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Authorize Board to Issue of Shares under Irish Law	Mgmt	For	For
5	Authorize the Board's Authority to Opt-Out of Statutory Pre-Emptions Rights Under Irish Law	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				

Webster Financial Corporation

Meeting Date: 04/24/2024

Country: USA

Ticker: WBS

Meeting Type: Annual

Primary ISIN: US9478901096

Primary SEDOL: 2945143

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director John R. Ciulla	Mgmt	For	For
1b	Elect Director William L. Atwell	Mgmt	For	For
1c	Elect Director John P. Cahill	Mgmt	For	For
1d	Elect Director E. Carol Hayles	Mgmt	For	For
1e	Elect Director Mona Aboelnaga Kanaan	Mgmt	For	For
1f	Elect Director Maureen B. Mitchell	Mgmt	For	For
1g	Elect Director Laurence C. Morse	Mgmt	For	For
1h	Elect Director Richard O'Toole	Mgmt	For	For
1i	Elect Director Mark Pettie	Mgmt	For	For
1j	Elect Director Lauren C. States	Mgmt	For	For
1k	Elect Director William E. Whiston	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				

Webster Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

Weis Markets, Inc.

Meeting Date: 05/02/2024	Country: USA	Ticker: WMK
	Meeting Type: Annual	
	Primary ISIN: US9488491047	Primary SEDOL: 2946845

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jonathan H. Weis	Mgmt	For	For
<p><i>Voter Rationale: The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s).</i></p>				
1.2	Elect Director Harold G. Graber	Mgmt	For	For
1.3	Elect Director Dennis G. Hatchell	Mgmt	For	For
1.4	Elect Director Edward J. Lauth, III	Mgmt	For	Withhold
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i></p>				
1.5	Elect Director Gerrald B. Silverman	Mgmt	For	Withhold
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns.</i></p>				
2	Ratify RSM US LLP as Auditors	Mgmt	For	For
3	Report on Climate Change Related Risks in its Supply Chain	SH	Against	For
<p><i>Voter Rationale: A vote FOR this resolution is warranted as shareholders would benefit from additional disclosure on the company's management of climate-related supply chain risks.</i></p>				
4	Report on Prioritizing the Humane Treatment of Animals in its Supply Chain	SH	Against	Against

Welcia Holdings Co., Ltd.

Meeting Date: 05/28/2024	Country: Japan	Ticker: 3141
	Meeting Type: Annual	
	Primary ISIN: JP3274280001	Primary SEDOL: B3CF1G6

Welcia Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Amend Business Lines - Amend Provisions on Number of Directors	Mgmt	For	For
2.1	Elect Director Ikeno, Takamitsu	Mgmt	For	For
2.2	Elect Director Kirisawa, Hideaki	Mgmt	For	For
2.3	Elect Director Tanaka, Junichi	Mgmt	For	For
2.4	Elect Director Shibazaki, Takamune	Mgmt	For	For
2.5	Elect Director Takahashi, Koji	Mgmt	For	For
2.6	Elect Director Okada, Motoya	Mgmt	For	For
2.7	Elect Director Nakai, Tomoko	Mgmt	For	For
2.8	Elect Director Ishizuka, Kunio	Mgmt	For	For
2.9	Elect Director Nagata, Tadashi	Mgmt	For	For
2.10	Elect Director Nozawa, Katsunori	Mgmt	For	For
2.11	Elect Director Horie, Shigeo	Mgmt	For	For
2.12	Elect Director Ishizaka, Noriko	Mgmt	For	For
2.13	Elect Director Nakayama, Yasuo	Mgmt	For	For
3	Appoint Statutory Auditor Tanaka, Hidekazu	Mgmt	For	For

Wells Fargo & Company

Meeting Date: 04/30/2024

Country: USA

Ticker: WFC

Meeting Type: Annual

Primary ISIN: US9497461015

Primary SEDOL: 2649100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Steven D. Black	Mgmt	For	For
1b	Elect Director Mark A. Chancy	Mgmt	For	For
1c	Elect Director Celeste A. Clark	Mgmt	For	For
1d	Elect Director Theodore F. Craver, Jr.	Mgmt	For	For
1e	Elect Director Richard K. Davis	Mgmt	For	For
1f	Elect Director Fabian T. Garcia	Mgmt	For	For
1g	Elect Director Wayne M. Hewett	Mgmt	For	For
1h	Elect Director CeCelia G. Morken	Mgmt	For	For
1i	Elect Director Maria R. Morris	Mgmt	For	For

Wells Fargo & Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1j	Elect Director Felicia F. Norwood	Mgmt	For	For
1k	Elect Director Ronald L. Sargent	Mgmt	For	For
1l	Elect Director Charles W. Scharf	Mgmt	For	For
1m	Elect Director Suzanne M. Vautrinot	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
4	Opt Out of Section 203 of the Delaware General Corporation Law	Mgmt	For	For
5	Eliminate Supermajority Vote Requirement to Amend the Local Directors Provision	Mgmt	For	For
<i>Voter Rationale: Board efforts to reduce supermajority provisions are appreciated, as they create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				
6	Report on Prevention of Workplace Harassment and Discrimination	SH	Against	For
<i>Voter Rationale: A vote FOR this resolution is warranted, as the company has faced recent attention for allegations of discrimination in the workplace, and increased transparency would help shareholders assess how the company is managing associated risks.</i>				
7	Commission Third Party Assessment on Company's Commitment to Freedom of Association and Collective Bargaining Rights	SH	Against	For
<i>Voter Rationale: A vote FOR this proposal is warranted, as shareholders would benefit from an assessment of the company's respect for its employees' right to freedom of association and collective bargaining.</i>				
8	Report on Respecting Indigenous Peoples' Rights	SH	Against	For
<i>Voter Rationale: A vote FOR this proposal is warranted. The bank and its shareholders are likely to benefit from increased transparency regarding due diligence around Indigenous Peoples' rights in project-related financing and clients' activities, for existing and future business.</i>				
9	Issue Audited Report on Climate Transition Policies	SH	Against	Against
10	Report on Climate Lobbying	SH	Against	For
<i>Voter Rationale: A vote FOR this proposal is warranted. The company and its shareholders are likely to benefit from a review of how the company's and its trade associations' lobbying positions align with its climate goals.</i>				
11	Report on Congruency of Political Spending with Company Values and Priorities	SH	Against	For
<i>Voter Rationale: A vote FOR this proposal is warranted, as a report on the company's congruence of political expenditures with stated values would enable shareholders to have a more comprehensive understanding of how the company oversees and manages risks related to its political partnerships.</i>				
12	Report on Lobbying Payments and Policy	SH	Against	For
<i>Voter Rationale: Comprehensive, aggregate disclosure on political spending is best practice. Disclosure should include all state and local donations including support for 527 organizations and ballot initiatives. In addition, the company should identify key relationships with trade associations that engage in lobbying on the corporation's behalf, as well as describe its policies and processes for giving. We ask that the board provide ultimate oversight for political donations.</i>				

Wells Fargo & Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
13	Report on Risks Related to Discrimination Against Individuals Including Religious/Political Views	SH	Against	Against

Welltower Inc.

Meeting Date: 05/23/2024 **Country:** USA **Ticker:** WELL
Meeting Type: Annual **Primary ISIN:** US95040Q1040 **Primary SEDOL:** BYVYHH4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kenneth J. Bacon	Mgmt	For	For
1b	Elect Director Karen B. DeSalvo	Mgmt	For	For
1c	Elect Director Dennis G. Lopez	Mgmt	For	For
1d	Elect Director Shankh Mitra	Mgmt	For	For
1e	Elect Director Ade J. Patton	Mgmt	For	For
1f	Elect Director Diana W. Reid	Mgmt	For	For
1g	Elect Director Sergio D. Rivera	Mgmt	For	For
1h	Elect Director Johnese M. Spisso	Mgmt	For	For
1i	Elect Director Kathryn M. Sullivan	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Amend Certificate of Incorporation to Limit the Liability of Officers	Mgmt	For	For
5	Increase Authorized Common Stock	Mgmt	For	For

Wesbanco, Inc.

Meeting Date: 04/17/2024 **Country:** USA **Ticker:** WSBC
Meeting Type: Annual **Primary ISIN:** US9508101014 **Primary SEDOL:** 2953782

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director James W. Cornelsen	Mgmt	For	For

Wesbanco, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Robert J. Fitzsimmons	Mgmt	For	For
1.3	Elect Director D. Bruce Knox	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.4	Elect Director Jeffrey H. Jackson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
5	Other Business	Mgmt	For	Against
<i>Voter Rationale: Any Other Business' should not be a voting item.</i>				

Wesdome Gold Mines Ltd.

Meeting Date: 06/18/2024

Country: Canada

Ticker: WDO

Meeting Type: Annual

Primary ISIN: CA95083R1001

Primary SEDOL: B0Y90N5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Anthea Bath	Mgmt	For	For
1.2	Elect Director Louise Grondin	Mgmt	For	For
1.3	Elect Director Charles Main	Mgmt	For	For
1.4	Elect Director Jacqueline Ricci	Mgmt	For	For
1.5	Elect Director Brian Skanderbeg	Mgmt	For	For
1.6	Elect Director Edie Thome	Mgmt	For	For
<i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
1.7	Elect Director Bill Washington	Mgmt	For	For
2	Approve Grant Thornton LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For

West African Resources Limited

Meeting Date: 05/10/2024

Country: Australia

Ticker: WAF

Meeting Type: Annual

Primary ISIN: AU000000WAF6

Primary SEDOL: B4KBBN0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	Against
	<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. The remuneration report does not articulate how executives performed against historic performance targets. The board should articulate how bonus payments reflect prior year performance, as well as outlining forward-looking targets that underpin long-term incentive plans.</i>			
2	Elect Elizabeth Mounsey as Director	Mgmt	For	For
3	Elect Stewart Findlay as Director	Mgmt	For	Against
	<i>Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.</i>			
4	Approve Issuance of Fee Performance Rights in Lieu of Director Fees to Rod Leonard	Mgmt	For	Against
	<i>Voter Rationale: Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable.</i>			
5	Approve Issuance of Fee Performance Rights in Lieu of Director Fees to Nigel Spicer	Mgmt	For	Against
	<i>Voter Rationale: Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable.</i>			
6	Approve Issuance of Fee Performance Rights in Lieu of Director Fees to Stewart Findlay	Mgmt	For	Against
	<i>Voter Rationale: Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable.</i>			
7	Approve Issuance of Fee Performance Rights in Lieu of Director Fees to Robin Romero	Mgmt	For	Against
	<i>Voter Rationale: Variable remuneration and equity incentives should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable.</i>			
8	Approve Issuance of Incentive Performance Rights to Richard Hyde	Mgmt	For	Against
	<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>			
9	Approve Issuance of Incentive Performance Rights to Lyndon Hopkins	Mgmt	For	Against
	<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>			
10	Approve Issuance of Incentive Performance Rights to Elizabeth Mounsey	Mgmt	For	Against
	<i>Voter Rationale: Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>			

West Japan Railway Co.

