

# SPMS STICHTING PENSIOENFONDS MEDISCH SPECIALISTEN

## ALL VOTES

01/07/2024 to 30/09/2024

Date range covered : 07/01/2024 to 09/30/2024

**Advanced Drainage Systems, Inc.****Meeting Date:** 07/18/2024**Country:** USA**Ticker:** WMS**Meeting Type:** Annual**Primary ISIN:** US00790R1041**Primary SEDOL:** BP7RS59

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 1a   | Elect Director D. Scott Barbour                                | Mgmt      | For      | For              |
| 1b   | Elect Director Anesa T. Chaibi                                 | Mgmt      | For      | For              |
| 1c   | Elect Director Michael B. Coleman                              | Mgmt      | For      | For              |
| 1d   | Elect Director Robert M. Eversole                              | Mgmt      | For      | For              |
| 1e   | Elect Director Alexander R. Fischer                            | Mgmt      | For      | For              |
| 1f   | Elect Director Tanya D. Fratto                                 | Mgmt      | For      | For              |
| 1g   | Elect Director Kelly S. Gast                                   | Mgmt      | For      | For              |
| 1h   | Elect Director M.A. (Mark) Haney                               | Mgmt      | For      | For              |
| 1i   | Elect Director Luther C. Kissam, IV                            | Mgmt      | For      | For              |
| 1j   | Elect Director Manuel J. Perez de la Mesa                      | Mgmt      | For      | For              |
| 1k   | Elect Director Anil Seetharam                                  | 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              |

*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.*

**Agilysys, Inc.****Meeting Date:** 09/12/2024**Country:** USA**Ticker:** AGYS**Meeting Type:** Annual**Primary ISIN:** US00847J1051**Primary SEDOL:** 2689162

| Proposal Number   | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|---|--|-----------|----------|------------------|
| 1.1   | Elect Director Donald A. Colvin                                | Mgmt      | For      | For              |
| 1.2   | Elect Director Dana Jones                                      | 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 Jerry Jones                                     | 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 Michael A. Kaufman                              | 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 Melvin L. Keating                               | 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 John Mutch                                      | Mgmt      | For      | For              |
| 1.7   | Elect Director Ramesh Srinivasan                               | 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              |
| <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> |  |           |          |                  |
| 4   | Ratify Grant Thornton LLP as Auditors                          | Mgmt      | For      | For              |

**Ai Holdings Corp.**

**Meeting Date:** 09/27/2024

**Country:** Japan

**Ticker:** 3076

**Meeting Type:** Annual

**Primary ISIN:** JP3105090009

**Primary SEDOL:** B1TK201

| 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 Sasaki, Hideyoshi                              | 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 Arakawa, Yasutaka                              | 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 Yamamoto, Hiroyuki                             | Mgmt      | For      | Against          |
| <i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>  |   |           |          |                  |
| 2.4   | Elect Director Sanda, 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 Kimura, Shogo                                  | 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, Yasunori                              | 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 Kawamoto, Hirotaka                             | Mgmt      | For      | For              |
| 2.8   | Elect Director Sano, Keiko                                    | Mgmt      | For      | For              |
| 2.9   | Elect Director Takahashi, Kazuo                               | Mgmt      | For      | Against          |
| <i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>  |   |           |          |                  |

## AIMS APAC REIT

**Meeting Date:** 07/29/2024

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

**Ticker:** O5RU

**Primary ISIN:** SG2D63974620

**Primary SEDOL:** B58DLN5

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1               | Adopt Report of the Trustee, Statement by the Manager, and Audited Financial Statements and Auditors' Report | Mgmt      | For      | For              |

# AIMS APAC REIT

| 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.</i>   |  |           |          |                  |
| 2  | Approve KPMG LLP as Auditors and Authorize 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              |
| 4  | Authorize Unit Repurchase Program  | Mgmt      | For      | For              |

## Ain Holdings, Inc.

Meeting Date: 07/30/2024

Country: Japan

Ticker: 9627

Meeting Type: Annual

Primary ISIN: JP3105250009

Primary SEDOL: 6249120

| 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 Otani, Kiichi                                  | Mgmt      | For      | Against          |
| <i>Voter Rationale: A vote AGAINST this nominee is warranted because: * As a long-time top executive who has been on the board for 44 years, President Otani should ultimately be considered accountable for the consequences.</i>   |   |           |          |                  |
| 2.2  | Elect Director Shudo, Shoichi                                 | Mgmt      | For      | Against          |
| <i>Voter Rationale: A vote AGAINST this nominee is warranted because: * As a senior executive who has been on the board for 24 years, and who was a member of an internal thread where bid-rigging related information was allegedly shared, senior managing director Shudo should be considered accountable for the consequences.</i> |   |           |          |                  |
| 2.3  | Elect Director Mizushima, Toshihide                           | Mgmt      | For      | For              |
| 2.4  | Elect Director Oishi, Miya                                    | Mgmt      | For      | For              |
| 2.5  | Elect Director Kimei, Rieko                                   | Mgmt      | For      | For              |
| 2.6  | Elect Director Takakura, Nobuyuki                             | Mgmt      | For      | For              |
| 2.7  | Elect Director Endo, Noriko                                   | Mgmt      | For      | For              |
| 2.8  | Elect Director Kuriyama, Hideki                               | Mgmt      | For      | For              |
| 2.9  | Elect Director Watahiki, Mariko                               | Mgmt      | For      | For              |
| 2.10   | Elect Director Hattori, Nobumichi                             | Mgmt      | For      | For              |
| 2.11   | Elect Director Kimura, Shigeki                                | Mgmt      | For      | Against          |
| <i>Voter Rationale: A vote AGAINST this nominee is warranted because: * Given compliance concerns, there is a legitimate need to establish an independent board which would be better structured to address the issue, and the nominee cannot be considered independent.</i>   |   |           |          |                  |

## Ain Holdings, Inc.

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 3.1             | Appoint Statutory Auditor Kawamura, 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>   |           |          |                  |
| 3.2             | Appoint Statutory Auditor Sano, Ayako  | Mgmt      | For      | For              |
| 3.3             | Appoint Statutory Auditor Mizutani, Minako   | Mgmt      | For      | For              |
| 4               | Amend Articles to Amend Provisions on Number of Directors - Clarify Director Authority on Board Meetings   | Mgmt      | For      | For              |
| 5.1             | Remove Incumbent Director Yamazoe, Shigeru   | SH        | Against  | For              |
|                 | <i>Voter Rationale: A vote FOR this shareholder proposal is recommended because: * While the proposal has no practical implications, a vote FOR is warranted given his contribution to weak board oversight.</i>   |           |          |                  |
| 5.2             | Remove Incumbent Director Ito, Junro   | SH        | Against  | For              |
|                 | <i>Voter Rationale: A vote FOR this shareholder proposal is recommended because: * While the proposal has no practical implications, a vote FOR is warranted given his contribution to weak board oversight and connections with strategic investors with businesses with the company.</i> |           |          |                  |
| 6.1             | Appoint Shareholder Director Nominee Yoshitake, Hajime   | SH        | Against  | For              |
|                 | <i>Voter Rationale: A vote FOR this shareholder nominee is recommended because: * Given compliance concerns, there is a legitimate need to establish an independent board which would be better structured to address the issue.</i>   |           |          |                  |
| 6.2             | Appoint Shareholder Director Nominee Maeda, Shogo  | SH        | Against  | For              |
|                 | <i>Voter Rationale: A vote FOR this shareholder nominee is recommended because: * Given compliance concerns, there is a legitimate need to establish an independent board which would be better structured to address the issue.</i>   |           |          |                  |
| 6.3             | Appoint Shareholder Director Nominee Alexander Dmitrenko   | SH        | Against  | For              |
|                 | <i>Voter Rationale: A vote FOR this shareholder nominee is recommended because: * Given compliance concerns, there is a legitimate need to establish an independent board which would be better structured to address the issue.</i>   |           |          |                  |
| 6.4             | Appoint Shareholder Director Nominee Shimmori, Kenji   | SH        | Against  | For              |
|                 | <i>Voter Rationale: A vote FOR this shareholder nominee is recommended because: * Given compliance concerns, there is a legitimate need to establish an independent board which would be better structured to address the issue.</i>   |           |          |                  |
| 7               | Set Fixed Compensation for Outside Directors at JPY 10 Million per Year per Person   | SH        | Against  | Against          |
| 8               | Approve Restricted Stock Plan for Outside Directors  | SH        | Against  | For              |
|                 | <i>Voter Rationale: A vote FOR this proposal is warranted because: * This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.</i>   |           |          |                  |

## Alibaba Group Holding Limited

**Meeting Date:** 08/22/2024

**Country:** Cayman Islands

**Ticker:** 9988

**Meeting Type:** Annual

**Primary ISIN:** KYG017191142

**Primary SEDOL:** BK6YZP5

# Alibaba Group Holding Limited

| Proposal Number  | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|--|---|-----------|----------|------------------|
| 1  | Amend Memorandum and Articles of Association  | Mgmt      | For      | For              |
| 2  | Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights    | Mgmt      | For      | For              |
| 3  | Authorize Share Repurchase Program  | Mgmt      | For      | For              |
| 4.1  | Approve Omnibus Stock Plan  | Mgmt      | For      | For              |
| 4.2  | Approve Omnibus Stock Plan  | Mgmt      | For      | For              |
| 5.1  | Elect Director Joseph C. Tsai   | Mgmt      | For      | For              |
| 5.2  | Elect Director J. Michael Evans   | Mgmt      | For      | For              |
| 5.3  | Elect Director Weijian Shan   | Mgmt      | For      | For              |
| 5.4  | Elect Director Irene Yun-Lien Lee   | 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  | Ratify PricewaterhouseCoopers Zhong Tian LLP and PricewaterhouseCoopers as Auditors | Mgmt      | For      | For              |

# Alight, Inc.

Meeting Date: 07/02/2024

Country: USA

Ticker: ALIT

Meeting Type: Annual

Primary ISIN: US01626W1018

Primary SEDOL: BNG7BZ7

| Proposal Number  | Proposal Text                        | Proponent | Mgmt Rec | Vote Instruction |
|--|--------------------------------------|-----------|----------|------------------|
| 1a   | Elect Director William P. Foley, II  | 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 Siobhan Nolan Mangini | Mgmt      | For      | For              |
| 1c   | Elect Director Coretha M. Rushing    | 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>   |                                      |           |          |                  |

## Alight, Inc.

| Proposal Number   | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|---|--|-----------|----------|------------------|
| 1d  | Elect Director Denise 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   | Ratify Ernst & Young LLP as Auditors                           | Mgmt      | For      | For              |
| 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.</i> |  |           |          |                  |

## Allegro MicroSystems, Inc.

|                                 |                             |                                   |                               |
|---------------------------------|-----------------------------|-----------------------------------|-------------------------------|
| <b>Meeting Date:</b> 08/08/2024 | <b>Country:</b> USA         | <b>Ticker:</b> ALGM               |                               |
|                                 | <b>Meeting Type:</b> Annual |                                   |                               |
|                                 |                             | <b>Primary ISIN:</b> US01749D1054 | <b>Primary SEDOL:</b> BN4LSB6 |

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 1.1  | Elect Director Katsumi Kawashima                               | Mgmt      | For      | For              |
| 1.2  | Elect Director Joseph R. Martin                                | Mgmt      | For      | For              |
| 1.3  | Elect Director Vineet Nargolwala                               | Mgmt      | For      | For              |
| 1.4  | Elect Director Mary G. Puma                                    | 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. 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> |  |           |          |                  |

## ALS Limited

|                                 |                             |                                   |                               |
|---------------------------------|-----------------------------|-----------------------------------|-------------------------------|
| <b>Meeting Date:</b> 07/31/2024 | <b>Country:</b> Australia   | <b>Ticker:</b> ALQ                |                               |
|                                 | <b>Meeting Type:</b> Annual |                                   |                               |
|                                 |                             | <b>Primary ISIN:</b> AU000000ALQ6 | <b>Primary SEDOL:</b> B86SZR5 |



## ALS Limited

| Proposal Number   | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|---|---|-----------|----------|------------------|
| 1   | Elect Erica Mann as Director                              | Mgmt      | For      | For              |
| 2   | Approve Remuneration Report                               | Mgmt      | None     | 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> |   |           |          |                  |
| 3   | Approve Increase in Fee Pool for Non-Executive Directors  | Mgmt      | None     | For              |
| 4   | Approve Grant of 2024 Performance Rights to Malcolm Deane | Mgmt      | For      | For              |
| 5   | Approve the Spill Resolution                              | Mgmt      | Against  | Against          |

## Altium Limited

**Meeting Date:** 07/12/2024

**Country:** Australia

**Ticker:** ALU

**Meeting Type:** Court

**Primary ISIN:** AU000000ALU8

**Primary SEDOL:** 6167697

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 1               | Court-Ordered Meeting   | Mgmt      |          |                  |
| 1               | Approve Scheme of Arrangement in Relation to the Proposed Acquisition of the Company by Renesas Electronics NSW Pty Ltd, an Indirect Wholly Owned Subsidiary of Renesas Electronics Corporation | Mgmt      | For      | For              |

## ANYCOLOR, Inc.

**Meeting Date:** 07/30/2024

**Country:** Japan

**Ticker:** 5032

**Meeting Type:** Annual

**Primary ISIN:** JP3164780003

**Primary SEDOL:** BP2QN78

| Proposal Number | Proposal Text                 | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|-------------------------------|-----------|----------|------------------|
| 1.1             | Elect Director Tazumi, Riku   | Mgmt      | For      | For              |
| 1.2             | Elect Director Tsurui, Shinya | Mgmt      | For      | For              |

## ANYCOLOR, Inc.

| Proposal Number | Proposal Text                    | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|----------------------------------|-----------|----------|------------------|
| 1.3             | Elect Director Suzuki, Takato    | Mgmt      | For      | For              |
| 1.4             | Elect Director Aritomi, Takeyuki | Mgmt      | For      | For              |