Meeting Date: 06/19/2024

Country: Japan

Ticker: 9021

Meeting Type: Annual

Primary ISIN: JP3659000008

Primary SEDOL: 6957995

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 84.5	Mgmt	For	For
2.1	Elect Director Hasegawa, Kazuaki	Mgmt	For	For
2.2	Elect Director Tsutsui, Yoshinobu	Mgmt	For	For
2.3	Elect Director Nozaki, Haruko	Mgmt	For	For
2.4	Elect Director Iino, Kenji	Mgmt	For	For
2.5	Elect Director Miyabe, Yoshiyuki	Mgmt	For	For
2.6	Elect Director Kurasaka, Shoji	Mgmt	For	For
2.7	Elect Director Tsubone, Eiji	Mgmt	For	For
2.8	Elect Director Okuda, Hideo	Mgmt	For	For
2.9	Elect Director Haruna, Koichi	Mgmt	For	For
2.10	Elect Director Inoue, Akira	Mgmt	For	For
2.11	Elect Director Urushihara, Takeshi	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Ogura, Maki	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
3.2	Elect Director and Audit Committee Member Tada, Makiko	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
3.3	Elect Director and Audit Committee Member Hazama, Emiko	Mgmt	For	For
3.4	Elect Director and Audit Committee Member Goto, Kenryo	Mgmt	For	For

West Pharmaceutical Services, Inc.

Meeting Date: 04/23/2024

Country: USA

Ticker: WST

Meeting Type: Annual

Primary ISIN: US9553061055

Primary SEDOL: 2950482

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mark A. Buthman	Mgmt	For	For
1b	Elect Director William F. Feehery	Mgmt	For	For

West Pharmaceutical Services, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1c	Elect Director Robert F. Friel	Mgmt	For	For
1d	Elect Director Eric M. Green	Mgmt	For	For
1e	Elect Director Thomas W. Hofmann	Mgmt	For	For
1f	Elect Director Molly E. Joseph	Mgmt	For	For
1g	Elect Director Deborah L. V. Keller	Mgmt	For	For
1h	Elect Director Myla P. Lai-Goldman	Mgmt	For	For
1i	Elect Director Stephen H. Lockhart	Mgmt	For	For
1j	Elect Director Douglas A. Michels	Mgmt	For	For
1k	Elect Director Paolo Pucci	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Eliminate Supermajority Transaction Requirement	Mgmt	For	For
<i>Voter Rationale: Board efforts to reduce supermajority provisions are appreciated, as they create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				
4	Eliminate Supermajority Vote Requirement	Mgmt	For	For
<i>Voter Rationale: Board efforts to reduce supermajority provisions are appreciated, as they create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				
5	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
6	Adopt Simple Majority Vote	SH	Against	For
<i>Voter Rationale: Supermajority provisions create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i>				

Westamerica Bancorporation

Meeting Date: 04/25/2024

Country: USA

Ticker: WABC

Meeting Type: Annual

Primary ISIN: US9570901036

Primary SEDOL: 2950374

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director E. Joseph Bowler	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				

Westamerica Bancorporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Alisa Belew	Mgmt	For	For
1.3	Elect Director Martin Camsey	Mgmt	For	For
1.4	Elect Director Melanie Martella Chiesa	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1.5	Elect Director Michele Hassid	Mgmt	For	For
1.6	Elect Director David L. Payne	Mgmt	For	For
1.7	Elect Director Edward B. Sylvester	Mgmt	For	For
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i>				
1.8	Elect Director Inez Wondeh	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Crowe LLP as Auditors	Mgmt	For	For

Western Alliance Bancorporation

Meeting Date: 06/12/2024

Country: USA

Ticker: WAL

Meeting Type: Annual

Primary ISIN: US9576381092

Primary SEDOL: B0CCGJ4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Bruce D. Beach	Mgmt	For	For
1.2	Elect Director Kevin M. Blakely	Mgmt	For	For
1.3	Elect Director Juan R. Figueroa	Mgmt	For	For
1.4	Elect Director Howard N. Gould	Mgmt	For	For
1.5	Elect Director Greta Guggenheim	Mgmt	For	For
1.6	Elect Director Christopher A. Halmy	Mgmt	For	For
1.7	Elect Director Mary Chris Jammet	Mgmt	For	For
1.8	Elect Director Marianne Boyd Johnson	Mgmt	For	For
1.9	Elect Director Mary Tuuk Kuras	Mgmt	For	For
1.10	Elect Director Robert P. Latta	Mgmt	For	For
1.11	Elect Director Anthony T. Meola	Mgmt	For	For
1.12	Elect Director Bryan K. Segedi	Mgmt	For	For
1.13	Elect Director Donald D. Snyder	Mgmt	For	For
1.14	Elect Director Kenneth A. Vecchione	Mgmt	For	For

Western Alliance Bancorporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<p><i>Voter Rationale: We support an annual say on pay frequency.</i></p>				
4	Ratify RSM US LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				
5	Report on Overseeing Risks Related to Discrimination Including Religious/Political Views	SH	Against	Against
<p><i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i></p>				

Western Digital Corporation

Meeting Date: 05/10/2024

Country: USA

Ticker: WDC

Meeting Type: Special

Primary ISIN: US9581021055

Primary SEDOL: 2954699

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Increase Authorized Common Stock	Mgmt	For	For
2	Amend Certificate of Incorporation to Provide for the Exculpation of Certain Officers	Mgmt	For	For
3	Amend Charter to Remove Pass-Through Voting Provision	Mgmt	For	For
4	Amend Certificate of Incorporation to Provide for the Exculpation of Certain Officers	Mgmt	For	For
5	Adjourn Meeting	Mgmt	For	For

Westinghouse Air Brake Technologies Corporation

Meeting Date: 05/16/2024

Country: USA

Ticker: WAB

Meeting Type: Annual

Primary ISIN: US9297401088

Primary SEDOL: 2955733

Westinghouse Air Brake Technologies Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Linda A. Harty	Mgmt	For	For
1b	Elect Director Brian P. Hehir	Mgmt	For	For
1c	Elect Director Beverley A. Babcock	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Westshore Terminals Investment Corp.

Meeting Date: 06/18/2024

Country: Canada

Ticker: WTE

Meeting Type: Annual

Primary ISIN: CA96145A2002

Primary SEDOL: B8KB138

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director William W. Stinson	Mgmt	For	For
<i>Voter Rationale: The company should move towards a three-committee structure (audit, remuneration and nomination) in line with regional best practice, with independent board committees that report annually on their activities. We hold this nominee responsible for the lack of key committee(s). The company should establish formal board-level oversight of environmental and social issues. We are holding this director accountable.</i>				
1.2	Elect Director Dallas H. Ross	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1.3	Elect Director Brian Canfield	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 30% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
1.4	Elect Director Glen Clark	Mgmt	For	Withhold
<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>				
1.5	Elect Director Clark H. Hollands	Mgmt	For	For
<i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
1.6	Elect Director Nick Desmarais	Mgmt	For	For
1.7	Elect Director Steve Akazawa	Mgmt	For	For
1.8	Elect Director Dianne Watts	Mgmt	For	For

Westshore Terminals Investment Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

WEX Inc.

Meeting Date: 05/09/2024	Country: USA	Ticker: WEX
	Meeting Type: Annual	
	Primary ISIN: US96208T1043	Primary SEDOL: B8383P2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nancy Altobello	Mgmt	For	For
1.2	Elect Director Daniel Callahan	Mgmt	For	For
1.3	Elect Director Aimee Cardwell	Mgmt	For	For
1.4	Elect Director Shikhar Ghosh	Mgmt	For	For
1.5	Elect Director James Groch	Mgmt	For	For
1.6	Elect Director James (Jim) Neary	Mgmt	For	For
1.7	Elect Director Derrick Roman	Mgmt	For	For
1.8	Elect Director Melissa D. Smith	Mgmt	For	For
1.9	Elect Director Stephen Smith	Mgmt	For	For
1.10	Elect Director Susan Sobott	Mgmt	For	For
1.11	Elect Director Jack VanWoerkom	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Weyerhaeuser Company

Meeting Date: 05/10/2024	Country: USA	Ticker: WY
	Meeting Type: Annual	
	Primary ISIN: US9621661043	Primary SEDOL: 2958936

Weyerhaeuser Company

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 Deidra C. Merriwether	Mgmt	For	For
1e	Elect Director Al Monaco	Mgmt	For	For
1f	Elect Director James C. O'Rourke	Mgmt	For	For
1g	Elect Director Nicole W. Piasecki	Mgmt	For	For
1h	Elect Director Lawrence A. Selzer	Mgmt	For	For
1i	Elect Director Devin W. Stockfish	Mgmt	For	For
1j	Elect Director Kim Williams	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Wharf Real Estate Investment Company Limited

Meeting Date: 05/07/2024

Country: Cayman Islands

Ticker: 1997

Meeting Type: Annual

Primary ISIN: KYG9593A1040

Primary SEDOL: BF0GWS4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2a	Elect Paul Yiu Cheung Tsui as Director	Mgmt	For	For
<i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>				
2b	Elect Yen Thean Leng as Director	Mgmt	For	For
2c	Elect Horace Wai Chung Lee as Director	Mgmt	For	For
2d	Elect Tak Hay Chau as Director	Mgmt	For	For
3a	Approve Increase in the Rate of Annual Fee Payable to the Chairman of the Company	Mgmt	For	For

Wharf Real Estate Investment Company Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3b	Approve Increase in the Rate of Annual Fee Payable to Each of the Directors, Other than the Chairman, of the Company	Mgmt	For	For
3c	Approve Increase in the Rate of Annual Fee Payable to the Chairman of the Audit Committee of the Company	Mgmt	For	For
3d	Approve Increase in the Rate of Annual Fee Payable to Each Member, Other than the Chairman, of the Audit Committee of the Company	Mgmt	For	For
3e	Approve Increase in the Rate of Annual Fee Payable to the Chairman and Each Member of the Remuneration Committee of the Company	Mgmt	For	For
4	Approve KPMG as Auditors 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
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
7	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				

Wheaton Precious Metals Corp.

Meeting Date: 05/10/2024

Country: Canada

Ticker: WPM

Meeting Type: Annual/Special

Primary ISIN: CA9628791027

Primary SEDOL: BF13KN5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
a1	Elect Director George L. Brack	Mgmt	For	For
a2	Elect Director Jaimie Donovan	Mgmt	For	For
a3	Elect Director R. Peter Gillin	Mgmt	For	For
a4	Elect Director Chantal Gosselin	Mgmt	For	For
a5	Elect Director Jeane Hull	Mgmt	For	For
a6	Elect Director Glenn Ives	Mgmt	For	For
a7	Elect Director Charles A. Jeannes	Mgmt	For	For
a8	Elect Director Marilyn Schonberner	Mgmt	For	For

Wheaton Precious Metals Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
a9	Elect Director Randy V.J. Smallwood	Mgmt	For	For
a10	Elect Director Srinivasan Venkatakrishnan	Mgmt	For	For
b	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
c	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

White Mountains Insurance Group, Ltd.

Meeting Date: 05/23/2024	Country: Bermuda	Ticker: WTM
	Meeting Type: Annual	
	Primary ISIN: BMG9618E1075	Primary SEDOL: 2339252

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Reid T. Campbell	Mgmt	For	For
1.01	Elect Director Margaret Dillon	Mgmt	For	For
1.02	Elect Director Philip A. Gelston	Mgmt	For	For
1.03	Elect Director David A. Tanner	Mgmt	For	For
2	Approval of Advisory Resolution on Executive Compensation.	Mgmt	For	For
<i>Voter Rationale: Variable remuneration should not contain a significant overlap of metrics.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors.	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				

Whitestone REIT

Meeting Date: 05/14/2024	Country: USA	Ticker: WSR
	Meeting Type: Proxy Contest	
	Primary ISIN: US9660842041	Primary SEDOL: B6452T5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Management Universal Proxy (White Proxy Card)	Mgmt		

Whitestone REIT

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	From the Combined List of Management & Dissident Nominees - Elect 6 Directors	Mgmt		
1a	Elect Management Nominee Director Nandita V. Berry	Mgmt	For	For
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1b	Elect Management Nominee Director Julia B. Buthman	Mgmt	For	For
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1c	Elect Management Nominee Director Amy S. Feng	Mgmt	For	For
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1d	Elect Management Nominee Director David K. Holeman	Mgmt	For	For
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1e	Elect Management Nominee Director Jeffrey A. Jones	Mgmt	For	For
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1f	Elect Management Nominee Director David F. Taylor	Mgmt	For	For
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1g	Elect Dissident Nominee Director Catherine Clark	SH	Withhold	Withhold
1h	Elect Dissident Nominee Director Bruce Schanzer	SH	Withhold	Withhold
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Pannell Kerr Forster of Texas, P.C. as Auditors	Mgmt	For	For
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
	Dissident Universal Proxy (Blue Proxy Card)	Mgmt		
	From the Combined List of Management & Dissident Nominees - Elect 6 Directors	Mgmt		
1a	Elect Dissident Nominee Director Catherine Clark	SH	For	Do Not Vote
	<i>Voter Rationale: Support is warranted FOR dissident nominee Schanzer and incumbent nominees Taylor, Buthman, Feng, Holeman, and Jones. Shareholders are recommended to WITHHOLD on incumbent nominee Berry and dissident nominee Clark.</i>			
1b	Elect Dissident Nominee Director Bruce Schanzer	SH	For	Do Not Vote
	<i>Voter Rationale: Support is warranted FOR dissident nominee Schanzer and incumbent nominees Taylor, Buthman, Feng, Holeman, and Jones. Shareholders are recommended to WITHHOLD on incumbent nominee Berry and dissident nominee Clark.</i>			
1c	Elect Management Nominee Director Julia B. Buthman	Mgmt	For	Do Not Vote
	<i>Voter Rationale: Support is warranted FOR dissident nominee Schanzer and incumbent nominees Taylor, Buthman, Feng, Holeman, and Jones. Shareholders are recommended to WITHHOLD on incumbent nominee Berry and dissident nominee Clark.</i>			

Whitestone REIT

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Management Nominee Director Amy S. Feng	Mgmt	For	Do Not Vote
<i>Voter Rationale: Support is warranted FOR dissident nominee Schanzer and incumbent nominees Taylor, Buthman, Feng, Holeman, and Jones. Shareholders are recommended to WITHHOLD on incumbent nominee Berry and dissident nominee Clark.</i>				
1e	Elect Management Nominee Director David K. Holeman	Mgmt	For	Do Not Vote
<i>Voter Rationale: Support is warranted FOR dissident nominee Schanzer and incumbent nominees Taylor, Buthman, Feng, Holeman, and Jones. Shareholders are recommended to WITHHOLD on incumbent nominee Berry and dissident nominee Clark.</i>				
1f	Elect Management Nominee Director Jeffrey A. Jones	Mgmt	For	Do Not Vote
<i>Voter Rationale: Support is warranted FOR dissident nominee Schanzer and incumbent nominees Taylor, Buthman, Feng, Holeman, and Jones. Shareholders are recommended to WITHHOLD on incumbent nominee Berry and dissident nominee Clark.</i>				
1g	Elect Management Nominee Director Nandita V. Berry	Mgmt	Withhold	Do Not Vote
<i>Voter Rationale: Support is warranted FOR dissident nominee Schanzer and incumbent nominees Taylor, Buthman, Feng, Holeman, and Jones. Shareholders are recommended to WITHHOLD on incumbent nominee Berry and dissident nominee Clark.</i>				
1h	Elect Management Nominee Director David F. Taylor	Mgmt	Withhold	Do Not Vote
<i>Voter Rationale: Support is warranted FOR dissident nominee Schanzer and incumbent nominees Taylor, Buthman, Feng, Holeman, and Jones. Shareholders are recommended to WITHHOLD on incumbent nominee Berry and dissident nominee Clark.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	None	Do Not Vote
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
3	Ratify Pannell Kerr Forster of Texas, P.C. as Auditors	Mgmt	None	Do Not Vote
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Williams-Sonoma, Inc.

Meeting Date: 05/29/2024

Country: USA

Ticker: WSM

Meeting Type: Annual

Primary ISIN: US9699041011

Primary SEDOL: 2967589

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Laura Alber	Mgmt	For	For
1.2	Elect Director Esi Eggleston Bracey	Mgmt	For	For
1.3	Elect Director Andrew Campion	Mgmt	For	For
1.4	Elect Director Scott Dahnke	Mgmt	For	For
1.5	Elect Director Anne Finucane	Mgmt	For	For
1.6	Elect Director William Ready	Mgmt	For	For
1.7	Elect Director Frits van Paasschen	Mgmt	For	For

Williams-Sonoma, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i></p>				
3	Amend Certificate of Incorporation to Provide for the Exculpation of Certain Officers	Mgmt	For	For
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				

Willis Towers Watson Public Limited Company

Meeting Date: 05/22/2024

Country: Ireland

Ticker: WTW

Meeting Type: Annual

Primary ISIN: IE00BDB6Q211

Primary SEDOL: BDB6Q21

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Dame Inga Beale	Mgmt	For	For
1b	Elect Director Fumbi Chima	Mgmt	For	For
1c	Elect Director Stephen Chipman	Mgmt	For	For
1d	Elect Director Michael Hammond	Mgmt	For	For
1e	Elect Director Carl Hess	Mgmt	For	For
1f	Elect Director Jacqueline Hunt	Mgmt	For	For
1g	Elect Director Paul Reilly	Mgmt	For	For
1h	Elect Director Michelle Swanback	Mgmt	For	For
1i	Elect Director Paul Thomas	Mgmt	For	For
1j	Elect Director Fredric Tomczyk	Mgmt	For	For
2	Ratify the Appointment of Deloitte & Touche LLP as Auditor and Deloitte Ireland LLP to audit the Irish Statutory Accounts, and Authorize the Board to Fix Their Remuneration	Mgmt	For	For

Willis Towers Watson Public Limited Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				
4	Renew the Board's Authority to Issue Shares Under Irish Law	Mgmt	For	For
5	Renew the Board's Authority to Opt-Out of Statutory Pre-Emptions Rights	Mgmt	For	For

WillScot Mobile Mini Holdings Corp.