## APM Human Services International Limited

**Meeting Date:** 09/18/2024      **Country:** Australia      **Ticker:** APM  
**Meeting Type:** Court      **Primary ISIN:** AU0000187528      **Primary SEDOL:** BMHJ8Q5

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 1               | Court-Ordered Meeting   | Mgmt      |          |                  |
|                 | Approve Scheme of Arrangement in Relation to the Proposed Acquisition of the Company by Ancora BidCo Pty Ltd, a Wholly Owned Indirect Subsidiary of Funds Managed and Advised by Madison Dearborn Partners, LLC | Mgmt      | For      | For              |

## APM Human Services International Limited

**Meeting Date:** 09/18/2024      **Country:** Australia      **Ticker:** APM  
**Meeting Type:** Special      **Primary ISIN:** AU0000187528      **Primary SEDOL:** BMHJ8Q5

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1               | Approve Transfer of the APM Shares Held by Each Excluded Shareholder to Ancora TopCo and Subsequently the Transfer of these APM Shares to be Held by Ancora TopCo to Ancora BidCo (through a Series of Transactions) on Implementation of the Scheme | Mgmt      | For      | For              |

## Arcadium Lithium Plc

**Meeting Date:** 07/25/2024      **Country:** Jersey      **Ticker:** ALTM  
**Meeting Type:** Annual      **Primary ISIN:** JE00BM9HZ112      **Primary SEDOL:** BM9HZ11

| Proposal Number   | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|---|--|-----------|----------|------------------|
| 1a  | Elect Director Paul W. Graves                                  | Mgmt      | For      | For              |
| 1b  | Elect Director Michael F. Barry                                | Mgmt      | For      | For              |
| 1c  | Elect Director Peter Coleman                                   | Mgmt      | For      | For              |
| 1d  | Elect Director Alan Fitzpatrick                                | Mgmt      | For      | For              |
| 1e  | Elect Director Florencia Heredia                               | Mgmt      | For      | For              |
| 1f  | Elect Director Leanne Heywood                                  | Mgmt      | For      | For              |
| 1g  | Elect Director Christina Lampe-Onnerud                         | Mgmt      | For      | For              |
| 1h  | Elect Director Pablo Marcet                                    | Mgmt      | For      | For              |
| 1i  | Elect Director Steven T. Merkt                                 | Mgmt      | For      | For              |
| 1j  | Elect Director Fernando Oris de Roa                            | Mgmt      | For      | For              |
| 1k  | Elect Director Robert C. Pallash                               | Mgmt      | For      | For              |
| 1l  | Elect Director John Turner                                     | 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: 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> |  |           |          |                  |
| 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>   |  |           |          |                  |

## Aritzia Inc.

**Meeting Date:** 07/09/2024

**Country:** Canada

**Ticker:** ATZ

**Meeting Type:** Annual

**Primary ISIN:** CA04045U1021

**Primary SEDOL:** BDCG2C2

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
|                 | Meeting for Holders of Subordinate Voting and Multiple Voting Shares | Mgmt      |          |                  |

## Aritzia Inc.

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 1a   | Elect Director Brian Hill  | 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>  |  |           |          |                  |
| 1b   | Elect Director Jennifer Wong   | Mgmt      | For      | For              |
| 1c   | Elect Director Aldo Bensadoun  | Mgmt      | For      | For              |
| 1d   | Elect Director John Currie   | Mgmt      | For      | For              |
| 1e   | Elect Director Daniel Habashi  | Mgmt      | For      | For              |
| 1f   | Elect Director David Labistour   | Mgmt      | For      | For              |
| 1g   | Elect Director John Montalbano   | Mgmt      | For      | For              |
| 1h   | Elect Director Marni Payne   | Mgmt      | For      | For              |
| 1i   | Elect Director Glen Senk   | Mgmt      | For      | For              |
| 1j   | Elect Director Marcia 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.</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>  |  |           |          |                  |
| 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 detailed amendment provision does not sufficiently limit the board's ability to amend the plan without shareholder approval; * The plan's estimated cost is excessive; * The company's burn rate is excessive.</i> |  |           |          |                  |

## Asahi Intecc Co., Ltd.

**Meeting Date:** 09/26/2024

**Country:** Japan

**Ticker:** 7747

**Meeting Type:** Annual

**Primary ISIN:** JP3110650003

**Primary SEDOL:** B019MQ5

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1               | Approve Allocation of Income, with a Final Dividend of JPY 20.37 | Mgmt      | For      | For              |
| 2.1             | Elect Director Miyata, Masahiko                                  | Mgmt      | For      | For              |
| 2.2             | Elect Director Miyata, Kenji                                     | Mgmt      | For      | For              |

## Asahi Intecc Co., Ltd.

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 2.3             | Elect Director Matsumoto, Munechika   | 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 Terai, Yoshinori   | Mgmt      | For      | Against          |
|                 | <i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>  |           |          |                  |
| 2.5             | Elect Director Ito, Mizuho  | 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 Nishiuchi, Makoto  | Mgmt      | For      | Against          |
|                 | <i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>  |           |          |                  |
| 2.7             | Elect Director Ishihara, Kazuhito   | Mgmt      | For      | Against          |
|                 | <i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>  |           |          |                  |
| 2.8             | Elect Director Ito, Kiyomichi   | Mgmt      | For      | For              |
| 2.9             | Elect Director Kusakari, Takahiro   | Mgmt      | For      | For              |
| 2.10            | Elect Director Taguchi, Akihiro   | 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 Tomida, Ryuji   | Mgmt      | For      | For              |
| 3.2             | Elect Director and Audit Committee Member Fukaya, Ryoko   | Mgmt      | For      | For              |
| 3.3             | Elect Director and Audit Committee Member Moriguchi, Shigeki  | 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 Shimizu, Ayako  | Mgmt      | For      | For              |

## Ashok Leyland Limited

**Meeting Date:** 07/25/2024

**Country:** India

**Ticker:** 500477

**Meeting Type:** Annual

**Primary ISIN:** INE208A01029

**Primary SEDOL:** B01NFT1

| Proposal Number   | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|---|---|-----------|----------|------------------|
| 1   | Accept Financial Statements and Statutory Reports   | Mgmt      | For      | For              |
| 2   | Confirm Interim Dividend and Final Dividend   | Mgmt      | For      | For              |
| 3   | Reelect Shom Ashok Hinduja 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 Saugata Gupta 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 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>   |   |           |          |                  |
| 5   | Elect V Sumantran as Director   | Mgmt      | For      | For              |
| 6   | Elect Thomas Dauner as Director   | Mgmt      | For      | For              |
| 7   | Approve Reappointment and Remuneration of Dheeraj G Hinduja as Executive Chairman (Whole-time)                                      | Mgmt      | For      | Against          |
| <i>Voter Rationale: Executive compensation should be commensurate with a director's role and responsibilities.</i>  |   |           |          |                  |
| 8   | Approve Reappointment and Remuneration of Gopal Mahadevan as Whole-time Director Designated as Director - Strategic Finance and M&A | Mgmt      | For      | For              |
| 9   | Approve Remuneration of Cost Auditors   | Mgmt      | For      | For              |
| 10  | Approve Related Party Transactions with TVS Mobility Private Limited  | Mgmt      | For      | For              |
| 11  | Approve Related Party Transactions with Switch Mobility Automotive Limited  | Mgmt      | For      | For              |
| 12  | Approve Related Party Transactions between Switch Mobility Automotive Limited and OHM Global Mobility Private Limited               | Mgmt      | For      | For              |
| 13  | Amend Articles of Association - Board Related   | Mgmt      | For      | For              |

# Atrion Corporation

**Meeting Date:** 08/19/2024

**Country:** USA

**Ticker:** ATRI

**Meeting Type:** Special

**Primary ISIN:** US0499041053

**Primary SEDOL:** 2012735

| 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              |

# Auto Trader Group Plc

**Meeting Date:** 09/19/2024

**Country:** United Kingdom

**Ticker:** AUTO

**Meeting Type:** Annual

**Primary ISIN:** GB00BVYVFW23

**Primary SEDOL:** BVYVFW2

| Proposal Number  | Proposal Text                                     | Proponent | Mgmt Rec | Vote Instruction |
|--|---|-----------|----------|------------------|
| 1  | Accept Financial Statements and Statutory Reports | Mgmt      | For      | For              |
| 2  | Approve Remuneration Policy                       | Mgmt      | For      | For              |
| 3  | Approve Remuneration Report                       | Mgmt      | For      | For              |
| 4  | Approve Final Dividend                            | Mgmt      | For      | For              |
| 5  | Re-elect 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 Nathan Coe as Director                   | Mgmt      | For      | For              |
| 7  | Re-elect Jeni Mundy as Director                   | Mgmt      | For      | For              |
| 8  | Re-elect Catherine Faiers as Director             | Mgmt      | For      | For              |
| 9  | Re-elect Jamie Warner as Director                 | Mgmt      | For      | For              |
| 10   | Re-elect Sigga Sigurdardottir as Director         | Mgmt      | For      | For              |
| 11   | Re-elect Jasvinder Gakhal as Director             | Mgmt      | For      | For              |
| 12   | Elect Geeta Gopalan as Director                   | Mgmt      | For      | For              |
| 13   | Elect Amanda James as Director                    | Mgmt      | For      | For              |
| 14   | Reappoint KPMG LLP as Auditors                    | Mgmt      | For      | For              |

## Auto Trader Group Plc

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 15              | Authorise Board to Fix Remuneration of Auditors  | Mgmt      | For      | For              |
| 16              | Authorise Issue of Equity  | Mgmt      | For      | For              |
| 17              | Approve Long Term Incentive Plan   | Mgmt      | For      | For              |
| 18              | Approve Deferred Bonus Plan  | Mgmt      | For      | For              |
| 19              | Approve Savings Related Share Option Plan  | Mgmt      | For      | For              |
| 20              | Amend Share 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 the Company to Call General Meeting with Two Weeks' Notice   | Mgmt      | For      | For              |

## Autodesk, Inc.

**Meeting Date:** 07/16/2024

**Country:** USA

**Ticker:** ADSK

**Meeting Type:** Annual

**Primary ISIN:** US0527691069

**Primary SEDOL:** 2065159

| Proposal Number | Proposal Text                       | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|-------------------------------------|-----------|----------|------------------|
| 1a              | Elect Director Andrew Anagnost      | Mgmt      | For      | For              |
| 1b              | Elect Director Karen Blasing        | Mgmt      | For      | For              |
| 1c              | Elect Director Reid French          | Mgmt      | For      | For              |
| 1d              | Elect Director Ayanna Howard        | Mgmt      | For      | For              |
| 1e              | Elect Director Blake Irving         | Mgmt      | For      | For              |
| 1f              | Elect Director Mary T. McDowell     | Mgmt      | For      | For              |
| 1g              | Elect Director Stephen Milligan     | Mgmt      | For      | For              |
| 1h              | Elect Director Lorrie M. Norrington | Mgmt      | For      | For              |
| 1i              | Elect Director Betsy Rafael         | Mgmt      | For      | For              |
| 1j              | Elect Director Rami Rahim           | Mgmt      | For      | For              |
| 1k              | Elect Director Stacy J. Smith       | Mgmt      | For      | For              |



## Autodesk, 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      | Against          |
| <i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance. While overlapping metrics such as revenue growth for both short term and longer term metrics will in this specific case serve as a ballast to reduce the overall growth of compensation more inline with industry growth as opposed to expense optimization efficiency, 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  | Provide Right to Call a Special Meeting at a 25 Percent Ownership Threshold | 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>  |   |           |          |                  |

## Axis Bank Limited

**Meeting Date:** 07/26/2024

**Country:** India

**Ticker:** 532215

**Meeting Type:** Annual

**Primary ISIN:** INE238A01034

**Primary SEDOL:** BPFJHC7

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 1               | Accept Financial Statements and Statutory Reports   | Mgmt      | For      | For              |
| 2               | Approve Dividend  | Mgmt      | For      | For              |
| 3               | Reelect Rajiv Anand as Director   | Mgmt      | For      | For              |
| 4               | Approve M M Nissim & Co. LLP, Chartered Accountants as Auditors and Authorize Board to Fix Their Remuneration | Mgmt      | For      | For              |
| 5               | Approve KKC & Associates LLP, Chartered Accountants as Auditors and Authorize Board to Fix Their Remuneration | Mgmt      | For      | For              |
| 6               | Reelect Meena Ganesh as Director  | Mgmt      | For      | For              |
| 7               | Reelect G. Padmanabhan as Director  | Mgmt      | For      | For              |

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 8               | Approve Reappointment and Remuneration of Amitabh Chaudhry as Managing Director and CEO   | Mgmt      | For      | For              |
| 9               | Approve Revision in Remuneration to Amitabh Chaudhry as Managing Director and CEO   | Mgmt      | For      | For              |
| 10              | Approve Revision in Remuneration to Rajiv Anand as Deputy Managing Director   | Mgmt      | For      | For              |
| 11              | Approve Revision in Remuneration to Subrat Mohanty as Executive Director  | Mgmt      | For      | For              |
| 12              | Approve Revision in Remuneration to Munish Sharda as Executive Director   | Mgmt      | For      | For              |
| 13              | Approve Borrowing/Raising of Funds/Foreign Currency by Issuance of Debt Securities on Private Placement Basis   | Mgmt      | For      | For              |
| 14              | Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights  | Mgmt      | For      | For              |
| 15              | Approve Material Related Party Transactions for Acceptance of Deposits in Current/Savings Account or Any Other Similar Accounts Permitted to be Opened Under Applicable Laws                        | Mgmt      | For      | For              |
| 16              | Approve Material Related Party Transactions for Subscription of Securities Issued by the Related Parties and/or Purchase of Securities (of Related or Other Unrelated Parties) from Related Parties | Mgmt      | For      | For              |
| 17              | Approve Material Related Party Transactions for Sale of Securities (of Related or Other Unrelated Parties) to Related Parties   | Mgmt      | For      | For              |
| 18              | Approve Material Related Party Transactions for Issue of Securities of the Bank to Related Parties, Payment of Interest and Redemption Amount Thereof   | Mgmt      | For      | For              |
| 19              | Approve Material Related Party Transactions for Receipt of Fees/Commission for Distribution of Insurance Products and Other Related Business  | Mgmt      | For      | For              |