Meeting Date: 06/07/2024

Country: USA

Ticker: WSC

Meeting Type: Annual

Primary ISIN: US9713781048

Primary SEDOL: BMHL0Z4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mark S. Bartlett	Mgmt	For	For
1b	Elect Director Erika T. Davis	Mgmt	For	For
1c	Elect Director Gerard E. Holthaus	Mgmt	For	For
1d	Elect Director Natalia N. Johnson	Mgmt	For	For
1e	Elect Director Erik Olsson	Mgmt	For	For
1f	Elect Director Rebecca L. Owen	Mgmt	For	For
1g	Elect Director Jeff Sagansky	Mgmt	For	For
1h	Elect Director Bradley L. Soultz	Mgmt	For	For
1i	Elect Director Michael W. Upchurch	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
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For

WingArc1st Inc.

Meeting Date: 05/30/2024

Country: Japan

Ticker: 4432

Meeting Type: Annual

Primary ISIN: JP3154360006

Primary SEDOL: BHHDV30

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Uchino, Hiroyuki	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
1.2	Elect Director Tanaka, Jun	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
1.3	Elect Director Shimazawa, Ko	Mgmt	For	For
1.4	Elect Director Fujimoto, Taisuke	Mgmt	For	For
1.5	Elect Director Yamazawa, Kotaro	Mgmt	For	For
1.6	Elect Director Yajima, Takao	Mgmt	For	For
1.7	Elect Director Okada, Shunsuke	Mgmt	For	For
1.8	Elect Director Iizumi, Kaori	Mgmt	For	For
2	Approve Trust-Type Equity Compensation Plan	Mgmt	For	Against
<i>Voter Rationale: Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.</i>				

Wingstop Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: WING

Meeting Type: Annual

Primary ISIN: US9741551033

Primary SEDOL: BYYXHN4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kate S. Lavelle	Mgmt	For	For
1.2	Elect Director Kilandigalu (Kay) M. Madati	Mgmt	For	For
1.3	Elect Director Michael J. Skipworth	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	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
5	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Wingstop Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Report on GHG Emissions Reduction Targets	SH	Against	For
<p><i>Voter Rationale: We are supportive of requests to enhance disclosure and transparency concerning climate risk so long as the resolution does not directly circumvent management discretion or seek to entirely redefine the company's existing business strategy. To meet the ambition of the Paris Agreement and avoid massive risk to shareholder value, corporations should demonstrate the nexus between their climate aspirations and business strategy via disclosure of credible Paris- or 1.5 degree-aligned emissions reduction targets. Current disclosure does not sufficiently provide investors such information.</i></p>				

Winmark Corporation

Meeting Date: 04/24/2024	Country: USA	Ticker: WINA
	Meeting Type: Annual	
	Primary ISIN: US9742501029	Primary SEDOL: 2391092

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Fix Number of Directors at Seven	Mgmt	For	For
2.1	Elect Director Brett D. Heffes	Mgmt	For	For
2.2	Elect Director Lawrence A. Barbetta	Mgmt	For	For
2.3	Elect Director Amy C. Becker	Mgmt	For	For
2.4	Elect Director Jenele C. Grassle	Mgmt	For	For
2.5	Elect Director Philip I. Smith	Mgmt	For	For
2.6	Elect Director Gina D. Sprenger	Mgmt	For	For
2.7	Elect Director Percy C. (Tom) Tomlinson, Jr.	Mgmt	For	For
3	Amend Stock Option Plan	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
5	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

Wintrust Financial Corporation

Meeting Date: 05/23/2024

Country: USA

Ticker: WTFC

Meeting Type: Annual

Primary ISIN: US97650W1080

Primary SEDOL: 2425258

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Elizabeth H. Connelly	Mgmt	For	For
1.2	Elect Director Timothy S. Crane	Mgmt	For	For
1.3	Elect Director Peter D. Crist	Mgmt	For	For
1.4	Elect Director William J. Doyle	Mgmt	For	For
1.5	Elect Director Marla F. Glabe	Mgmt	For	For
1.6	Elect Director H. Patrick Hackett, Jr.	Mgmt	For	For
1.7	Elect Director Scott K. Heitmann	Mgmt	For	For
1.8	Elect Director Brian A. Kenney	Mgmt	For	For
1.9	Elect Director Deborah L. Hall Lefevre	Mgmt	For	For
1.10	Elect Director Suzet M. McKinney	Mgmt	For	For
1.11	Elect Director Gregory A. Smith	Mgmt	For	For
1.12	Elect Director Karin Gustafson Teglia	Mgmt	For	For
1.13	Elect Director Alex E. Washington, III	Mgmt	For	For
1.14	Elect Director Edward J. Wehmer	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs.

3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
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Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.

WisdomTree, Inc.

Meeting Date: 06/12/2024

Country: USA

Ticker: WT

Meeting Type: Proxy Contest

Primary ISIN: US97717P1049

Primary SEDOL: 2476513

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Management Proxy (White Proxy Card)	Mgmt		

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Lynn S. Blake	Mgmt	For	For
	<i>Voter Rationale: As there is no case for incremental change at this juncture, shareholders are recommended to vote FOR all management nominees.</i>			
1B	Elect Director Anthony Bossone	Mgmt	For	For
	<i>Voter Rationale: As there is no case for incremental change at this juncture, shareholders are recommended to vote FOR all management nominees.</i>			
1C	Elect Director Smita Conjeevaram	Mgmt	For	For
	<i>Voter Rationale: As there is no case for incremental change at this juncture, shareholders are recommended to vote FOR all management nominees.</i>			
1D	Elect Director Rilla Delorier	Mgmt	For	For
	<i>Voter Rationale: As there is no case for incremental change at this juncture, shareholders are recommended to vote FOR all management nominees.</i>			
1E	Elect Director Daniela Mielke	Mgmt	For	For
	<i>Voter Rationale: As there is no case for incremental change at this juncture, shareholders are recommended to vote FOR all management nominees.</i>			
1F	Elect Director Shamla Naidoo	Mgmt	For	For
	<i>Voter Rationale: As there is no case for incremental change at this juncture, shareholders are recommended to vote FOR all management nominees.</i>			
1G	Elect Director Win Neuger	Mgmt	For	For
	<i>Voter Rationale: As there is no case for incremental change at this juncture, shareholders are recommended to vote FOR all management nominees.</i>			
1H	Elect Director Tonia Pankopf	Mgmt	For	For
	<i>Voter Rationale: As there is no case for incremental change at this juncture, shareholders are recommended to vote FOR all management nominees.</i>			
1I	Elect Director Jonathan Steinberg	Mgmt	For	For
	<i>Voter Rationale: As there is no case for incremental change at this juncture, shareholders are recommended to vote FOR all management nominees.</i>			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	<i>Voter Rationale: We support an annual say on pay frequency.</i>			
5	Amend Shareholder Rights Plan (Poison Pill)	Mgmt	For	Against
	<i>Voter Rationale: Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and be of a limited duration.</i>			
	Dissident Proxy (Gold Proxy Card)	Mgmt		
	COMPANY NOMINEES OPPOSED BY ETFS	Mgmt		

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jonathan Steinberg	SH	Against	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1b	Elect Director Win Neuger	SH	Against	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1c	Elect Director Anthony Bossone	SH	Against	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1d	Elect Director Lynn S. Blake	SH	None	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1e	Elect Director Smita Conjeevaram	SH	None	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1f	Elect Director Rilla Delorier	SH	None	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1g	Elect Director Daniela Mielke	SH	None	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1h	Elect Director Shamla Naidoo	SH	None	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
1i	Elect Director Tonia Pankopf	SH	None	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	None	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	None	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
4	Advisory Vote on Say on Pay Frequency	Mgmt	None	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			
5	Amend Shareholder Rights Plan (Poison Pill)	Mgmt	None	Do Not Vote
	<i>Voter Rationale: DO NOT VOTE on this card.</i>			

WK Kellogg Co

Meeting Date: 05/02/2024

Country: USA

Ticker: KLG

Meeting Type: Annual

Primary ISIN: US92942W1071

Primary SEDOL: BNNJC42

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Zack Gund	Mgmt	For	For
1b	Elect Director Gary Pilnick	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
5	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Wolters Kluwer NV

Meeting Date: 05/08/2024

Country: Netherlands

Ticker: WKL

Meeting Type: Annual

Primary ISIN: NL0000395903

Primary SEDOL: 5671519

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Open Meeting	Mgmt		
2.a	Receive Report of Executive Board	Mgmt		
2.b	Discussion on Company's Corporate Governance Structure	Mgmt		
2.c	Receive Report of Supervisory Board	Mgmt		
2.d	Approve Remuneration Report	Mgmt	For	For
<i>Voter Rationale: .</i>				
3.a	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
3.b	Receive Explanation on Company's Dividend Policy	Mgmt		
3.c	Approve Dividends	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.a	Approve Discharge of Executive Board	Mgmt	For	For
4.b	Approve Discharge of Supervisory Board	Mgmt	For	For
5.a	Elect David Sides to Supervisory Board	Mgmt	For	For
5.b	Reelect Jack de Kreij to Supervisory Board	Mgmt	For	For
5.c	Reelect Sophie Vandebroek to Supervisory Board	Mgmt	For	For
6.a	Approve Remuneration Policy of Supervisory Board	Mgmt	For	For
6.b	Amend Remuneration of Supervisory Board	Mgmt	For	For
7.a	Grant Board Authority to Issue Shares Up to 10 Percent of Issued Capital	Mgmt	For	For
7.b	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	Approve Cancellation of Shares	Mgmt	For	For
10	Amend Articles to Reflect Changes in Capital	Mgmt	For	For
11	Other Business	Mgmt		
12	Close Meeting	Mgmt		

Woodside Energy Group Ltd.