## Axis Bank Limited

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 20              | Approve Material Related Party Transactions for Fund Based or Non-Fund Based Credit Facilities Including Consequential Interest/Fees | Mgmt      | For      | For              |
| 21              | Approve Material Related Party Transactions for Money Market Instruments/Term Borrowing/Term Lending (Including Repo/Reverse Repo)   | Mgmt      | For      | For              |
| 22              | Approve Material Related Party Transactions Pertaining to Forex and Derivative Contracts   | Mgmt      | For      | For              |

## B&M European Value Retail SA

**Meeting Date:** 07/23/2024

**Country:** Luxembourg

**Ticker:** BME

**Meeting Type:** Annual

**Primary ISIN:** LU1072616219

**Primary SEDOL:** BMTRW10

| Proposal Number   | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|---|--|-----------|----------|------------------|
| 1   | Receive Board Reports  | Mgmt      | For      | For              |
| 2   | Receive Standalone and Consolidated Annual Accounts and Financial Statements and the Auditors' Reports Thereon | Mgmt      | For      | For              |
| 3   | Approve Annual Accounts and Financial Statements   | Mgmt      | For      | For              |
| 4   | Approve Consolidated Annual Accounts and Financial Statements  | Mgmt      | For      | For              |
| 5   | Approve Allocation of Income   | Mgmt      | For      | For              |
| 6   | Approve Dividends  | Mgmt      | For      | For              |
| 7   | Approve Remuneration Report  | Mgmt      | For      | For              |
| 8   | Approve Remuneration Policy  | Mgmt      | For      | Abstain          |
| <p><i>Voter Rationale: 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> |  |           |          |                  |
| 9   | Approve Long Term Incentive Plan   | Mgmt      | For      | For              |
| 10  | Approve Discharge of Directors   | Mgmt      | For      | For              |
| 11  | Reelect Alejandro Russo as Director  | Mgmt      | For      | For              |
| 12  | Reelect Michael Schmidt as Director  | Mgmt      | For      | For              |

## B&M European Value Retail SA

| Proposal Number   | Proposal Text                                   | Proponent | Mgmt Rec | Vote Instruction |
|---|---|-----------|----------|------------------|
| 13  | Reelect Tiffany Hall as Director                | Mgmt      | For      | For              |
| <i>Voter Rationale: The board chairman serves as a member of the Nomination Committee.</i>  |   |           |          |                  |
| 14  | Reelect Paula MacKenzie as Director             | Mgmt      | For      | For              |
| 15  | Reelect Oliver Tant as Director                 | Mgmt      | For      | For              |
| <i>Voter Rationale: Items 11-14, 16-17 A vote FOR these Directors is warranted as no significant concerns have been identified. Item 15 A vote FOR this Director is warranted, although it is not without concern because: * SID Oliver Tant attended only 69% of the Board and Committee meetings held during the year, and the Company has provided limited explanation for his absences. The main reason for support is: * There is no long-term concern regarding his attendance, and the Company has provided an explanation for his absence at a Board meeting.</i> |   |           |          |                  |
| 16  | Reelect Hounaida Lasry as Director              | Mgmt      | For      | For              |
| 17  | Reelect Nadia Shouraboura as Director           | Mgmt      | For      | For              |
| 18  | Approve Discharge of Auditors                   | Mgmt      | For      | For              |
| 19  | Reappoint KPMG Audit Sarl as Auditors           | Mgmt      | For      | For              |
| 20  | Authorise Board to Fix Remuneration of Auditors | Mgmt      | For      | For              |
| 21  | Authorise Market Purchase of Ordinary Shares    | Mgmt      | For      | For              |

## B&M European Value Retail SA

**Meeting Date:** 07/23/2024

**Country:** Luxembourg

**Ticker:** BME

**Meeting Type:** Extraordinary Shareholders

**Primary ISIN:** LU1072616219

**Primary SEDOL:** BMTRW10

| Proposal Number   | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|---|---|-----------|----------|------------------|
| 1   | Extraordinary Meeting Agenda  | Mgmt      |          |                  |
| 1   | Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights Up to 10 Percent of Issued Share Capital | Mgmt      | For      | For              |
| <i>Voter Rationale: A vote FOR this resolution is warranted, although it is not without concern because: * The proposed duration exceeds the UK market limit. The main reasons for support are: * The proposed annual amount for share issuance remains within the recommended level. * No other concerns have been identified.</i> |   |           |          |                  |
| 2   | Authorize Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment          | Mgmt      | For      | For              |
| <i>Voter Rationale: A vote FOR this resolution is warranted, although it is not without concern because: * The proposed duration exceeds the UK market limit. The main reasons for support are: * The proposed annual amount for share issuance remains within the recommended level. * No other concerns have been identified.</i> |   |           |          |                  |

## B&M European Value Retail SA

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 3               | Amend Articles Re: Replace Article 6.1.1 and 6.1.2 by a Single Article 6.1.1  | Mgmt      | For      | For              |
| 4               | Amend Articles Re: Remove References to Voluntary Dematerialisation, Registered Shares and Share Register from the Articles | Mgmt      | For      | For              |
| 5               | Amend Articles Re: Move the Provisions of Article 9.2 under Article 5.1   | Mgmt      | For      | For              |
| 6               | Amend Articles 10.1 and 10.4 Re: Removing Arora Family's Rights to Propose Candidates to the Board                          | Mgmt      | For      | For              |
| 7               | Amend Articles Re: Increase the Cap of Director Fees Payable to Non Executive Directors                                     | Mgmt      | For      | For              |
| 8               | Amend Articles Re: Remove All References to the Statutory Auditor   | Mgmt      | For      | For              |
| 9               | Amend Articles Re: Remove Article 24.3.3 from the Articles and the Need to Convene Shareholders' Meetings by Letter         | Mgmt      | For      | For              |
| 10              | Amend Articles Re: Renumber the Articles and Update Cross-References in the Articles further to the Approved Changes        | Mgmt      | For      | For              |

## Banco Bilbao Vizcaya Argentaria SA

**Meeting Date:** 07/04/2024

**Country:** Spain

**Ticker:** BBVA

**Meeting Type:** Extraordinary Shareholders

**Primary ISIN:** ES0113211835

**Primary SEDOL:** 5501906

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 1               | Approve Issuance of Shares in Connection with the Acquisition of Banco de Sabadell SA | Mgmt      | For      | For              |
| 2               | Authorize Board to Ratify and Execute Approved Resolutions                            | Mgmt      | For      | For              |

## BANK POLSKA KASA OPIEKI SA

**Meeting Date:** 09/06/2024

**Country:** Poland

**Ticker:** PEO

**Meeting Type:** Special

**Primary ISIN:** PLPEKAO00016

**Primary SEDOL:** 5473113

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
|                 | Management Proposals  | Mgmt      |          |                  |
| 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              |
|                 | Shareholder Proposals   | Mgmt      |          |                  |
| 5.1             | Recall Supervisory Board Member   | SH        | 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> |           |          |                  |
| 5.2             | Elect Supervisory Board Member  | SH        | 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> |           |          |                  |
|                 | Management Proposal   | Mgmt      |          |                  |
| 6               | Approve Collective Suitability of Supervisory Board Members   | 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> |           |          |                  |
|                 | Shareholder Proposal  | Mgmt      |          |                  |
| 7               | Approve Decision on Covering Costs of Convocation of EGM  | SH        | 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> |           |          |                  |
|                 | Management Proposal   | Mgmt      |          |                  |
| 8               | Close Meeting   | Mgmt      |          |                  |

## Best World International Limited

**Meeting Date:** 07/19/2024

**Country:** Singapore

**Ticker:** CGN

**Meeting Type:** Extraordinary Shareholders

**Primary ISIN:** SG1DG3000004

**Primary SEDOL:** BD370L9

# Best World International Limited

| Proposal Number | Proposal Text                               | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
|                 | Ordinary Resolution                         | Mgmt      |          |                  |
| 1               | Approve Capitalisation of Retained Earnings | Mgmt      | For      | For              |
|                 | Special Resolutions                         | Mgmt      |          |                  |
| 1               | Approve Selective Capital Reduction         | Mgmt      | For      | For              |
| 2               | Approve Delisting from SGX-ST               | Mgmt      | For      | For              |

# BGC Group, Inc.

**Meeting Date:** 09/16/2024      **Country:** USA      **Ticker:** BGC  
**Meeting Type:** Annual  
**Primary ISIN:** US0889291045      **Primary SEDOL:** BRJTVCS

| Proposal Number  | Proposal Text                    | Proponent | Mgmt Rec | Vote Instruction |
|--|----------------------------------|-----------|----------|------------------|
| 1.1  | Elect Director Howard W. Lutnick | 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. 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 David P. Richards | 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 Arthur U. Mbanefo | 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 Linda A. Bell     | 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 William Addas     | 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>  |                                  |           |          |                  |

## BGC Group, 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      | 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i> |  |           |          |                  |

## Bharti Airtel Limited

|                                 |                                   |                               |
|---------------------------------|-----------------------------------|-------------------------------|
| <b>Meeting Date:</b> 08/20/2024 | <b>Country:</b> India             | <b>Ticker:</b> 532454         |
|                                 | <b>Meeting Type:</b> Annual       |                               |
|                                 | <b>Primary ISIN:</b> INE397D01024 | <b>Primary SEDOL:</b> 6442327 |

| Proposal Number  | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|--|---|-----------|----------|------------------|
| 1  | Accept Financial Statements and Statutory Reports   | Mgmt      | For      | For              |
| 2  | Approve Dividend  | Mgmt      | For      | For              |
| 3  | Reelect Tao Yih Arthur Lang 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. 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> |   |           |          |                  |
| 4  | Approve Remuneration of Cost Auditors   | Mgmt      | For      | For              |
| 5  | Elect Arjan Kumar Sikri as Director   | Mgmt      | For      | For              |
| 6  | Approve Material Related Party Transactions with Bharti Hexacom Limited                   | Mgmt      | For      | For              |
| 7  | Approve Material Related Party Transactions with Nxtra Data Limited                       | Mgmt      | For      | For              |
| 8  | Approve Material Related Party Transactions with Indus Towers Limited                     | Mgmt      | For      | For              |
| 9  | Approve Material Related Party Transactions with Dixon Electro Appliances Private Limited | Mgmt      | For      | For              |



Meeting Date: 07/18/2024

Country: United Kingdom

Ticker: BYG

Meeting Type: Annual

Primary ISIN: GB0002869419

Primary SEDOL: 0286941

| 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 Sharesave Scheme   | Mgmt      | For      | For              |
| 4   | Approve Long Term Incentive Plan   | Mgmt      | For      | For              |
| 5   | Approve Final Dividend   | Mgmt      | For      | For              |
| 6   | Re-elect Jim Gibson as Director  | Mgmt      | For      | For              |
| 7   | Re-elect Anna Keay as Director   | Mgmt      | For      | For              |
| 8   | Re-elect Vince Niblett 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> |  |           |          |                  |
| 9   | Re-elect John Trotman as Director  | Mgmt      | For      | For              |
| 10  | Re-elect Nicholas Vetch as Director  | Mgmt      | For      | For              |
| 11  | Re-elect Laela Pakpour Tabrizi as Director   | Mgmt      | For      | For              |
| 12  | Re-elect Heather Savory as Director  | Mgmt      | For      | For              |
| 13  | Re-elect Michael O'Donnell as Director   | Mgmt      | For      | For              |
| 14  | Reappoint KPMG LLP as Auditors   | Mgmt      | For      | For              |
| 15  | Authorise Board to Fix Remuneration of Auditors  | Mgmt      | For      | For              |
| 16  | 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              |

# BOC Hong Kong (Holdings) Limited

Meeting Date: 09/24/2024

Country: Hong Kong

Ticker: 2388

Meeting Type: Extraordinary Shareholders

Primary ISIN: HK2388011192

Primary SEDOL: 6536112

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 1               | Approve Ernst & Young as Auditor and Authorize Board or Audit Committee to Fix Their Remuneration | Mgmt      | For      | For              |

# Boot Barn Holdings, Inc.

Meeting Date: 08/28/2024

Country: USA

Ticker: BOOT

Meeting Type: Annual

Primary ISIN: US0994061002

Primary SEDOL: BRS6600

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1.1             | Elect Director Peter Starrett                                  | Mgmt      | For      | For              |
| 1.2             | Elect Director Chris Bruzzo                                    | Mgmt      | For      | For              |
| 1.3             | Elect Director Eddie Burt                                      | Mgmt      | For      | For              |
| 1.4             | Elect Director James G. Conroy                                 | Mgmt      | For      | For              |
| 1.5             | Elect Director Lisa G. Laube                                   | Mgmt      | For      | For              |
| 1.6             | Elect Director Anne MacDonald                                  | Mgmt      | For      | For              |
| 1.7             | Elect Director Brenda I. Morris                                | Mgmt      | For      | For              |
| 1.8             | Elect Director Brad Weston                                     | Mgmt      | For      | For              |
| 2               | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt      | For      | For              |

*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.*

|   |  |      |     |     |
|---|--|------|-----|-----|
| 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.*

# Booz Allen Hamilton Holding Corporation

Meeting Date: 07/24/2024

Country: USA

Ticker: BAH

Meeting Type: Annual

Primary ISIN: US0995021062

Primary SEDOL: B5367T7

| Proposal Number   | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|---|--|-----------|----------|------------------|
| 1a  | Elect Director Horacio D. Rozanski                             | Mgmt      | For      | For              |
| 1b  | Elect Director Joan Lordi C. Amble                             | Mgmt      | For      | For              |
| 1c  | Elect Director Melody C. Barnes                                | Mgmt      | For      | For              |
| 1d  | Elect Director Michele A. Flournoy                             | Mgmt      | For      | For              |
| 1e  | Elect Director Mark E. Gaumont                                 | Mgmt      | For      | For              |
| 1f  | Elect Director Ellen Jewett                                    | Mgmt      | For      | For              |
| 1g  | Elect Director Arthur E. Johnson                               | Mgmt      | For      | For              |
| 1h  | Elect Director Gretchen W. McClain                             | Mgmt      | For      | For              |
| 1i  | Elect Director Rory P. Read                                    | Mgmt      | For      | For              |
| 1j  | Elect Director Charles O. Rossotti                             | Mgmt      | For      | For              |
| 1k  | Elect Director William M. Thornberry                           | 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: 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> |  |           |          |                  |

# Box, Inc.

Meeting Date: 07/02/2024

Country: USA

Ticker: BOX

Meeting Type: Annual

Primary ISIN: US10316T1043

Primary SEDOL: BVB3BV2

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 1a   | Elect Director Dana Evan                                       | Mgmt      | For      | For              |
| 1b   | Elect Director Aaron Levie                                     | Mgmt      | For      | For              |
| 1c   | Elect Director Amit Walia                                      | 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. Variable remuneration should not contain a significant overlap of metrics.</i></p>                |  |           |          |                  |
| 3  | 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.</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>   |  |           |          |                  |

## BPER Banca SpA

**Meeting Date:** 07/03/2024     
**Country:** Italy     
**Ticker:** BPE  
**Meeting Type:** Ordinary Shareholders  
**Primary ISIN:** IT0000066123     
**Primary SEDOL:** 4116099

| Proposal Number  | Proposal Text                            | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
|  | Ordinary Business                        | Mgmt      |          |                  |
| 1  | Amend Remuneration Policy                | Mgmt      | For      | For              |
| 2  | Amend Long-Term Incentive Plan 2022-2025 | 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> |  |           |          |                  |

## CAE Inc.

Meeting Date: 08/14/2024

Country: Canada

Ticker: CAE

Meeting Type: Annual

Primary ISIN: CA1247651088

Primary SEDOL: 2162760

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 1.1  | Elect Director Ayman Antoun  | Mgmt      | For      | For              |
| 1.2  | Elect Director Margaret S. (Peg) Billson   | Mgmt      | For      | For              |
| 1.3  | Elect Director Sophie Brochu   | Mgmt      | For      | For              |
| 1.4  | Elect Director Patrick Decostre  | Mgmt      | For      | For              |
| 1.5  | Elect Director Elise Eberwein  | Mgmt      | For      | For              |
| 1.6  | Elect Director Ian L. Edwards  | Mgmt      | For      | For              |
| 1.7  | Elect Director Marianne Harrison   | Mgmt      | For      | For              |
| 1.8  | Elect Director Alan N. MacGibbon   | Mgmt      | For      | For              |
| 1.9  | Elect Director Mary Lou Maher  | Mgmt      | For      | For              |
| 1.10   | Elect Director Francois Olivier  | Mgmt      | For      | For              |
| 1.11   | Elect Director Marc Parent   | Mgmt      | For      | For              |
| 1.12   | Elect Director David G. Perkins  | Mgmt      | For      | For              |
| 1.13   | Elect Director Patrick M. Shanahan   | 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      | 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  | 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>                |  |           |          |                  |

## ChargePoint Holdings, Inc.

Meeting Date: 07/09/2024

Country: USA

Ticker: CHPT

Meeting Type: Annual

Primary ISIN: US15961R1059

Primary SEDOL: BMC9RZ2

## ChargePoint Holdings, Inc.

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1.1             | Elect Director Roxanne Bowman                                  | Mgmt      | For      | For              |
| 1.2             | Elect Director Axel Harries                                    | Mgmt      | For      | For              |
| 1.3             | Elect Director Mark Leschly                                    | Mgmt      | For      | For              |
| 1.4             | Elect Director Ekta Singh-Bushell                              | Mgmt      | For      | For              |
| 2               | Ratify PricewaterhouseCoopers LLP as Auditors                  | Mgmt      | For      | For              |
| 3               | Advisory Vote to Ratify Named Executive Officers' Compensation | Mgmt      | For      | For              |

## Chewy, Inc.

Meeting Date: 07/11/2024

Country: USA

Ticker: CHWY

Meeting Type: Annual

Primary ISIN: US16679L1098

Primary SEDOL: BJLFHW7

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1.1             | Elect Director Fahim Ahmed   | Mgmt      | For      | Withhold         |
|                 | <i>Voter Rationale: The remuneration committee should be independent and this directors membership could hamper the committees impartiality and effectiveness. 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. 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 Michael Chang   | Mgmt      | For      | Withhold         |
|                 | <i>Voter Rationale: The nomination committee should be independent and this directors membership could hamper the committees impartiality and effectiveness. 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 Kristine Dickson  | Mgmt      | For      | For              |
| 1.4             | Elect Director James A. Star   | Mgmt      | For      | For              |
| 2               | Ratify Deloitte & Touche LLP as Auditors   | Mgmt      | For      | For              |

## Chewy, 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. 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. 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: 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.</i></p>  |   |           |          |                  |
| 5   | Amend Certificate of Incorporation to Provide for the Exculpation of Officers | Mgmt      | For      | Against          |
| <p><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 to public shareholders.</i></p>  |   |           |          |                  |

## Cirrus Logic, Inc.

**Meeting Date:** 07/26/2024

**Country:** USA

**Ticker:** CRUS

**Meeting Type:** Annual

**Primary ISIN:** US1727551004

**Primary SEDOL:** 2197308

| Proposal Number   | Proposal Text                        | Proponent | Mgmt Rec | Vote Instruction |
|---|--------------------------------------|-----------|----------|------------------|
| 1.1   | Elect Director Alexander M. Davern   | Mgmt      | For      | For              |
| 1.2   | Elect Director John M. Forsyth       | Mgmt      | For      | For              |
| 1.3   | Elect Director Raghiv Hussain        | Mgmt      | For      | For              |
| 1.4   | Elect Director Duy-Loan Le           | Mgmt      | For      | For              |
| 1.5   | Elect Director Catherine P. Lego     | Mgmt      | For      | For              |
| 1.6   | Elect Director William D. Mosley     | Mgmt      | For      | For              |
| 1.7   | Elect Director David J. Tupman       | 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> |                                      |           |          |                  |

## Cirrus Logic, 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. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which 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>  |  |           |          |                  |
| 5  | Amend Certificate of Incorporation to Permit the Exculpation of Officers | Mgmt      | For      | For              |

## Coforge Limited

**Meeting Date:** 07/07/2024      **Country:** India      **Ticker:** 532541  
**Meeting Type:** Special      **Primary ISIN:** INE591G01017      **Primary SEDOL:** B02PD81

| Proposal Number   | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|---|--|-----------|----------|------------------|
| 1   | Postal Ballot<br>Elect Om Prakash Bhatt 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> |  |           |          |                  |
| 2   | Approve Appointment and Remuneration of Gautam Samanta as Executive Director | Mgmt      | For      | Against          |
| <p><i>Voter Rationale: Executive compensation should be commensurate with a director's role and responsibilities.</i></p>   |  |           |          |                  |

## Coforge Limited

**Meeting Date:** 08/23/2024      **Country:** India      **Ticker:** 532541  
**Meeting Type:** Annual      **Primary ISIN:** INE591G01017      **Primary SEDOL:** B02PD81



| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1               | Accept Financial Statements and Statutory Reports  | Mgmt      | For      | For              |
| 2               | Confirm Interim Dividend   | Mgmt      | For      | For              |
| 3               | Reelect Sudhir Singh as Director   | Mgmt      | For      | For              |
| 4               | Approve Reappointment and Remuneration of Sudhir Singh as Executive Director               | Mgmt      | For      | For              |
| 5               | Approve Shifting of Registered Office of the Company from NCT of Delhi to State of Haryana | Mgmt      | For      | For              |

## Columbus McKinnon Corporation

**Meeting Date:** 07/22/2024

**Country:** USA

**Ticker:** CMCO

**Meeting Type:** Annual

**Primary ISIN:** US1993331057

**Primary SEDOL:** 2211071

| Proposal Number | Proposal Text                         | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---------------------------------------|-----------|----------|------------------|
| 1.1             | Elect Director Gerald G. Colella      | Mgmt      | For      | For              |
| 1.2             | Elect Director Kathryn V. Roedel      | Mgmt      | For      | For              |
| 1.3             | Elect Director David J. Wilson        | Mgmt      | For      | For              |
| 1.4             | Elect Director Aziz S. Aghili         | Mgmt      | For      | For              |
| 1.5             | Elect Director Jeanne Beliveau-Dunn   | Mgmt      | For      | For              |
| 1.6             | Elect Director Michael Dastoor        | Mgmt      | For      | For              |
| 1.7             | Elect Director Chad R. Abraham        | Mgmt      | For      | For              |
| 1.8             | Elect Director Rebecca Yeung          | Mgmt      | For      | For              |
| 1.9             | Elect Director Chris J. Stephens, Jr. | 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.*

## Columbus McKinnon 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: 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> |  |           |          |                  |

## Commvault Systems, Inc.

|                                 |                                   |                               |
|---------------------------------|-----------------------------------|-------------------------------|
| <b>Meeting Date:</b> 08/08/2024 | <b>Country:</b> USA               | <b>Ticker:</b> CVLT           |
|                                 | <b>Meeting Type:</b> Annual       |                               |
|                                 | <b>Primary ISIN:</b> US2041661024 | <b>Primary SEDOL:</b> B142B38 |

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 1.1  | Elect Director Nicholas Adamo                                  | Mgmt      | For      | For              |
| 1.2  | Elect Director Martha H. Bejar                                 | Mgmt      | For      | For              |
| 1.3  | Elect Director Keith Geeslin                                   | Mgmt      | For      | For              |
| 1.4  | Elect Director Vivie "YY" Lee                                  | Mgmt      | For      | For              |
| 1.5  | Elect Director Sanjay Mirchandani                              | Mgmt      | For      | For              |
| 1.6  | Elect Director Charles "Chuck" E. Moran                        | Mgmt      | For      | For              |
| 1.7  | Elect Director Allison Pickens                                 | Mgmt      | For      | For              |
| 1.8  | Elect Director Shane Sanders                                   | Mgmt      | For      | For              |
| 1.9  | Elect Director Arlen Shenkman                                  | 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 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  | Other Business   | Mgmt      | For      | Against          |
| <i>Voter Rationale: Any Other Business' should not be a voting item.</i>   |  |           |          |                  |

# Compagnie Financiere Richemont SA

**Meeting Date:** 09/11/2024

**Country:** Switzerland

**Ticker:** CFR

**Meeting Type:** Annual

**Primary ISIN:** CH0210483332

**Primary SEDOL:** BCRWZ18

| Proposal Number  | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|--|---|-----------|----------|------------------|
|  | Management Proposals for All Shareholders   | Mgmt      |          |                  |
| 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 Ordinary Dividends of CHF 2.75 per Registered A Share and CHF 0.275 per Registered B Share | Mgmt      | For      | For              |
| 3  | Approve Discharge of Board and Senior Management  | Mgmt      | For      | For              |
|  | Management Proposal for Holders of A Registered Shares  | Mgmt      |          |                  |
| 4  | Elect Wendy Luhabe as Representative of Category A Registered Shares  | Mgmt      | For      | For              |
|  | Management Proposals for All Shareholders   | Mgmt      |          |                  |
| 5.1  | Reelect Johann Rupert as Director and Board Chair   | 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. 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. To ensure the effectiveness of the board, the board should include between 5 and 15 directors.</i></p> |   |           |          |                  |
| 5.2  | Reelect Josua Malherbe 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>   |   |           |          |                  |
| 5.3  | Reelect Nikesh Arora as Director  | Mgmt      | For      | For              |
| 5.4  | Reelect Clay Brendish as Director   | Mgmt      | For      | For              |
| 5.5  | Reelect Fiona Druckenmiller as Director   | Mgmt      | For      | For              |
| 5.6  | Reelect Burkhardt Grund as Director   | Mgmt      | For      | For              |
| 5.7  | Reelect Keyu Jin as Director  | Mgmt      | For      | For              |
| 5.8  | Reelect Jerome Lambert as Director  | Mgmt      | For      | For              |
| 5.9  | Reelect Wendy Luhabe as Director  | Mgmt      | For      | For              |

# Compagnie Financiere Richemont SA

| Proposal Number   | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|---|---|-----------|----------|------------------|
| 5.10  | Reelect Jeff Moss as Director   | Mgmt      | For      | For              |
| 5.11  | Reelect Vesna Nevistic as Director                                    | Mgmt      | For      | For              |
| 5.12  | Reelect Maria Ramos as Director                                       | Mgmt      | For      | For              |
| 5.13  | Reelect Anton Rupert 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>  |   |           |          |                  |
| 5.14  | Reelect Bram Schot as Director  | Mgmt      | For      | For              |
| 5.15  | Reelect Patrick Thomas as Director                                    | Mgmt      | For      | For              |
| 5.16  | Reelect Jasmine Whitbread as Director                                 | Mgmt      | For      | For              |
| 5.17  | Elect Gary Saage 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>   |   |           |          |                  |
| 5.18  | Elect Nicolas Bos as Director   | Mgmt      | For      | For              |
| 6.1   | Reappoint Clay Brendish 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. 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> |   |           |          |                  |
| 6.2   | Reappoint Fiona Druckenmiller as Member of the Compensation Committee | Mgmt      | For      | For              |
| 6.3   | Reappoint Keyu Jin as Member of the Compensation Committee            | Mgmt      | For      | For              |
| 6.4   | Reappoint Maria Ramos as Member of the Compensation Committee         | Mgmt      | For      | For              |
| 6.5   | Reappoint Jasmine Whitbread as Member of the Compensation Committee   | Mgmt      | For      | For              |
| 6.6   | Appoint Bram Schot as Member of the Compensation Committee            | Mgmt      | For      | For              |
| 7   | Ratify PricewaterhouseCoopers SA 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   | Designate Etude Gampert Demierre Moreno as Independent Proxy          | Mgmt      | For      | For              |
| 9.1   | Approve Remuneration of Directors in the Amount of CHF 8.5 Million    | Mgmt      | For      | For              |