Meeting Date: 04/24/2024

Country: Australia

Ticker: WDS

Meeting Type: Annual

Primary ISIN: AU0000224040

Primary SEDOL: BMGT167

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2a	Elect Richard Goyder as Director	Mgmt	For	For
2b	Elect Ashok Belani as Director	Mgmt	For	For
3	Approve Remuneration Report	Mgmt	For	For
<p><i>Voter Rationale: The long-term incentive plan is linked to a single performance target. Companies should base vesting levels on multiple performance criteria that reflect both absolute and relative financial metrics rather than a single performance criterion, and should stagger vesting to reward progressively better performance. The remuneration report does not articulate how executives performed against historic performance targets. The board should articulate how bonus payments reflect prior year performance, as well as outlining forward-looking targets that underpin long-term incentive plans.</i></p>				
4	Approve Grant of Restricted Shares and Performance Rights to Meg O'Neill	Mgmt	For	For
<p><i>Voter Rationale: The long-term incentive plan is linked to a single performance target. Companies should base vesting levels on multiple performance criteria that reflect both absolute and relative financial metrics rather than a single performance criterion, and should stagger vesting to reward progressively better performance.</i></p>				

Woodside Energy Group Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve Leaving Entitlements	Mgmt	For	For
6	Approve Climate Transition Action Plan and 2023 Progress Report	Mgmt	For	Against

Voter Rationale: We recognise the progress made to date, particularly in the disclosure of decarbonisation levers to meet the company's scope 1&2 targets. However limited visibility is provided on how the \$5bn low carbon capex target is expected to be spent across technologies, and how this fits into the company's overall capex strategy. As part of a transition plan disclosure we expect an indication of how investment (opex / capex) will be used to achieve decarbonisation targets. Whilst we welcome the Scope 3 'abated emissions' target, the context around why this target was chosen and how it aligns with a science-based approach is unclear.

Workday, Inc.

Meeting Date: 06/18/2024	Country: USA	Ticker: WDAY
	Meeting Type: Annual	
	Primary ISIN: US98138H1014	Primary SEDOL: B8K6ZD1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Aneel Bhusri	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1b	Elect Director Thomas F. Bogan	Mgmt	For	For
1c	Elect Director Lynne M. Doughtie	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
4	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	Against
<i>Voter Rationale: The decisions regarding the company's response to shareholder litigation would be made by a board that lacks accountability to public shareholders.</i>				

Workiva Inc.

Meeting Date: 05/30/2024

Country: USA

Ticker: WK

Meeting Type: Annual

Primary ISIN: US98139A1051

Primary SEDOL: BSS6HY8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Robert H. Herz	Mgmt	For	For
1.2	Elect Director David S. Mulcahy	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: While there are several areas the company could improve the structure of executive compensation, including a greater emphasis on performance based equity grants with longer-term performance criteria, we note there is not pay for performance disconnect at this time. We will continue to monitor pay outcomes.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Workman Co., Ltd.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 7564

Meeting Type: Annual

Primary ISIN: JP3990100004

Primary SEDOL: 6053194

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 68	Mgmt	For	For
2.1	Elect Director Kohama, Hideyuki	Mgmt	For	For
2.2	Elect Director Tsuchiya, Tetsuo	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.3	Elect Director Iizuka, Yukitaka	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.4	Elect Director Hamaya, Risa	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				

W-SCOPE Corp.

Meeting Date: 04/25/2024

Country: Japan

Ticker: 6619

Meeting Type: Annual

Primary ISIN: JP3505970008

Primary SEDOL: B5W49C9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Choi Won-kun	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i>				
1.2	Elect Director Ouchi, Hideo	Mgmt	For	For
1.3	Elect Director Jun Yeong-ok	Mgmt	For	For
1.4	Elect Director Lee Junbom	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Suyama, Atsuko	Mgmt	For	For
2.2	Elect Director and Audit Committee Member Tatsuta, Yuri	Mgmt	For	For
2.3	Elect Director and Audit Committee Member Masuda, Yoji	Mgmt	For	For

WSP Global Inc.

Meeting Date: 05/09/2024

Country: Canada

Ticker: WSP

Meeting Type: Annual/Special

Primary ISIN: CA92938W2022

Primary SEDOL: BHR3R21

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Louis-Philippe Carriere	Mgmt	For	For
1.2	Elect Director Christopher Cole	Mgmt	For	For
1.3	Elect Director Alexandre L'Heureux	Mgmt	For	For
1.4	Elect Director Birgit Norgaard	Mgmt	For	For
1.5	Elect Director Suzanne Rancourt	Mgmt	For	For
1.6	Elect Director Linda Smith-Galipeau	Mgmt	For	For
<i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
1.7	Elect Director Macky Tall	Mgmt	For	For
1.8	Elect Director Claude Tessier	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

WSP Global Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				
4	Approve Increase in Maximum Number of Directors from Ten to Fifteen	Mgmt	For	For
5	Amend By-Laws	Mgmt	For	For

Wuliangye Yibin Co., Ltd.

Meeting Date: 06/28/2024

Country: China

Ticker: 000858

Meeting Type: Annual

Primary ISIN: CNE000000VQ8

Primary SEDOL: 6109901

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Annual Report	Mgmt	For	For
2	Approve Report of the Board of Directors	Mgmt	For	For
3	Approve Report of the Board of Supervisors	Mgmt	For	For
4	Approve Financial Statements	Mgmt	For	For
5	Approve Profit Distribution	Mgmt	For	For
6	Approve Daily Related-party Transactions	Mgmt	For	For
7	Approve Financial Services Agreement	Mgmt	For	Against
<p><i>Voter Rationale: A vote AGAINST is warranted since the proposed financial service agreement with the group finance company may expose the company to unnecessary risks.</i></p>				
8	Approve Comprehensive Budget	Mgmt	For	For
9	Amend Articles of Association	Mgmt	For	Against
<p><i>Voter Rationale: The amendment raises governance concerns over potential compromises of the board's independence and objectivity in decision-making. The Party Committee members who are not elected by shareholders may be granted legitimate authority to assert undue influence over the board. We will only support proposed amendments that assure the autonomy of the board and management and offer sufficient protection to shareholders.</i></p>				
10	Amend Rules and Procedures Regarding General Meetings of Shareholders	Mgmt	For	For
11	Amend Rules and Procedures Regarding Meetings of Board of Directors	Mgmt	For	For
12	Amend Working System for Independent Directors	Mgmt	For	Against
<p><i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i></p>				

Wuliangye Yibin Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
13	Approve Appointment of Auditor	SH	For	For
	ELECT NON-INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt		
14.1	Elect Zhang Xin as Director	Mgmt	For	For
14.2	Elect Han Chengke as Director	Mgmt	For	For
	ELECT SUPERVISORS VIA CUMULATIVE VOTING	Mgmt		
15.1	Elect Zhu Yongliang as Supervisor	Mgmt	For	For
15.2	Elect Li Shuai as Supervisor	Mgmt	For	For

Wyndham Hotels & Resorts, Inc.

Meeting Date: 04/19/2024

Country: USA

Ticker: WH

Meeting Type: Annual

Primary ISIN: US98311A1051

Primary SEDOL: BF108P4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Geoffrey A. Ballotti	Mgmt	For	For
1b	Elect Director Myra J. Biblowit	Mgmt	For	Withhold
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>			
1c	Elect Director James E. Buckman	Mgmt	For	For
1d	Elect Director Bruce B. Churchill	Mgmt	For	For
1e	Elect Director Mukul V. Deoras	Mgmt	For	For
1f	Elect Director Stephen P. Holmes	Mgmt	For	For
1g	Elect Director Ronald L. Nelson	Mgmt	For	For
1h	Elect Director Pauline D.E. Richards	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>			
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Wynn Resorts, Limited

Meeting Date: 05/02/2024

Country: USA

Ticker: WYNN

Meeting Type: Annual

Primary ISIN: US9831341071

Primary SEDOL: 2963811

Wynn Resorts, Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Betsy S. Atkins	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.2	Elect Director Paul Liu	Mgmt	For	For
1.3	Elect Director Darnell O. Strom	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Xenia Hotels & Resorts, Inc.

Meeting Date: 05/14/2024

Country: USA

Ticker: XHR

Meeting Type: Annual

Primary ISIN: US9840171030

Primary SEDOL: BW6CY1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Marcel Verbaas	Mgmt	For	For
1b	Elect Director Keith E. Bass	Mgmt	For	For
1c	Elect Director Thomas M. Gartland	Mgmt	For	For
1d	Elect Director Beverly K. Goulet	Mgmt	For	For
1e	Elect Director Arlene Isaacs-Lowe	Mgmt	For	For
1f	Elect Director Mary E. McCormick	Mgmt	For	For
1g	Elect Director Terrence Moorehead	Mgmt	For	For
1h	Elect Director Dennis D. Oklak	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For

Xometry, Inc.

Meeting Date: 06/18/2024

Country: USA

Ticker: XMTR

Meeting Type: Annual

Primary ISIN: US98423F1093

Primary SEDOL: BP7L5C7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ranjana Clark	Mgmt	For	For
1.2	Elect Director Emily Rollins	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For

XP Inc.

Meeting Date: 05/24/2024

Country: Cayman Islands

Ticker: XP

Meeting Type: Annual

Primary ISIN: KYG982391099

Primary SEDOL: BK4Y052

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Elect Director Jose Luiz Acar Pedro	Mgmt	For	For
3	Elect Director Oscar Rodriguez Herrero	Mgmt	For	For
4	Elect Director Joao Roberto Goncalves Teixeira	Mgmt	For	For
5	Elect Director Melissa Werneck	Mgmt	For	For
6	Elect Director Guilherme Dias Fernandes Benchimol	Mgmt	For	Against
<i>Voter Rationale: The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i>				
7	Elect Director Bruno Constantino Alexandre dos Santos	Mgmt	For	For
8	Elect Director Bernardo Amaral Botelho	Mgmt	For	For
9	Elect Director Martin Emiliano Escobari Lifchitz	Mgmt	For	For

XP Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Elect Director Gabriel Klas da Rocha Leal	Mgmt	For	Against

Voter Rationale: The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.

XPEL, Inc.

Meeting Date: 06/05/2024	Country: USA	Ticker: XPEL
	Meeting Type: Annual	
	Primary ISIN: US98379L1008	Primary SEDOL: BJV2ZZ7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ryan L. Pape	Mgmt	For	For
1.2	Elect Director Stacy L. Bogart	Mgmt	For	For
1.3	Elect Director Richard K. Crumly	Mgmt	For	Withhold

Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.

1.4	Elect Director Michael A. Klonne	Mgmt	For	For
1.5	Elect Director John F. North	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

Voter Rationale: The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.

XPO, Inc.

Meeting Date: 05/16/2024	Country: USA	Ticker: XPO
	Meeting Type: Annual	
	Primary ISIN: US9837931008	Primary SEDOL: B6Z1355

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Brad Jacobs	Mgmt	For	For
1.2	Elect Director Jason Aiken	Mgmt	For	For

Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than two external directorships to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Bella Allaire	Mgmt	For	For
1.4	Elect Director J. Wes Frye	Mgmt	For	For
1.5	Elect Director Mario Harik	Mgmt	For	For
1.6	Elect Director Michael Jesselson	Mgmt	For	For
1.7	Elect Director Allison Landry	Mgmt	For	For
1.8	Elect Director Irene Moshouris	Mgmt	For	For
1.9	Elect Director Johnny C. Taylor, Jr.	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

Xtrackers MSCI Europe Mid Cap UCITS ETF

Meeting Date: 04/19/2024

Country: Luxembourg

Ticker: DX2I

Meeting Type: Annual

Primary ISIN: LU0322253732

Primary SEDOL: B2PJX40

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive and Approve Board's and Auditor's Reports	Mgmt	For	For
2	Approve Financial Statements	Mgmt	For	For
3	Approve Allocation of Income and Dividends	Mgmt	For	For
4	Renew Appointment of KPMG as Auditor	Mgmt	For	For
5	Approve Discharge of Directors	Mgmt	For	For
6	Re-elect Philippe Ah-Sun as Director	Mgmt	For	For
7	Re-elect Alfred Francois Brausch as Director	Mgmt	For	For
8	Re-elect Thilo Wendenburg as Director	Mgmt	For	For
9	Re-elect Stefan Kreuzkamp as Director	Mgmt	For	For
10	Elect Simon Klein as Director	Mgmt	For	For

Xtrackers MSCI Europe Mid Cap UCITS ETF

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
11	Approve Remuneration of Directors Alfred Francois Brausch, Thilo Wendenburg, and Stefan Kreuzkamp	Mgmt	For	Against
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				

Xtrackers MSCI Europe Small Cap UCITS ETF

Meeting Date: 04/19/2024 **Country:** Luxembourg **Ticker:** XXSC
Meeting Type: Annual **Primary ISIN:** LU0322253906 **Primary SEDOL:** B2PJX51

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive and Approve Board's and Auditor's Reports	Mgmt	For	For
2	Approve Financial Statements	Mgmt	For	For
3	Approve Allocation of Income and Dividends	Mgmt	For	For
4	Renew Appointment of KPMG as Auditor	Mgmt	For	For
5	Approve Discharge of Directors	Mgmt	For	For
6	Re-elect Philippe Ah-Sun as Director	Mgmt	For	For
7	Re-elect Alfred Francois Brausch as Director	Mgmt	For	For
8	Re-elect Thilo Wendenburg as Director	Mgmt	For	For
9	Re-elect Stefan Kreuzkamp as Director	Mgmt	For	For
10	Elect Simon Klein as Director	Mgmt	For	For
11	Approve Remuneration of Directors Alfred Francois Brausch, Thilo Wendenburg, and Stefan Kreuzkamp	Mgmt	For	Against
<i>Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.</i>				

Xylem Inc.

Meeting Date: 05/16/2024 **Country:** USA **Ticker:** XYL
Meeting Type: Annual **Primary ISIN:** US98419M1009 **Primary SEDOL:** B3P2CN8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jeanne Beliveau-Dunn	Mgmt	For	For

Xylem Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Earl R. Ellis	Mgmt	For	For
1c	Elect Director Robert F. Friel	Mgmt	For	For
1d	Elect Director Lisa Glatch	Mgmt	For	For
1e	Elect Director Victoria D. Harker	Mgmt	For	For
1f	Elect Director Mark D. Morelli	Mgmt	For	For
1g	Elect Director Jerome A. Peribere	Mgmt	For	For
1h	Elect Director Matthew F. Pine	Mgmt	For	For
1i	Elect Director Lila Tretikov	Mgmt	For	For
1j	Elect Director Uday Yadav	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

Yakult Honsha Co., Ltd.

Meeting Date: 06/19/2024	Country: Japan	Ticker: 2267
	Meeting Type: Annual	
	Primary ISIN: JP3931600005	Primary SEDOL: 6985112

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Narita, Hiroshi	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
1.2	Elect Director Hirano, Koichi	Mgmt	For	For
1.3	Elect Director Nagira, Masatoshi	Mgmt	For	For
1.4	Elect Director Hoshiko, Hideaki	Mgmt	For	For
1.5	Elect Director Shimada, Junichi	Mgmt	For	For
1.6	Elect Director Tobe, Naoko	Mgmt	For	For
1.7	Elect Director Shimbo, Katsuyoshi	Mgmt	For	For
1.8	Elect Director Nagasawa, Yumiko	Mgmt	For	For

Yakult Honsha Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.9	Elect Director Akutsu, Satoshi	Mgmt	For	For
1.10	Elect Director Matthew Digby	Mgmt	For	For
1.11	Elect Director Naito, Manabu	Mgmt	For	For
1.12	Elect Director Suzuki, Yasuyuki	Mgmt	For	For
1.13	Elect Director Watanabe, Shuichi	Mgmt	For	For
1.14	Elect Director Kawabata, Hiroyuki	Mgmt	For	For
1.15	Elect Director Fukuzawa, Toshihiko	Mgmt	For	For
2.1	Appoint Statutory Auditor Kawana, Hideyuki	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
2.2	Appoint Statutory Auditor Machida, Emi	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
2.3	Appoint Statutory Auditor Okochi, Kimikazu	Mgmt	For	For
2.4	Appoint Statutory Auditor Kitamura, Satoko	Mgmt	For	For
2.5	Appoint Statutory Auditor Onozuka, Yoshiaki	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				

Yamaha Corp.

Meeting Date: 06/24/2024

Country: Japan

Ticker: 7951

Meeting Type: Annual

Primary ISIN: JP3942600002

Primary SEDOL: 6642387

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 37	Mgmt	For	For
2.1	Elect Director Nakata, Takuya	Mgmt	For	For
2.2	Elect Director Yamaura, Atsushi	Mgmt	For	For
2.3	Elect Director Hidaka, Yoshihiro	Mgmt	For	For
2.4	Elect Director Fujitsuka, Mikio	Mgmt	For	For
2.5	Elect Director Paul Candland	Mgmt	For	For
2.6	Elect Director Shinohara, Hiromichi	Mgmt	For	For
2.7	Elect Director Yoshizawa, Naoko	Mgmt	For	For
2.8	Elect Director Ebata, Naho	Mgmt	For	For

Yamato Holdings Co., Ltd.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 9064

Meeting Type: Annual

Primary ISIN: JP3940000007

Primary SEDOL: 6985565

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nagao, Yutaka	Mgmt	For	For
1.2	Elect Director Kurisu, Toshizo	Mgmt	For	For
1.3	Elect Director Tokuno, Mariko	Mgmt	For	For
1.4	Elect Director Sugata, Shiro	Mgmt	For	For
1.5	Elect Director Kuga, Noriyuki	Mgmt	For	For
1.6	Elect Director Yin Chuanli Charles	Mgmt	For	For
1.7	Elect Director Ikeda, Junichiro	Mgmt	For	For
2.1	Appoint Statutory Auditor Matsuda, Ryuji	Mgmt	For	For
2.2	Appoint Statutory Auditor Ino, Setsuko	Mgmt	For	Against

Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.

Yamato Kogyo Co., Ltd.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 5444

Meeting Type: Annual

Primary ISIN: JP3940400009

Primary SEDOL: 6985446

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 250	Mgmt	For	For
2.1	Elect Director Kobayashi, Mikio	Mgmt	For	Against
2.2	Elect Director Akamatsu, Kiyoshige	Mgmt	For	For
2.3	Elect Director Pimjai Wangkiat	Mgmt	For	For
2.4	Elect Director Oki, Nobuo	Mgmt	For	Against
3	Appoint Statutory Auditor Nakaya, Kengo	Mgmt	For	Against

Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.

Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.

Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.

Yangzijiang Financial Holding Ltd.

Meeting Date: 04/24/2024

Country: Singapore

Ticker: YF8

Meeting Type: Annual

Primary ISIN: SGXE77102635

Primary SEDOL: BNZKT97

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
2	Approve Final Dividend	Mgmt	For	For
3	Approve Directors' Fees	Mgmt	For	For
4	Elect Ren Yuanlin as Director	Mgmt	For	For
5	Elect Yee Kee Shian, Leon as Director	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. The Company should put in place a policy that aims to increase gender diversity on the board.</i>				
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	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
8	Authorize Share Repurchase Program	Mgmt	For	Against
<i>Voter Rationale: Shares should not be repurchased at a premium/discount to the market price of more than 10%.</i>				

Yangzijiang Financial Holding Ltd.

Meeting Date: 05/31/2024

Country: Singapore

Ticker: YF8

Meeting Type: Extraordinary Shareholders

Primary ISIN: SGXE77102635

Primary SEDOL: BNZKT97

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Proposed Diversification	Mgmt	For	For

Yangzijiang Shipbuilding (Holdings) Ltd.