# Compagnie Financiere Richemont SA

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 9.2  | Approve Fixed Remuneration of Executive Committee in the Amount of CHF 15.5 Million    | Mgmt      | For      | For              |
| 9.3  | Approve Variable Remuneration of Executive Committee in the Amount of CHF 17.4 Million | 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 and drive shareholder value over a sufficiently long period of time. 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.</i></p> |  |           |          |                  |
| 10   | Transact Other Business (Voting)   | Mgmt      | For      | Against          |
| <p><i>Voter Rationale: Any Other Business' should not be a voting item.</i></p>  |  |           |          |                  |

# Conagra Brands, Inc.

Meeting Date: 09/18/2024

Country: USA

Ticker: CAG

Meeting Type: Annual

Primary ISIN: US2058871029

Primary SEDOL: 2215460

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 1a              | Elect Director Anil Arora   | Mgmt      | For      | For              |
| 1b              | Elect Director Thomas "Tony" K. Brown   | Mgmt      | For      | For              |
| 1c              | Elect Director Emanuel "Manny" Chirico  | Mgmt      | For      | For              |
| 1d              | Elect Director Sean M. Connolly   | Mgmt      | For      | For              |
| 1e              | Elect Director George Dowdie  | Mgmt      | For      | For              |
| 1f              | Elect Director Francisco Fraga  | Mgmt      | For      | For              |
| 1g              | Elect Director Fran Horowitz  | Mgmt      | For      | For              |
| 1h              | Elect Director Richard H. Lenny   | Mgmt      | For      | For              |
| 1i              | Elect Director Melissa Lora   | Mgmt      | For      | For              |
| 1j              | Elect Director Ruth Ann Marshall  | Mgmt      | For      | For              |
| 1k              | Elect Director Denise A. Paulonis   | Mgmt      | For      | For              |
| 2               | Amend Certificate of Incorporation to Limit the Liability of Certain Officers | Mgmt      | For      | For              |

## Conagra Brands, 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: 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 company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which 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 who have had the 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>   |  |           |          |                  |

## Constellation Brands, Inc.

**Meeting Date:** 07/17/2024

**Country:** USA

**Ticker:** STZ

**Meeting Type:** Annual

**Primary ISIN:** US21036P1084

**Primary SEDOL:** 2170473

| Proposal Number   | Proposal Text                           | Proponent | Mgmt Rec | Vote Instruction |
|---|---|-----------|----------|------------------|
| 1a  | Elect Director Christopher J. Baldwin   | Mgmt      | For      | For              |
| 1b  | Elect Director Christy Clark            | Mgmt      | For      | For              |
| 1c  | Elect Director Jennifer M. Daniels      | 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> |   |           |          |                  |
| 1d  | Elect Director Nicholas I. Fink         | Mgmt      | For      | For              |
| 1e  | Elect Director William Giles            | Mgmt      | For      | For              |
| 1f  | Elect Director Ernesto M. Hernandez     | Mgmt      | For      | For              |
| 1g  | Elect Director Jose Manuel Madero Garza | Mgmt      | For      | For              |
| 1h  | Elect Director Daniel J. McCarthy       | Mgmt      | For      | For              |
| 1i  | Elect Director William A. Newlands      | Mgmt      | For      | For              |
| 1j  | Elect Director Richard Sands            | Mgmt      | For      | For              |
| 1k  | Elect Director Robert Sands             | Mgmt      | For      | For              |

## Constellation Brands, Inc.

| Proposal Number  | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|--|---|-----------|----------|------------------|
| 1l   | Elect Director Judy A. Schmeling  | Mgmt      | For      | For              |
| 1m   | Elect Director Luca Zaramella   | 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>  |   |           |          |                  |
| 4  | Report on Supply Chain Water Risk Exposure  | SH        | Against  | Against          |
| <i>Voter Rationale: We believe that the company is addressing water risks in a risk-based way and is progressing towards new targets.</i>  |   |           |          |                  |
| 5  | Report on Efforts to Reduce GHG Emissions in Alignment with Paris Agreement Goals | SH        | Against  | Against          |
| <i>Voter Rationale: While we encourage the company to provide more detailed disclosure on its reduction pathway for own operations and the assessment of climate exposure in its supply chain, we believe the proposal to be too prescriptive and not sufficiently material.</i> |   |           |          |                  |
| 6  | Report on Support for a Circular Economy for Packaging                            | SH        | Against  | Against          |
| <i>Voter Rationale: While we encourage the company to keep improving its packaging circularity to reduce impacts along the value chain, we believe it is paying adequate attention to the points raised in the proposal.</i>   |   |           |          |                  |

## CorVel Corporation

**Meeting Date:** 08/01/2024

**Country:** USA

**Ticker:** CRVL

**Meeting Type:** Annual

**Primary ISIN:** US2210061097

**Primary SEDOL:** 2347277

| Proposal Number  | Proposal Text                      | Proponent | Mgmt Rec | Vote Instruction |
|--|------------------------------------|-----------|----------|------------------|
| 1.1  | Elect Director V. Gordon Clemons   | Mgmt      | For      | For              |
| 1.2  | Elect Director Joanna M. Burkey    | Mgmt      | For      | For              |
| 1.3  | Elect Director Steven J. Hamerslag | 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> |                                    |           |          |                  |
| 1.4  | Elect Director Alan R. Hoops       | Mgmt      | For      | For              |

## CorVel Corporation

| Proposal Number   | Proposal Text                          | Proponent | Mgmt Rec | Vote Instruction |
|---|--|-----------|----------|------------------|
| 1.5   | Elect Director R. Judd Jessup          | Mgmt      | For      | For              |
| 1.6   | Elect Director Jeffrey J. 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> |  |           |          |                  |
| 2   | Ratify Haskell & White 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>     |  |           |          |                  |

## COSMOS Pharmaceutical Corp.

**Meeting Date:** 08/20/2024      **Country:** Japan      **Ticker:** 3349  
**Meeting Type:** Annual  
**Primary ISIN:** JP3298400007      **Primary SEDOL:** B036QP1

| Proposal Number  | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|--|---|-----------|----------|------------------|
| 1.1  | Elect Director Yokoyama, Hideaki                            | Mgmt      | For      | For              |
| 1.2  | Elect Director Shibata, Futoshi                             | Mgmt      | For      | For              |
| 1.3  | Elect Director Uno, Yukitaka                                | Mgmt      | For      | For              |
| 2  | Appoint Grant Thornton Taiyo LLC as New External Audit Firm | Mgmt      | For      | Against          |
| <i>Voter Rationale: A vote AGAINST this proposal is recommended because: * It appears unlikely that shareholders will benefit from the appointment of Grant Thornton Taiyo LLC, whose audit quality was revealed to be questionable by the authorities, and the company fails to provide meaningful justification of this appointment.</i> |   |           |          |                  |

## Cowell e Holdings Inc.

**Meeting Date:** 08/29/2024      **Country:** Cayman Islands      **Ticker:** 1415  
**Meeting Type:** Extraordinary Shareholders  
**Primary ISIN:** KYG248141163      **Primary SEDOL:** BWCH5K7

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 1               | Approve Second Supplemental Purchase Framework Agreement, Proposed Annual Cap and Related Transactions  | Mgmt      | For      | For              |
| 2               | Approve Second Supplemental ST Supply Framework Agreement, Proposed Annual Cap and Related Transactions | Mgmt      | For      | For              |



## Cowell e Holdings Inc.

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 3               | Approve Third Supplemental Materials Procurement Framework Agreement, Proposed Annual Cap and Related Transactions | Mgmt      | For      | For              |

## CRE Logistics REIT, Inc.

|                                 |                              |                                   |
|---------------------------------|------------------------------|-----------------------------------|
| <b>Meeting Date:</b> 09/30/2024 | <b>Country:</b> Japan        | <b>Ticker:</b> 3487               |
|                                 | <b>Meeting Type:</b> Special | <b>Primary ISIN:</b> JP3048680007 |
|                                 |                              | <b>Primary SEDOL:</b> BFXZ9X2     |

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 1               | Amend Articles to Amend Provisions on Disclosing Unitholder Meeting Materials on Internet | Mgmt      | For      | For              |
| 2               | Elect Executive Director Ito, Tsuyoshi  | Mgmt      | For      | For              |
| 3               | Elect Alternate Executive Director Toda, Hirohisa   | Mgmt      | For      | For              |
| 4.1             | Elect Supervisory Director Isobe, Kensuke   | Mgmt      | For      | For              |
| 4.2             | Elect Supervisory Director Nakamura, Kenichi  | Mgmt      | For      | For              |
| 5               | Elect Alternate Supervisory Director Nakao, Ayako   | Mgmt      | For      | For              |

## Create SD Holdings Co., Ltd.

|                                 |                             |                                   |
|---------------------------------|-----------------------------|-----------------------------------|
| <b>Meeting Date:</b> 08/23/2024 | <b>Country:</b> Japan       | <b>Ticker:</b> 3148               |
|                                 | <b>Meeting Type:</b> Annual | <b>Primary ISIN:</b> JP3269940007 |
|                                 |                             | <b>Primary SEDOL:</b> B3V2XQ2     |

| 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 Yamamoto, Hisao                                | Mgmt      | For      | For              |
| 2.2             | Elect Director Hirose, Taizo                                  | Mgmt      | For      | For              |
| 2.3             | Elect Director Takiya, Yukihiro                               | Mgmt      | For      | For              |

## Create SD Holdings Co., Ltd.

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 3               | Elect Alternate Director and Audit Committee Member Harada, Takafumi | Mgmt      | For      | For              |

## CSW Industrials, Inc.

|                                 |                             |                                   |
|---------------------------------|-----------------------------|-----------------------------------|
| <b>Meeting Date:</b> 08/15/2024 | <b>Country:</b> USA         | <b>Ticker:</b> CSWI               |
|                                 | <b>Meeting Type:</b> Annual | <b>Primary ISIN:</b> US1264021064 |
|                                 |                             | <b>Primary SEDOL:</b> BYQDJ6      |

| Proposal Number   | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|---|--|-----------|----------|------------------|
| 1.1   | Elect Director Joseph B. Armes                                 | Mgmt      | For      | For              |
| 1.2   | Elect Director Darron K. Ash                                   | Mgmt      | For      | For              |
| 1.3   | Elect Director Michael R. Gambrell                             | 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 Bobby Griffin                                   | Mgmt      | For      | For              |
| 1.5   | Elect Director Terry L. Johnston                               | Mgmt      | For      | For              |
| 1.6   | Elect Director Linda A. Livingstone                            | Mgmt      | For      | For              |
| 1.7   | Elect Director Anne B. Motsenbocker                            | Mgmt      | For      | For              |
| 1.8   | Elect Director Robert M. Swartz                                | Mgmt      | For      | For              |
| 1.9   | Elect Director J. Kent Sweezey                                 | 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. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which 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 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              |

## Daiwa Office Investment Corp.

Meeting Date: 08/27/2024

Country: Japan

Ticker: 8976

Meeting Type: Special

Primary ISIN: JP3046310003

Primary SEDOL: B0LNTE5

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 1               | Amend Articles to Amend Provisions on Deemed Approval System - Amend Permitted Investment Types | Mgmt      | For      | For              |
| 2               | Elect Executive Director Tanaka, Toshisuke  | Mgmt      | For      | For              |
| 3               | Elect Alternate Executive Director Abe, Jun   | Mgmt      | For      | For              |
| 4.1             | Elect Supervisory Director Eki, Daisuke   | Mgmt      | For      | For              |
| 4.2             | Elect Supervisory Director Ito, Koichiro  | Mgmt      | For      | For              |

## Darden Restaurants, Inc.

Meeting Date: 09/18/2024

Country: USA

Ticker: DRI

Meeting Type: Annual

Primary ISIN: US2371941053

Primary SEDOL: 2289874

| Proposal Number | Proposal Text                          | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1.1             | Elect Director Margaret Shan Atkins    | Mgmt      | For      | For              |
| 1.2             | Elect Director Ricardo (Rick) Cardenas | Mgmt      | For      | For              |
| 1.3             | Elect Director Juliana L. Chugg        | Mgmt      | For      | For              |
| 1.4             | Elect Director James P. Fogarty        | Mgmt      | For      | For              |
| 1.5             | Elect Director Cynthia T. Jamison      | Mgmt      | For      | For              |
| 1.6             | Elect Director Nana Mensah             | Mgmt      | For      | For              |
| 1.7             | Elect Director William S. Simon        | Mgmt      | For      | For              |
| 1.8             | Elect Director Charles M. Sonsteby     | Mgmt      | For      | For              |
| 1.9             | Elect Director Timothy J. Wilmott      | Mgmt      | For      | For              |

# Darden Restaurants, 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 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 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               | Disclose Poultry Welfare Indicators *Withdrawn Resolution*   | SH        |          |                  |
| 6               | Report on Targets to Phase Out Use of Gestation Crates in Pork Supply Chain  | SH        | Against  | Against          |
|                 | <i>Voter Rationale: While we urge the company to provide more detailed disclosure on the proportion of pork sourced from group housing, the year-on-year progress, and the efforts that are made to engage with suppliers and the industry to reduce the use of gestation crates, we believe that target-setting is best left to management, while providing disclosure on its considerations in that regards.</i>   |           |          |                  |
| 7               | Comply with World Health Organization Guidelines on Antimicrobial Use Throughout Supply Chains   | SH        | Against  | For              |
|                 | <i>Voter Rationale: Given the systemic risk that antimicrobial resistance (AMR) poses, we commend the efforts of the company to extend policies to its beef and pork supply chains and working with a third party to assess its procurement frameworks, including use of antibiotics. Given that this work is already underway and the proposal is not too prescriptive, we support the proponent's request to more firmly align with WHO guidelines.</i>  |           |          |                  |
| 8               | Report on Efforts to Reduce GHG Emissions in Alignment with Paris Agreement Goal   | SH        | Against  | For              |
|                 | <i>Voter Rationale: While the company discloses GHG emissions data and provides information on its approach to reducing emissions, we expect companies to set reduction targets to provide investors with clarity on how it manages transitional risk.</i>   |           |          |                  |

# Deckers Outdoor Corporation

**Meeting Date:** 09/09/2024

**Country:** USA

**Ticker:** DECK

**Meeting Type:** Annual

**Primary ISIN:** US2435371073

**Primary SEDOL:** 2267278

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 1a   | Elect Director Michael F. Devine, III                          | Mgmt      | For      | For              |
| 1b   | Elect Director David A. Burwick                                | 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 Stefano Caroti                                  | Mgmt      | For      | For              |
| 1d   | Elect Director Nelson C. Chan                                  | Mgmt      | For      | For              |
| 1e   | Elect Director Cynthia (Cindy) L. Davis                        | 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 Juan R. Figuereo                                | Mgmt      | For      | For              |
| 1g   | Elect Director Maha S. Ibrahim                                 | Mgmt      | For      | For              |
| 1h   | Elect Director Victor Luis                                     | 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 Dave Powers                                     | Mgmt      | For      | For              |
| 1j   | Elect Director Lauri M. Shanahan                               | Mgmt      | For      | For              |
| 1k   | Elect Director Bonita C. Stewart                               | 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              |
| <i>Voter Rationale: Companies that have had the same auditor for 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. 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. 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> |  |           |          |                  |

## Deckers Outdoor Corporation

| Proposal Number | Proposal Text                                  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 4               | Approve Qualified Employee Stock Purchase Plan | Mgmt      | For      | For              |
| 5               | Approve 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. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.*

|   |                     |      |     |     |
|---|---------------------|------|-----|-----|
| 6 | Approve Stock Split | Mgmt | For | For |
|---|---------------------|------|-----|-----|

## Diamond Offshore Drilling, Inc.

**Meeting Date:** 08/27/2024

**Country:** USA

**Ticker:** DO

**Meeting Type:** Special

**Primary ISIN:** US25271C2017

**Primary SEDOL:** BN0W664

| 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              |

## Dorian LPG Ltd.

**Meeting Date:** 09/20/2024

**Country:** Marshall Isl

**Ticker:** LPG

**Meeting Type:** Annual

**Primary ISIN:** MHY2106R1100

**Primary SEDOL:** BM4QJF5

| Proposal Number | Proposal Text                   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---------------------------------|-----------|----------|------------------|
| 1a              | Elect Director Oivind Lorentzen | Mgmt      | For      | For              |
| 1b              | Elect Director Ted Kalborg      | 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.*

|    |                                 |      |     |     |
|----|---------------------------------|------|-----|-----|
| 1c | Elect Director John C. Lycouris | Mgmt | For | For |
|----|---------------------------------|------|-----|-----|

## Dorian LPG Ltd.

| Proposal Number   | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|---|--|-----------|----------|------------------|
| 2   | Ratify Deloitte Certified Public Accountants S.A. 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. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which 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> |  |           |          |                  |

## Doximity, Inc.

Meeting Date: 08/29/2024

Country: USA

Ticker: DOCS

Meeting Type: Annual

Primary ISIN: US26622P1075

Primary SEDOL: BMD22Y4

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 1.1  | Elect Director Regina Benjamin                                 | Mgmt      | For      | For              |
| 1.2  | Elect Director Phoebe L. Yang                                  | 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: On 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. 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> |  |           |          |                  |

## Dril-Quip, Inc.

Meeting Date: 09/05/2024

Country: USA

Ticker: DRQ

Meeting Type: Special

Primary ISIN: US2620371045

Primary SEDOL: 2116767

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 1  | Issue Shares in Connection with Merger   | Mgmt      | For      | For              |
| 2  | Amend Charter *Withdrawn Resolution*   | Mgmt      |          |                  |
| <i>Voter Rationale: Changes in company's articles or by-laws should not erode shareholder rights.</i>  |  |           |          |                  |
| 3A   | Increase Authorized Common Stock *Withdrawn Resolution*  | Mgmt      |          |                  |
| 3B   | Change Range for Size of the Board *Withdrawn Resolution*  | Mgmt      |          |                  |
| <i>Voter Rationale: To ensure the effectiveness of the board, the board should include between 5 and 15 directors.</i>   |  |           |          |                  |
| 3C   | Authorize Board to Fill Vacancies *Withdrawn Resolution*   | Mgmt      |          |                  |
| <i>Voter Rationale: A vote AGAINST this proposal is warranted given the proposed changes would entrench a de facto controlling shareholder.</i>                          |  |           |          |                  |
| 3D   | Amend Charter Re: Restrictions on Amendments *Withdrawn Resolution*                                  | Mgmt      |          |                  |
| <i>Voter Rationale: Changes in company's articles or by-laws should not erode shareholder rights.</i>  |  |           |          |                  |
| 3E   | Amend Certificate of Incorporation to Provide for the Exculpation of Officers *Withdrawn Resolution* | Mgmt      |          |                  |
| 3F   | Amend Charter Re: Renouncement of Corporate Opportunities *Withdrawn Resolution*                     | Mgmt      |          |                  |
| <i>Voter Rationale: Changes in company's articles or by-laws should not erode shareholder rights.</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  | Advisory Vote on Golden Parachutes   | Mgmt      | For      | For              |
| 6  | Adjourn Meeting  | Mgmt      | For      | For              |

## DXC Technology Company

**Meeting Date:** 07/30/2024

**Country:** USA

**Ticker:** DXC

**Meeting Type:** Annual

**Primary ISIN:** US23355L1061

**Primary SEDOL:** BYXD7B3



| Proposal Number | Proposal Text                            | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1a              | Elect Director David A. Barnes           | Mgmt      | For      | For              |
| 1b              | Elect Director Raul J. Fernandez         | Mgmt      | For      | For              |
| 1c              | Elect Director Anthony Gonzalez          | Mgmt      | For      | For              |
| 1d              | Elect Director David L. Herzog           | Mgmt      | For      | For              |
| 1e              | Elect Director Pinkie D. Mayfield        | Mgmt      | For      | For              |
| 1f              | Elect Director Karl Racine               | Mgmt      | For      | For              |
| 1g              | Elect Director Dawn Rogers               | Mgmt      | For      | For              |
| 1h              | Elect Director Carrie W. Teffner         | Mgmt      | For      | For              |
| 1i              | Elect Director Akihiko Washington        | Mgmt      | For      | For              |
| 1j              | Elect Director Robert F. Woods           | 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 |
|---|--|------|-----|-----|

*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. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which 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.*

|   |   |      |     |     |
|---|---|------|-----|-----|
| 4 | Amend Non-Employee Director Restricted Stock Plan | Mgmt | For | For |
|---|---|------|-----|-----|

## Dynatrace, Inc.

**Meeting Date:** 08/23/2024

**Country:** USA

**Ticker:** DT

**Meeting Type:** Annual

**Primary ISIN:** US2681501092

**Primary SEDOL:** BJV2RD9

## Dynatrace, Inc.

| Proposal Number   | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|---|---|-----------|----------|------------------|
| 1a  | Elect Director Jill Ward  | Mgmt      | For      | For              |
| 1b  | Elect Director Kirsten O. Wolberg   | 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: 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   | Amend Certificate of Incorporation to Limit the Liability of Certain Officers | Mgmt      | For      | For              |

## e.l.f. Beauty, Inc.

Meeting Date: 08/22/2024

Country: USA

Ticker: ELF

Meeting Type: Annual

Primary ISIN: US26856L1035

Primary SEDOL: BDDQ975

| Proposal Number   | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|---|---|-----------|----------|------------------|
| 1.1   | Elect Director Tiffany Daniele  | Mgmt      | For      | For              |
| 1.2   | Elect Director Maria Ferreras   | Mgmt      | For      | For              |
| 1.3   | Elect Director Lauren Cooks Levitan   | 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      | 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   | Ratify Deloitte & Touche LLP as Auditors                                      | Mgmt      | For      | For              |

## Electronic Arts Inc.

Meeting Date: 08/01/2024

Country: USA

Ticker: EA

Meeting Type: Annual

Primary ISIN: US2855121099

Primary SEDOL: 2310194

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1a              | Elect Director Kofi A. Bruce                                   | Mgmt      | For      | For              |
| 1b              | Elect Director Rachel A. Gonzalez                              | Mgmt      | For      | For              |
| 1c              | Elect Director Jeffrey T. Huber                                | Mgmt      | For      | For              |
| 1d              | Elect Director Talbott Roche                                   | Mgmt      | For      | For              |
| 1e              | Elect Director Richard A. Simonson                             | Mgmt      | For      | For              |
| 1f              | Elect Director Luis A. Ubinas                                  | Mgmt      | For      | For              |
| 1g              | Elect Director Heidi J. Ueberroth                              | Mgmt      | For      | For              |
| 1h              | Elect Director Andrew Wilson                                   | 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. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which 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 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.*

|   |                          |      |     |     |
|---|--------------------------|------|-----|-----|
| 4 | 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.*

## Empire Company Limited

Meeting Date: 09/12/2024

Country: Canada

Ticker: EMP.A

Meeting Type: Annual

Primary ISIN: CA2918434077

Primary SEDOL: 2314000

## Empire Company Limited

| Proposal Number | Proposal Text                                    | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1               | Meeting for Holders of Non-Voting Class A Shares | Mgmt      |          |                  |
|                 | Advisory Vote on Executive Compensation Approach | Mgmt      | For      | For              |

## Equatorial Energia SA

Meeting Date: 08/26/2024

Country: Brazil

Ticker: EQTL3

Meeting Type: Extraordinary Shareholders

Primary ISIN: BREQTLACNOR0

Primary SEDOL: B128R96

| Proposal Number   | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|---|--|-----------|----------|------------------|
| 1   | Change Company Name to Equatorial S.A. and Amend Article 1 Accordingly | Mgmt      | For      | For              |
| 2   | Amend Article 6 to Reflect Changes in Capital                          | Mgmt      | For      | For              |
| 3   | Amend Article 17 Re: Item "jj"   | Mgmt      | For      | For              |
| 4   | Amend Article 17 Re: Item "kk"   | Mgmt      | For      | For              |
| 5   | Amend Article 19   | Mgmt      | For      | For              |
| 6   | Amend Article 25   | Mgmt      | For      | For              |
| 7   | Add Chapter VIII Re: Poison Pill                                       | Mgmt      | For      | Against          |
| <i>Voter Rationale: Changes in company's articles or by-laws should not erode shareholder rights.</i> |  |           |          |                  |
| 8   | Add Chapter XII Re: Company's Shareholding in SABESP                   | Mgmt      | For      | For              |
| 9   | Consolidate Bylaws   | Mgmt      | For      | For              |

## Equitrans Midstream Corporation

Meeting Date: 07/18/2024

Country: USA

Ticker: ETRN

Meeting Type: Special

Primary ISIN: US2946002001

Primary SEDOL: BMB6925

## Equitrans Midstream Corporation

| 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              |

## Eurobank Ergasias Services & Holdings SA

Meeting Date: 07/23/2024

Country: Greece

Ticker: EUROB

Meeting Type: Annual

Primary ISIN: GRS323003012

Primary SEDOL: BYZ43T4

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
|                 | Annual Meeting Agenda   | Mgmt      |          |                  |
| 1               | Accept Financial Statements and Statutory Reports                             | Mgmt      | For      | For              |
| 2               | Approve Management of Company and Grant Discharge to Auditors                 | Mgmt      | For      | For              |
| 3               | Approve Auditors and Fix Their Remuneration                                   | Mgmt      | For      | For              |
| 4               | Approve Dividends   | Mgmt      | For      | For              |
| 5               | Amend Articles 8 and 9: Board-Related   | Mgmt      | For      | For              |
| 6               | Add New Article 11 to the Bylaws and Renumber Subsequent Articles Accordingly | Mgmt      | For      | For              |
| 7               | Approve Profit Sharing Plan to Senior Management and Employees                | Mgmt      | For      | For              |
|                 | <i>Voter Rationale: .</i>   |           |          |                  |
| 8               | Approve Reduction in Issued Share Capital via Cancellation of Treasury Shares | Mgmt      | For      | For              |
| 9               | Fix Maximum Variable Compensation Ratio                                       | Mgmt      | For      | For              |
|                 | <i>Voter Rationale: .</i>   |           |          |                  |

# Eurobank Ergasias Services & Holdings SA

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 10              | 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 proposed policy keeps foreseeing potentially excessive severance payments to executives, and termination payments to the non-executive chairman. 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> |           |          |                  |
| 11              | Approve Remuneration of Directors and Members of Committees  | Mgmt      | For      | For              |
|                 | <i>Voter Rationale: .</i>  |           |          |                  |
| 12              | 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. 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              | Amend Suitability Policy for Directors   | Mgmt      | For      | For              |
| 14.1            | Elect Konstantinos Vassiliou as Director   | Mgmt      | For      | For              |
| 14.2            | Elect Burkhard Eckes as Independent Non-Executive Director   | Mgmt      | For      | For              |
| 14.3            | Elect Alice Gregoriadi as Independent Non-Executive Director   | Mgmt      | For      | For              |
| 14.4            | Elect John Hollows as Independent Non-Executive Director   | Mgmt      | For      | For              |
| 14.5            | Elect George Zantias 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>  |           |          |                  |
| 14.6            | Elect Stavros Ioannou as Director  | Mgmt      | For      | For              |
| 14.7            | Elect Fokion Karavias as Director  | Mgmt      | For      | For              |
| 14.8            | Elect Evangelos Kotsovinos as Independent Non-Executive Director   | Mgmt      | For      | For              |
| 14.9            | Elect Irene Rouvitha Panou as Independent Non-Executive Director   | Mgmt      | For      | For              |
| 14.10           | Elect Cinzia Basile as Independent Non-Executive 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. 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>                        |           |          |                  |

## Eurobank Ergasias Services & Holdings SA

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 14.11           | Elect Rajeev Kakar as Independent Non-Executive Director        | Mgmt      | For      | For              |
| 14.12           | Elect Bradley Paul Martin as Independent Non-Executive Director | Mgmt      | For      | For              |
| 14.13           | Elect Jawaid Mirza Martin as Independent Non-Executive Director | Mgmt      | For      | For              |
| 15              | Approve Type and Composition of the Audit Committee             | Mgmt      | For      | For              |
| 16              | Receive Audit Committee's Activity Report                       | Mgmt      |          |                  |
| 17              | Receive Report of Independent Non-Executive Directors           | Mgmt      |          |                  |