Meeting Date: 04/25/2024

Country: Singapore

Ticker: BS6

Meeting Type: Annual

Primary ISIN: SG1U76934819

Primary SEDOL: B1VT035

Yangzijiang Shipbuilding (Holdings) Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Audited Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
2	Approve Final Dividend	Mgmt	For	For
3	Approve Directors' Fees	Mgmt	For	For
4	Elect Yee Kee Shian, Leon as Director	Mgmt	For	Against
<i>Voter Rationale: For companies without an independent chairman, the board should include at least 50% independent directors to ensure appropriate balance of independence and objectivity. The Company should put in place a policy to increase gender diversity on the board. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>				
5	Elect Liu Hua as Director	Mgmt	For	Against
<i>Voter Rationale: For companies without an independent chairman, the board should include at least 50% independent directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
6	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Directors to Fix Their Remuneration	Mgmt	For	Against
<i>Voter Rationale: Auditors should undertake non-audit work in exceptional circumstances only. Any non-audit fees paid to the auditor should be clearly disclosed, justified and not exceed audit fees. Large non-audit fees could compromise objectivity of the audit. Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
7	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
8	Authorize Share Repurchase Program	Mgmt	For	Against
<i>Voter Rationale: Shares should not be repurchased at a premium/discount to the market price of more than 10%.</i>				

Yanlord Land Group Limited

Meeting Date: 04/29/2024

Country: Singapore

Ticker: Z25

Meeting Type: Annual

Primary ISIN: SG1T57930854

Primary SEDOL: B17KMY7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For

Yanlord Land Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
2	Approve Directors' Fees	Mgmt	For	For
3	Elect Zhong Iek Ka as Director	Mgmt	For	For
4	Approve Deloitte & Touche LLP, Singapore as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
5	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
6	Authorize Share Repurchase Program	Mgmt	For	Against
<i>Voter Rationale: Shares should not be repurchased at a premium/discount to the market price of more than 10%.</i>				

Yaoko Co., Ltd.

Meeting Date: 06/25/2024	Country: Japan	Ticker: 8279
	Meeting Type: Annual	
	Primary ISIN: JP3930200005	Primary SEDOL: 6985899

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 67.5	Mgmt	For	For
2.1	Elect Director Kawano, Yukio	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Kawano, Sumito	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.3	Elect Director Kamiike, Masanobu	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.4	Elect Director Ishizuka, Takanori	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.5	Elect Director Yagihashi, Hiroaki	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.6	Elect Director Kurokawa, Shigeyuki	Mgmt	For	Against
<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>				
2.7	Elect Director Saito, Asako	Mgmt	For	For

Yaoko Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.8	Elect Director Kuzuhara, Takashi	Mgmt	For	For
3.1	Appoint Statutory Auditor Yamada, Masahiro	Mgmt	For	For
3.2	Appoint Statutory Auditor Sato, Yukio	Mgmt	For	For
3.3	Appoint Statutory Auditor Hashimoto, Katsuhiko	Mgmt	For	For
3.4	Appoint Statutory Auditor Ikarashi, Tsuyoshi	Mgmt	For	For

YASKAWA Electric Corp.

Meeting Date: 05/29/2024

Country: Japan

Ticker: 6506

Meeting Type: Annual

Primary ISIN: JP3932000007

Primary SEDOL: 6986041

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ogasawara, Hiroshi	Mgmt	For	For
1.2	Elect Director Ogawa, Masahiro	Mgmt	For	For
1.3	Elect Director Murakami, Shuji	Mgmt	For	For
1.4	Elect Director Morikawa, Yasuhiko	Mgmt	For	For

Yelp Inc.

Meeting Date: 06/13/2024

Country: USA

Ticker: YELP

Meeting Type: Annual

Primary ISIN: US9858171054

Primary SEDOL: B7KCD72

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Fred D. Anderson, Jr.	Mgmt	For	For
1b	Elect Director Christine Barone	Mgmt	For	For
1c	Elect Director Robert Gibbs	Mgmt	For	For
1d	Elect Director Diane Irvine	Mgmt	For	For
1e	Elect Director Dan Jedda	Mgmt	For	For
1f	Elect Director Sharon Rothstein	Mgmt	For	For
1g	Elect Director Jeremy Stoppelman	Mgmt	For	For
1h	Elect Director Chris Terrill	Mgmt	For	For
1i	Elect Director Tony Wells	Mgmt	For	For

Yelp Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

YETI Holdings, Inc.

Meeting Date: 05/07/2024	Country: USA	Ticker: YETI
	Meeting Type: Annual	
	Primary ISIN: US98585X1046	Primary SEDOL: BGR7KH2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Alison Dean	Mgmt	For	For
1.2	Elect Director Robert Katz	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
3	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Yokogawa Bridge Holdings Corp.

Meeting Date: 06/26/2024	Country: Japan	Ticker: 5911
	Meeting Type: Annual	
	Primary ISIN: JP3955200005	Primary SEDOL: 6986405

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 50	Mgmt	For	For

Yokogawa Bridge Holdings Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Amend Articles to Adopt Board Structure with Audit Committee - Amend Provisions on Number of Directors - Remove All Provisions on Advisory Positions - Authorize Directors to Execute Day to Day Operations without Full Board Approval	Mgmt	For	For
3.1	Elect Director Takata, Kazuhiko	Mgmt	For	For
3.2	Elect Director Miyamoto, Hidenori	Mgmt	For	For
3.3	Elect Director Yoshida, Akihito	Mgmt	For	For
3.4	Elect Director Nakamura, Yuzuru	Mgmt	For	For
3.5	Elect Director Kuromoto, Kazunori	Mgmt	For	For
3.6	Elect Director Amano, Reiko	Mgmt	For	For
3.7	Elect Director Jinno, Hidema	Mgmt	For	For
3.8	Elect Director Yoshikawa, Tomozo	Mgmt	For	For
4.1	Elect Director and Audit Committee Member Hirokawa, Ryogo	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
4.2	Elect Director and Audit Committee Member Osaki, Shoji	Mgmt	For	For
4.3	Elect Director and Audit Committee Member Shibumura, Haruko	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
7	Approve Performance-Based Cash Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For
8	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

Yokogawa Electric Corp.

Meeting Date: 06/18/2024

Country: Japan

Ticker: 6841

Meeting Type: Annual

Primary ISIN: JP3955000009

Primary SEDOL: 6986427

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 23	Mgmt	For	For

Yokogawa Electric Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Amend Articles to Abolish Board Structure with Statutory Auditors - Adopt Board Structure with Three Committees - Clarify Director Authority on Shareholder Meetings - Amend Provisions on Director Titles - Indemnify Directors	Mgmt	For	For
3.1	Elect Director Nara, Hitoshi	Mgmt	For	For
3.2	Elect Director Kikkawa, Hikaru	Mgmt	For	For
3.3	Elect Director Nakajima, Michiko	Mgmt	For	For
3.4	Elect Director Uchida, Akira	Mgmt	For	For
3.5	Elect Director Urano, Kuniko	Mgmt	For	For
3.6	Elect Director Hirano, Takuya	Mgmt	For	For
3.7	Elect Director Goto, Yujiro	Mgmt	For	For
3.8	Elect Director Takayama, Yasuko	Mgmt	For	For
3.9	Elect Director Osawa, Makoto	Mgmt	For	For
3.10	Elect Director Ono, Masaru	Mgmt	For	For
3.11	Elect Director Maruyama, Hisashi	Mgmt	For	For

Yonex Co., Ltd.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 7906

Meeting Type: Annual

Primary ISIN: JP3960000002

Primary SEDOL: 6993784

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 9	Mgmt	For	For
2.1	Appoint Statutory Auditor Osada, Shinichi	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
2.2	Appoint Statutory Auditor Maruyama, Haruhiko	Mgmt	For	For
2.3	Appoint Statutory Auditor Ota, Ritsuko	Mgmt	For	For

Yum! Brands, Inc.

Meeting Date: 05/16/2024

Country: USA

Ticker: YUM

Meeting Type: Annual

Primary ISIN: US9884981013

Primary SEDOL: 2098876

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 M. Brett Biggs	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 Susan Doniz	Mgmt	For	For
<i>Voter Rationale: .</i>				
1h	Elect Director David W. Gibbs	Mgmt	For	For
1i	Elect Director Mirian M. Graddick-Weir	Mgmt	For	For
1j	Elect Director Thomas C. Nelson	Mgmt	For	For
1k	Elect Director P. Justin Skala	Mgmt	For	For
1l	Elect Director Annie Young-Scrivner	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: .</i>				
4	Comply with World Health Organization Guidelines on Antimicrobial Use Throughout Supply Chains	SH	Against	Against
5	Strategic Review Regarding Capital Transactions Involving the Brands	SH	Against	Against

Zebra Technologies Corporation

Meeting Date: 05/09/2024

Country: USA

Ticker: ZBRA

Meeting Type: Annual

Primary ISIN: US9892071054

Primary SEDOL: 2989356

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Satish Dhanasekaran	Mgmt	For	For
1b	Elect Director Ross W. Manire	Mgmt	For	For
1c	Elect Director Kenneth B. Miller	Mgmt	For	For

Zebra Technologies Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: We have several structural concerns regarding executive compensation for the year in review. While pay appears below median, reflecting the company's underperformance, the LTIP targets are not disclosed, even retrospectively, making it difficult for shareholders to understand how and when pay is tied to performance and strategy execution. The LTIP also has a banking feature, which allows shares to be earned on an annual basis and banked for that year instead of using a longer three-year performance assessment. Furthermore, the company paid the executive chair a one-time restricted stock grant of USD 9 million that vests on the 2024 annual meeting date. We expect these type of CEO transition grants to have performance criteria attached alongside longer vesting/performance periods to properly align executives with shareholders.</i></p>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

Zenkoku Hosho Co., Ltd.