## Experian Plc

**Meeting Date:** 07/17/2024

**Country:** Jersey

**Ticker:** EXPN

**Meeting Type:** Annual

**Primary ISIN:** GB00B19NLV48

**Primary SEDOL:** B19NLV4

| 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 Craig Boundy as Director                 | Mgmt      | For      | For              |
| 4               | Re-elect Alison Brittain as Director              | Mgmt      | For      | For              |
| 5               | Re-elect Brian Cassin as Director                 | Mgmt      | For      | For              |
| 6               | Re-elect Kathleen DeRose as Director              | Mgmt      | For      | For              |
| 7               | Re-elect Caroline Donahue as Director             | Mgmt      | For      | For              |
| 8               | Re-elect Luiz Fleury as Director                  | Mgmt      | For      | For              |
| 9               | Re-elect Jonathan Howell as Director              | Mgmt      | For      | For              |
| 10              | Re-elect Esther Lee as Director                   | Mgmt      | For      | For              |
| 11              | Re-elect Louise Pentland as Director              | Mgmt      | For      | For              |
| 12              | Re-elect Lloyd Pitchford as Director              | Mgmt      | For      | For              |

## Experian Plc

| Proposal Number   | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|---|--|-----------|----------|------------------|
| 13  | Re-elect Mike Rogers 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> |  |           |          |                  |
| 14  | Ratify KPMG LLP as Auditors  | Mgmt      | For      | For              |
| 15  | Authorise Board 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              |
| 19  | Authorise Market Purchase of Ordinary Shares   | Mgmt      | For      | For              |

## FedEx Corporation

**Meeting Date:** 09/23/2024

**Country:** USA

**Ticker:** FDX

**Meeting Type:** Annual

**Primary ISIN:** US31428X1063

**Primary SEDOL:** 2142784

| Proposal Number | Proposal Text                          | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1a              | Elect Director Silvia Davila           | Mgmt      | For      | For              |
| 1b              | Elect Director Marvin R. Ellison       | Mgmt      | For      | For              |
| 1c              | Elect Director Stephen E. Gorman       | Mgmt      | For      | For              |
| 1d              | Elect Director Susan Patricia Griffith | Mgmt      | For      | For              |
| 1e              | Elect Director Amy B. Lane             | Mgmt      | For      | For              |
| 1f              | Elect Director R. Brad Martin          | Mgmt      | For      | For              |
| 1g              | Elect Director Nancy A. Norton         | Mgmt      | For      | For              |
| 1h              | Elect Director Frederick P. Perpall    | Mgmt      | For      | For              |
| 1i              | Elect Director Joshua Cooper Ramo      | Mgmt      | For      | For              |
| 1j              | Elect Director Susan C. Schwab         | Mgmt      | For      | For              |
| 1k              | Elect Director Frederick W. Smith      | Mgmt      | For      | For              |
| 1l              | Elect Director David P. Steiner        | Mgmt      | For      | For              |



## FedEx Corporation

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 1m   | Elect Director Rajesh Subramaniam  | Mgmt      | For      | For              |
| 1n   | Elect Director Paul S. Walsh   | 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. 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              |
| <i>Voter Rationale: Companies that have had the same auditor for 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  | Amend Certificate of Incorporation to Remove Pass-Through Voting Provision         | Mgmt      | For      | For              |
| 6  | Report on "Just Transition"  | SH        | Against  | Against          |
| <i>Voter Rationale: At this time, we believe the company is considering all attended material risks.</i>   |  |           |          |                  |
| 7  | Require Shareholder Approval of Bylaw Amendments Adopted by the Board of Directors | SH        | Against  | Against          |
| 8  | Report on Framework to Assess Company Lobbying Alignment with Climate Goals        | SH        | Against  | Against          |
| <i>Voter Rationale: At this time, we believe the company is considering all attended material risks.</i>   |  |           |          |                  |

## Fisher & Paykel Healthcare Corporation Limited

**Meeting Date:** 08/28/2024

**Country:** New Zealand

**Ticker:** FPH

**Meeting Type:** Annual

**Primary ISIN:** NZFAPE0001S2

**Primary SEDOL:** 6340250

| Proposal Number  | Proposal Text                     | Proponent | Mgmt Rec | Vote Instruction |
|--|-----------------------------------|-----------|----------|------------------|
| 1  | Elect Michael Daniell as Director | Mgmt      | For      | For              |
| 2  | Elect Graham McLean 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> |                                   |           |          |                  |

## Fisher & Paykel Healthcare Corporation Limited

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 3  | Authorize Board to Fix Remuneration of the Auditors          | Mgmt      | For      | For              |
| 4  | Approve Issuance of Performance Share Rights to Lewis Gradon | 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 company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which 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 Issuance of Options to Lewis Gradon                  | 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 company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which 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> |  |           |          |                  |

## Freedom Holding Corp.

|                                 |                             |                                   |
|---------------------------------|-----------------------------|-----------------------------------|
| <b>Meeting Date:</b> 09/19/2024 | <b>Country:</b> USA         | <b>Ticker:</b> FRHC               |
|                                 | <b>Meeting Type:</b> Annual |                                   |
|                                 |                             | <b>Primary ISIN:</b> US3563901046 |
|                                 |                             | <b>Primary SEDOL:</b> BF242Z3     |

| Proposal Number   | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|---|--|-----------|----------|------------------|
| 1.1   | Elect Director Andrew Gamble                                   | Mgmt      | For      | For              |
| 1.2   | Elect Director Amber Williams                                  | 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 Kairat Kelimbetov                               | 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         |
| <p><i>Voter Rationale: We support an annual say on pay frequency.</i></p>   |  |           |          |                  |
| 4   | Ratify Deloitte LLP in Kazakhstan as Auditors                  | Mgmt      | For      | For              |

## freee K.K.

|                                 |                             |                                   |
|---------------------------------|-----------------------------|-----------------------------------|
| <b>Meeting Date:</b> 09/27/2024 | <b>Country:</b> Japan       | <b>Ticker:</b> 4478               |
|                                 | <b>Meeting Type:</b> Annual |                                   |
|                                 |                             | <b>Primary ISIN:</b> JP3826520003 |
|                                 |                             | <b>Primary SEDOL:</b> BKLFVR7     |

| Proposal Number | Proposal Text                          | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1               | Amend Articles to Amend Business Lines | Mgmt      | For      | For              |
| 2.1             | Elect Director Sasaki, Daisuke         | Mgmt      | For      | For              |
| 2.2             | Elect Director Yokoji, Ryu             | Mgmt      | For      | For              |
| 2.3             | Elect Director Yumi Hosaka Clark       | Mgmt      | For      | For              |
| 3               | Approve Performance Share Plan         | Mgmt      | For      | For              |

## Fuyao Glass Industry Group Co., Ltd.

**Meeting Date:** 08/29/2024      **Country:** China      **Ticker:** 3606  
**Meeting Type:** Extraordinary Shareholders  
**Primary ISIN:** CNE100001TR7      **Primary SEDOL:** BWGCFG4

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1               | EGM BALLOT FOR HOLDERS OF A SHARES<br>Approve Ernst & Young Hua Ming LLP as Domestic Auditor and Internal Control Auditor and Ernst & Young as International Auditor and Authorize Board to Fix Their Remuneration | Mgmt      | For      | For              |

## Gen Digital Inc.

**Meeting Date:** 09/10/2024      **Country:** USA      **Ticker:** GEN  
**Meeting Type:** Annual  
**Primary ISIN:** US6687711084      **Primary SEDOL:** BJN4XN5

| Proposal Number | Proposal Text                     | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|-----------------------------------|-----------|----------|------------------|
| 1a              | Elect Director Susan P. Barsamian | 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.*

## Gen Digital Inc.

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 1b   | Elect Director Pavel Baudis                                    | Mgmt      | For      | For              |
| 1c   | Elect Director Eric K. Brandt                                  | Mgmt      | For      | For              |
| 1d   | Elect Director Frank E. Dangeard                               | Mgmt      | For      | For              |
| 1e   | Elect Director Nora M. Denzel                                  | 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 Peter A. Feld                                   | 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 Emily Heath                                     | Mgmt      | For      | For              |
| 1h   | Elect Director Vincent Pilette                                 | Mgmt      | For      | For              |
| 1i   | Elect Director Sherrese M. Smith                               | Mgmt      | For      | For              |
| 1j   | Elect Director Ondrej Vlcek                                    | 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>  |  |           |          |                  |
| 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>   |  |           |          |                  |

## General Mills, Inc.

**Meeting Date:** 09/24/2024

**Country:** USA

**Ticker:** GIS

**Meeting Type:** Annual

**Primary ISIN:** US3703341046

**Primary SEDOL:** 2367026

| Proposal Number | Proposal Text                 | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|-------------------------------|-----------|----------|------------------|
| 1a              | Elect Director Benno O. Dorer | Mgmt      | For      | For              |

## General Mills, Inc.

| Proposal Number   | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|---|---|-----------|----------|------------------|
| 1b  | Elect Director C. Kim Goodwin                                   | Mgmt      | For      | For              |
| 1c  | Elect Director Jeffrey L. Harmening                             | Mgmt      | For      | For              |
| 1d  | Elect Director Maria G. Henry                                   | Mgmt      | For      | For              |
| 1e  | Elect Director Jo Ann Jenkins                                   | Mgmt      | For      | For              |
| 1f  | Elect Director Elizabeth C. Lempres                             | Mgmt      | For      | For              |
| 1g  | Elect Director John G. Morikis                                  | Mgmt      | For      | For              |
| 1h  | Elect Director Diane L. Neal                                    | Mgmt      | For      | For              |
| 1i  | Elect Director Steve Odland                                     | Mgmt      | For      | For              |
| 1j  | Elect Director Maria A. Sastre                                  | Mgmt      | For      | For              |
| 1k  | Elect Director Eric D. Sprunk                                   | Mgmt      | For      | For              |
| 1l  | Elect Director Jorge A. Uribe                                   | 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   | Disclose Regenerative Agriculture Practices Within Supply Chain | SH        | Against  | Against          |
| <i>Voter Rationale: We engaged the company and encouraged more detailed disclosure on the outcomes of regenerative agriculture initiatives. However, we understand the balance to be struck at this point between expanding adoption among farmers and requesting more reporting from them. We are encouraged by the company's commitment to provide more detailed disclosure. As such, we believe the company is paying adequate attention to the matter at this time.</i>   |   |           |          |                  |
| 5   | Report on Efforts to Reduce Plastic Use                         | SH        | Against  | Against          |
| <i>Voter Rationale: We engaged the company to express our view that reduction of total plastic volume is a key aspect of reducing pollution and that disclosure on total plastic volume and any reduction year on year would be helpful to understand its exposure to post-consumer leakage, and related legislation and public sentiment. We were encouraged by the commitment to reporting plastic volumes in next year's disclosure and the expectation of reducing volumes, as well as the attention to extended producer responsibility by the board. We therefore view the company as receptive to the purpose of the proposal.</i> |   |           |          |                  |

## Genky DrugStores Co., Ltd.

**Meeting Date:** 09/12/2024

**Country:** Japan

**Ticker:** 9267

**Meeting Type:** Annual

**Primary ISIN:** JP3282750003

**Primary SEDOL:** BF41GY9

## Genky DrugStores Co., Ltd.

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 1               | Approve Allocation of Income, with a Final Dividend of JPY 13 | Mgmt      | For      | For              |
| 2.1             | Elect Director Fujinaga, Kenichi                              | Mgmt      | For      | For              |
| 2.2             | Elect Director Yoshioka, Nobuhiro                             | Mgmt      | For      | For              |
| 2.3             | Elect Director Yamagata, Hiroyuki                             | Mgmt      | For      | For              |
| 2.4             | Elect Director Kobayashi, Yuji                                | Mgmt      | For      | For              |
| 2.5             | Elect Director Nakagawa, Tatsuru                              | Mgmt      | For      | For              |
| 3               | 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.*

## Ginkgo Bioworks Holdings, Inc.

**Meeting Date:** 08/14/2024

**Country:** USA

**Ticker:** DNA

**Meeting Type:** Special

**Primary ISIN:** US37611X1000

**Primary SEDOL:** BN6KXF0

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1               | Approve Reverse Stock Split  | Mgmt      | For      | For              |
| 2               | Amend Certificate of Incorporation to Permit the Exculpation of Officers   | Mgmt      | For      | Against          |
| 3               | Amend Certificate of Incorporation to Remove Provisions Related to Merger with Soaring Eagle Acquisition Corp. and Domestication Process | Mgmt      | For      | For              |

*Voter Rationale: A vote AGAINST this proposal is warranted as decisions regarding shareholder litigation will be made by a board that lacks accountability to public shareholders.*

## Goodman Property Trust

**Meeting Date:** 08/27/2024

**Country:** New Zealand

**Ticker:** GMT

**Meeting Type:** Annual

**Primary ISIN:** NZCPTE0001S9

**Primary SEDOL:** 6299192

## Goodman Property Trust

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 1  | Elect Laurissa Cooney as Director  | Mgmt      | For      | For              |
| 2  | Elect Leonie Freeman 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.</i>  |  |           |          |                  |
| 3  | Elect David Gibson as Director   | Mgmt      | For      | For              |
| 4  | Approve Increase in the Maximum Aggregate Amount of Remuneration Payable by the Manager to Directors | Mgmt      | For      | Against          |
| <i>Voter Rationale: A vote AGAINST the proposed increase in maximum aggregate remuneration of non-executive directors is warranted. - The quantum of the proposed increase of 31 percent is excessive. - GMT's disclosure indicates that the board expects that the maximum fees to be paid to directors each year would be \$732,500, such that there is sufficient headroom under the current fee cap.</i> |  |           |          |                  |

## Guotai Junan International Holdings Limited

**Meeting Date:** 07/05/2024

**Country:** Hong Kong

**Ticker:** 1788

**Meeting Type:** Extraordinary Shareholders

**Primary ISIN:** HK0000065869

**Primary SEDOL:** B3W1335

| Proposal Number   | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|---|--|-----------|----------|------------------|
| 1.1   | Elect Xie Lebin 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 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 Dong Boyang 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   | Authorize Board to Fix Remuneration of Xie Lebin and Dong Boyang | Mgmt      | For      | For              |