Meeting Date: 06/14/2024	Country: Japan	Ticker: 7164
	Meeting Type: Annual	
	Primary ISIN: JP3429250008	Primary SEDOL: B92MT10

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 170	Mgmt	For	For
2	Amend Articles to Reduce Directors' Term	Mgmt	For	For
3.1	Elect Director Ishikawa, Eiji	Mgmt	For	Against
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i></p>				
3.2	Elect Director Aoki, Yuichi	Mgmt	For	Against
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i></p>				
3.3	Elect Director Yamaguchi, Takashi	Mgmt	For	For
3.4	Elect Director Asada, Keiichi	Mgmt	For	For
3.5	Elect Director Yoneta, Noriyoshi	Mgmt	For	For
3.6	Elect Director Mizuguchi, Ko	Mgmt	For	For
3.7	Elect Director Kamijo, Masahito	Mgmt	For	For
3.8	Elect Director Nagashima, Yoshiro	Mgmt	For	For
3.9	Elect Director Imado, Tomoe	Mgmt	For	For
4.1	Appoint Statutory Auditor Fujino, Mamoru	Mgmt	For	For
4.2	Appoint Statutory Auditor Sato, Takafumi	Mgmt	For	For
4.3	Appoint Statutory Auditor Furumoto, Yuko	Mgmt	For	For

Zenkoku Hosho Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.4	Appoint Statutory Auditor Nakajima, Makoto	Mgmt	For	For

Zensho Holdings Co., Ltd.

Meeting Date: 06/27/2024	Country: Japan	Ticker: 7550	
	Meeting Type: Annual		
		Primary ISIN: JP3429300001	Primary SEDOL: 6042608

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ogawa, Kentaro	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
1.2	Elect Director Ogawa, Yohei	Mgmt	For	For
1.3	Elect Director Nonoshita, Shinya	Mgmt	For	For
1.4	Elect Director Hirano, Makoto	Mgmt	For	For
1.5	Elect Director Ogawa, Kazumasa	Mgmt	For	For
1.6	Elect Director Ito, Chiaki	Mgmt	For	For
1.7	Elect Director Ando, Takaharu	Mgmt	For	For
1.8	Elect Director Yamana, Shoei	Mgmt	For	For
1.9	Elect Director Nagatsuma, Reiko	Mgmt	For	For

Zeria Pharmaceutical Co., Ltd.

Meeting Date: 06/27/2024	Country: Japan	Ticker: 4559	
	Meeting Type: Annual		
		Primary ISIN: JP3428850006	Primary SEDOL: 6137731

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 Ibe, Sachiaki	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Top management is responsible for the company's unfavourable ROE performance.</i>				
2.2	Elect Director Ibe, Mitsuhiro	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board. Top management is responsible for the company's unfavourable ROE performance.</i>				

Zeria Pharmaceutical Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.3	Elect Director Komori, Tetsuo	Mgmt	For	For
2.4	Elect Director Nomoto, Kikuo	Mgmt	For	For
2.5	Elect Director Morimoto, Seiji	Mgmt	For	For
2.6	Elect Director Okazawa, Yuki	Mgmt	For	For
3	Appoint Statutory Auditor Kuroda, Hiroyuki	Mgmt	For	Against

Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.

Ziff Davis, Inc.

Meeting Date: 05/07/2024

Country: USA

Ticker: ZD

Meeting Type: Annual

Primary ISIN: US48123V1026

Primary SEDOL: B75DGJ3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Vivek Shah	Mgmt	For	For
1b	Elect Director Sarah Fay	Mgmt	For	For
1c	Elect Director Jana Barsten	Mgmt	For	For
1d	Elect Director Trace Harris	Mgmt	For	For
1e	Elect Director William Brian Kretzmer	Mgmt	For	For
1f	Elect Director Kirk McDonald	Mgmt	For	For
1g	Elect Director Neville Ray	Mgmt	For	For
1h	Elect Director Scott C. Taylor	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.

4	Approve Omnibus Stock Plan	Mgmt	For	For
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*Voter Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The plan cost is excessive; * The estimated duration of available and proposed shares exceeds six years; * The disclosure of change-in-control ("CIC") vesting treatment is incomplete (or is otherwise considered discretionary); * The plan permits liberal recycling of shares; and * The plan allows broad discretion to accelerate vesting*

Zimmer Biomet Holdings, Inc.

Meeting Date: 05/10/2024

Country: USA

Ticker: ZBH

Meeting Type: Annual

Primary ISIN: US98956P1021

Primary SEDOL: 2783815

Zimmer Biomet Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Christopher B. Begley	Mgmt	For	For
1b	Elect Director Betsy J. Bernard	Mgmt	For	For
1c	Elect Director Michael J. Farrell	Mgmt	For	For
1d	Elect Director Robert A. Hagemann	Mgmt	For	For
1e	Elect Director Arthur J. Higgins	Mgmt	For	For
1f	Elect Director Maria Teresa (Tessa) Hilado	Mgmt	For	For
1g	Elect Director Syed Jafry	Mgmt	For	For
1h	Elect Director Sreelakshmi Kolli	Mgmt	For	For
1i	Elect Director Louis Shapiro	Mgmt	For	For
1j	Elect Director Ivan Tornos	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				
4	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For

Zions Bancorporation, N.A.

Meeting Date: 04/26/2024

Country: USA

Ticker: ZION

Meeting Type: Annual

Primary ISIN: US9897011071

Primary SEDOL: 2989828

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Maria Contreras-Sweet	Mgmt	For	For
1B	Elect Director Gary L. Crittenden	Mgmt	For	For
1C	Elect Director Suren K. Gupta	Mgmt	For	For
1D	Elect Director Claire A. Huang	Mgmt	For	For
1E	Elect Director Vivian S. Lee	Mgmt	For	For
1F	Elect Director Scott J. McLean	Mgmt	For	For

Zions Bancorporation, N.A.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
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
<i>Voter Rationale: The audit firm has served the company more than 20 years and there is value in gaining new perspectives on finances and controls.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated.</i>				
5	Report on Risks Related to Discrimination Against Individuals Including Religious/Political Views	SH	Against	Against
<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>				

Zoetis Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: ZTS

Meeting Type: Annual

Primary ISIN: US98978V1035

Primary SEDOL: B95WG16

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Paul M. Bisaro	Mgmt	For	For
1b	Elect Director Vanessa Broadhurst	Mgmt	For	For
1c	Elect Director Frank A. D'Amelio	Mgmt	For	For
1d	Elect Director Gavin D.K. Hattersley	Mgmt	For	For
1e	Elect Director Sanjay Khosla	Mgmt	For	For
1f	Elect Director Antoinette R. Leatherberry	Mgmt	For	For
1g	Elect Director Michael B. McCallister	Mgmt	For	For
1h	Elect Director Gregory Norden	Mgmt	For	For
1i	Elect Director Louise M. Parent	Mgmt	For	For

Zoetis Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1j	Elect Director Kristin C. Peck	Mgmt	For	For
1k	Elect Director Willie M. Reed	Mgmt	For	For
1l	Elect Director Robert W. Scully	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
4	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For
5	Adopt Policy on Improved Majority Voting for Election of Directors	SH	Against	Against

Zoom Video Communications, Inc.

Meeting Date: 06/13/2024	Country: USA	Ticker: ZM
	Meeting Type: Annual	
	Primary ISIN: US98980L1017	Primary SEDOL: BGSP7M9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jonathan Chadwick	Mgmt	For	For
1.2	Elect Director Cindy Hoots	Mgmt	For	For
1.3	Elect Director Dan Scheinman	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: A vote AGAINST this proposal is warranted. After last year's say-on-pay proposal received low support, the compensation committee demonstrated only a limited degree of responsiveness to shareholders' concerns. In addition, an unmitigated pay-for-performance misalignment persisted in FY24. The company continues to grant special retention bonuses which lack pre-set performance criteria and vest after just one year. Additionally, the company granted supplemental grants to executives to "make-whole" declines in stock price from the original grant, including multiple awards related to last year's front-loaded "refresh awards," effectively shielding executives from a loss in equity grant value, though the company did make certain positive changes to the pay program going forward.</i>				

ZoomInfo Technologies Inc.

Meeting Date: 05/15/2024	Country: USA	Ticker: ZI
	Meeting Type: Annual	
	Primary ISIN: US98980F1049	Primary SEDOL: BMWF095

ZoomInfo Technologies Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Henry Schuck	Mgmt	For	For
1.2	Elect Director Keith Enright	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the classified nature of the board, no nominating committee members are up for election. We will continue to monitor this situation.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i>				

ZOZO, Inc.

Meeting Date: 06/26/2024	Country: Japan	Ticker: 3092	
	Meeting Type: Annual		
		Primary ISIN: JP3399310006	Primary SEDOL: B292RC1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sawada, Kotaro	Mgmt	For	For
1.2	Elect Director Yanagisawa, Koji	Mgmt	For	For
1.3	Elect Director Hirose, Fuminori	Mgmt	For	For
1.4	Elect Director Hide, Makoto	Mgmt	For	For
1.5	Elect Director Nagata, Yuko	Mgmt	For	For
1.6	Elect Director Saito, Taro	Mgmt	For	For
1.7	Elect Director Kansai, Takako	Mgmt	For	For
1.8	Elect Director Oikawa, Takuya	Mgmt	For	For

Zumiez Inc.

Meeting Date: 06/05/2024	Country: USA	Ticker: ZUMZ	
	Meeting Type: Annual		
		Primary ISIN: US9898171015	Primary SEDOL: B081QB7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Richard M. Brooks	Mgmt	For	For

Zumiez Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Steven P. Louden	Mgmt	For	For
<p><i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
1c	Elect Director James P. Murphy	Mgmt	For	For
<p><i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
3	Ratify Moss Adams LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

Zurn Elkay Water Solutions Corporation

Meeting Date: 05/02/2024

Country: USA

Ticker: ZWS

Meeting Type: Annual

Primary ISIN: US98983L1089

Primary SEDOL: BMV1ZD3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Todd A. Adams	Mgmt	For	For
1.2	Elect Director George C. Moore	Mgmt	For	For
1.3	Elect Director Rosemary Schooler	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance.</i></p>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<p><i>Voter Rationale: We support an annual say on pay frequency.</i></p>				
4	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For

Zurn Elkay Water Solutions Corporation

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

Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

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