## Haemonetics Corporation

**Meeting Date:** 07/25/2024

**Country:** USA

**Ticker:** HAE

**Meeting Type:** Annual

**Primary ISIN:** US4050241003

**Primary SEDOL:** 2401195

# Haemonetics Corporation

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1.1             | Elect Director Robert E. Abernathy                             | Mgmt      | For      | For              |
| 1.2             | Elect Director Diane M. Bryant                                 | Mgmt      | For      | For              |
| 1.3             | Elect Director Michael J. Coyle                                | Mgmt      | For      | For              |
| 1.4             | Elect Director Charles J. Dockendorff                          | Mgmt      | For      | For              |
| 1.5             | Elect Director Lloyd E. Johnson                                | Mgmt      | For      | For              |
| 1.6             | Elect Director Mark W. Kroll                                   | Mgmt      | For      | For              |
| 1.7             | Elect Director Claire Pomeroy                                  | Mgmt      | For      | For              |
| 1.8             | Elect Director Christopher A. Simon                            | Mgmt      | For      | For              |
| 1.9             | Elect Director Ellen M. Zane                                   | 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.*

|   |                                      |      |     |     |
|---|--------------------------------------|------|-----|-----|
| 3 | 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.*

## Hafnia Ltd.

**Meeting Date:** 07/10/2024

**Country:** Bermuda

**Ticker:** HAFNI

**Meeting Type:** Annual

**Primary ISIN:** BMG4233B1090

**Primary SEDOL:** BJK0P85

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 1               | Approve Notice of Meeting and Agenda                            | Mgmt      |          |                  |
| 2               | Receive Financial Statements and Statutory Reports (Non-Voting) | Mgmt      |          |                  |
| 3               | Fix Number of Directors at up to Eight                          | Mgmt      | For      | For              |



| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 4.a  | Reelect Andreas Sohmen-Pao 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. 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 changes to the board, we will keep this matter under review.</i></p> |  |           |          |                  |
| 4.b  | Reelect Erik Bartnes as Director   | Mgmt      | For      | For              |
| 4.c  | Reelect Peter Read as Director   | Mgmt      | For      | For              |
| 4.d  | Reelect John Ridgway as Director   | Mgmt      | For      | For              |
| 4.e  | Reelect Su Yin Anand as Director   | Mgmt      | For      | For              |
| 5  | Appoint Andreas Sohmen-Pao as Company 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 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 changes to the board, we will keep this matter under review.</i></p> |  |           |          |                  |
| 6  | Receive Remuneration Policy And Other Terms of Employment For Executive Management                             | Mgmt      |          |                  |
| 7  | Approve Remuneration of Directors in the Amount of USD 100,000 for Chairman and USD 90,000 for Other Directors | Mgmt      | For      | For              |
| 8  | Approve KPMG as Auditors and Authorize Board to Fix Their Remuneration   | Mgmt      | For      | For              |
| 9  | Authorize Share Repurchase Program   | Mgmt      | For      | For              |
| 10   | Approve Issuance of Shares and/or Instruments in the Company   | 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>   |  |           |          |                  |

**Meeting Date:** 09/11/2024

**Country:** Bermuda  
**Meeting Type:** Court

**Ticker:** HAFNI

**Primary ISIN:** BMG4233B1090

**Primary SEDOL:** BJK0P85

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 1               | Scheme Meeting<br>Approve Scheme of Arrangement Attached as Appendix 2 to the Explanatory Statement | Mgmt      | For      | For              |

## Halma Plc

Meeting Date: 07/25/2024

Country: United Kingdom

Ticker: HLMA

Meeting Type: Annual

Primary ISIN: GB0004052071

Primary SEDOL: 0405207

| 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 Liam Condon as Director                     | Mgmt      | For      | For              |
| 6   | Elect Giles Kerr as Director                      | Mgmt      | For      | For              |
| 7   | Re-elect Dame Louise Makin 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 Marc Ronchetti as Director               | Mgmt      | For      | For              |
| 9   | Re-elect Steve Gunning as Director                | Mgmt      | For      | For              |
| 10  | Re-elect Jennifer Ward as Director                | Mgmt      | For      | For              |
| 11  | Re-elect Carole Cran as Director                  | Mgmt      | For      | For              |
| 12  | Re-elect Jo Harlow as Director                    | Mgmt      | For      | For              |
| 13  | Re-elect Dharmash Mistry as Director              | Mgmt      | For      | For              |
| 14  | Re-elect Sharmila Nebhrajani as Director          | Mgmt      | For      | For              |
| 15  | Reappoint PricewaterhouseCoopers LLP as Auditors  | Mgmt      | For      | For              |

## Halma Plc

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 16              | Authorise Board to Fix Remuneration of Auditors  | Mgmt      | For      | For              |
| 17              | Authorise Issue of Equity  | Mgmt      | For      | For              |
| 18              | Authorise UK Political Donations and Expenditure   | 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              |

## Hankyu Hanshin REIT, Inc.

Meeting Date: 08/23/2024

Country: Japan

Ticker: 8977

Meeting Type: Special

Primary ISIN: JP3046320002

Primary SEDOL: BOLLJ37

| 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 Okazaki, Toyoshige                         | Mgmt      | For      | For              |
| 3               | Elect Alternate Executive Director Yabuchi, Takanobu                | Mgmt      | For      | For              |
| 4.1             | Elect Supervisory Director Shioji, Hiromi                           | Mgmt      | For      | For              |
| 4.2             | Elect Supervisory Director Okano, Hideaki                           | Mgmt      | For      | For              |
| 5               | Elect Alternate Supervisory Director Okuda, Satoko                  | Mgmt      | For      | For              |

## HCL Technologies Limited

Meeting Date: 07/03/2024

Country: India

Ticker: 532281

Meeting Type: Special

Primary ISIN: INE860A01027

Primary SEDOL: 6294896

# HCL Technologies Limited

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 1  | Postal Ballot<br>Elect Lee Fang Chew 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> |  |           |          |                  |
| 2  | Approve HCL Technologies Limited - Restricted Stock Unit Plan 2024 and Grant of Restricted Stock Units to the Eligible Employees of the Company thereunder   | 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.</i></p>   |  |           |          |                  |
| 3  | Approve Grant of Restricted Stock Units to the Eligible Employees of Subsidiaries and/or Associate Companies of the Company under the HCL Technologies Limited - Restricted Stock Unit Plan 2024   | 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.</i></p>   |  |           |          |                  |
| 4  | Authorize Secondary Acquisition of Equity Shares of the Company by HCL Technologies Stock Options Trust for Implementation of HCL Technologies Limited - Restricted Stock Unit Plan 2024 and Providing Financial Assistance in this regard | 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.</i></p>   |  |           |          |                  |

# HCL Technologies Limited

**Meeting Date:** 08/13/2024

**Country:** India

**Ticker:** 532281

**Meeting Type:** Annual

**Primary ISIN:** INE860A01027

**Primary SEDOL:** 6294896

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

## HCL Technologies Limited

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 2  | Reelect C. Vijayakumar 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> |  |           |          |                  |
| 3  | Approve B S R & Co. LLP, Chartered Accountants as Auditors and Authorize Board to Fix Their Remuneration | Mgmt      | For      | For              |
| 4  | Approve Payment of Commission to Non-Executive Directors   | Mgmt      | For      | Against          |
| <p><i>Voter Rationale: A vote AGAINST this resolution is warranted as the company has not specified the tenure of this proposal and approval may be valid till perpetuity and shareholders would not get to review the payments in the future.</i></p>   |  |           |          |                  |
| 5  | Reelect Simon John England as Director   | Mgmt      | For      | For              |

## HDFC Bank Ltd.

**Meeting Date:** 08/09/2024

**Country:** India

**Ticker:** 500180

**Meeting Type:** Annual

**Primary ISIN:** INE040A01034

**Primary SEDOL:** BK1N461

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 1               | Accept Standalone Financial Statements and Statutory Reports  | Mgmt      | For      | For              |
| 2               | Accept Consolidated Financial Statements and Statutory Reports  | Mgmt      | For      | For              |
| 3               | Approve Dividend  | Mgmt      | For      | For              |
| 4               | Reelect Bhavesh Zaveri as Director  | Mgmt      | For      | For              |
| 5               | Reelect Keki Mistry as Director   | Mgmt      | For      | For              |
| 6               | Approve Batliboi & Purohit, Chartered Accountants as Joint Statutory Auditors and Authorize Board to Fix Their Remuneration   | Mgmt      | For      | For              |
| 7               | Authorize Issuance of Long-Term Bonds (Financing of Infrastructure and Affordable housing), Perpetual Debt Instruments (Part of Additional Tier I Capital) and Tier II Capital Bonds Through Private Placement Mode | Mgmt      | For      | For              |

## HDFC Bank Ltd.

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 8               | Approve Grant of Equity Stock Options under Employees Stock Option Master Scheme - 2024 | Mgmt      | For      | For              |

## Heartland Financial USA, Inc.

|                                 |                              |                                   |                               |
|---------------------------------|------------------------------|-----------------------------------|-------------------------------|
| <b>Meeting Date:</b> 08/06/2024 | <b>Country:</b> USA          | <b>Ticker:</b> HTLF               |                               |
|                                 | <b>Meeting Type:</b> Special |                                   |                               |
|                                 |                              | <b>Primary ISIN:</b> US42234Q1022 | <b>Primary SEDOL:</b> 2828147 |

| 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              |

## Hilltop Holdings, Inc.

|                                 |                             |                                   |                               |
|---------------------------------|-----------------------------|-----------------------------------|-------------------------------|
| <b>Meeting Date:</b> 07/25/2024 | <b>Country:</b> USA         | <b>Ticker:</b> HTH                |                               |
|                                 | <b>Meeting Type:</b> Annual |                                   |                               |
|                                 |                             | <b>Primary ISIN:</b> US4327481010 | <b>Primary SEDOL:</b> 2365428 |

| Proposal Number  | Proposal Text                     | Proponent | Mgmt Rec | Vote Instruction |
|--|-----------------------------------|-----------|----------|------------------|
| 1.1  | Elect Director Rhodes R. Bobbitt  | 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 Tracy A. Bolt      | Mgmt      | For      | For              |
| 1.3  | Elect Director J. Taylor Crandall | Mgmt      | For      | For              |
| 1.4  | Elect Director Hill A. Feinberg   | Mgmt      | For      | For              |
| 1.5  | Elect Director Gerald J. Ford     | 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>                        |                                   |           |          |                  |
| 1.6  | Elect Director Jeremy B. Ford     | Mgmt      | For      | For              |
| 1.7  | Elect Director J. Markham Green   | 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>                        |                                   |           |          |                  |

## Hilltop Holdings, Inc.

| Proposal Number   | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|---|--|-----------|----------|------------------|
| 1.8   | Elect Director Charlotte Jones                                 | Mgmt      | For      | For              |
| 1.9   | Elect Director Lee Lewis                                       | Mgmt      | For      | For              |
| 1.10  | Elect Director Thomas C. Nichols                               | Mgmt      | For      | For              |
| 1.11  | Elect Director W. Robert Nichols, III                          | 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. To ensure the effectiveness of the board, the board should include between 5 and 15 directors.</i></p> |  |           |          |                  |
| 1.12  | Elect Director Kenneth D. Russell                              | Mgmt      | For      | For              |
| 1.13  | Elect Director A. Haag Sherman                                 | 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>   |  |           |          |                  |
| 1.14  | Elect Director Jonathan S. Sobel                               | Mgmt      | For      | For              |
| 1.15  | Elect Director Robert C. Taylor, Jr.                           | Mgmt      | For      | For              |
| 1.16  | Elect Director Carl B. Webb                                    | 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 that have had the same auditor for 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>   |  |           |          |                  |

## Houlihan Lokey, Inc.

**Meeting Date:** 09/18/2024

**Country:** USA

**Ticker:** HLI

**Meeting Type:** Annual

**Primary ISIN:** US4415931009

**Primary SEDOL:** BYQ3PM7

| Proposal Number | Proposal Text                        | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--------------------------------------|-----------|----------|------------------|
| 1.1             | Elect Director Scott J. Adelson      | Mgmt      | For      | For              |
| 1.2             | Elect Director Ekpedeme M. Basse     | Mgmt      | For      | For              |
| 1.3             | Elect Director Robert A. Schriesheim | Mgmt      | For      | For              |
| 1.4             | Elect Director P. Eric Siegert       | Mgmt      | For      | For              |

## Houlihan Lokey, 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: On 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 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>  |  |           |          |                  |

## Ichigo Office REIT Investment Corp.

**Meeting Date:** 07/20/2024

**Country:** Japan

**Ticker:** 8975

**Meeting Type:** Special

**Primary ISIN:** JP3046300004

**Primary SEDOL:** B0LNCF6

| 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              |
| 2               | Amend Articles to Amend Asset Management Compensation  | Mgmt      | For      | For              |
| 3               | Elect Executive Director Kagiyama, Takafumi  | Mgmt      | For      | For              |
| 4.1             | Elect Supervisory Director Ichiba, Noriko  | Mgmt      | For      | For              |
| 4.2             | Elect Supervisory Director Maruo, Yuji   | Mgmt      | For      | For              |
| 5               | Elect Alternate Executive Director Chiba, Keisuke  | Mgmt      | For      | For              |
| 6               | Elect Alternate Supervisory Director Kita, Nagahisa  | Mgmt      | For      | For              |
| 7               | Approve Fixed Cash Compensation for Executive Directors and Supervisory Directors                      | Mgmt      | For      | For              |



## Ichigo Office REIT Investment Corp.

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 8               | Appoint Deloitte Touche Tohmatsu LLC as New External Audit Firm | Mgmt      | For      | For              |

## ICICI Bank Limited

|                                 |                                   |                               |
|---------------------------------|-----------------------------------|-------------------------------|
| <b>Meeting Date:</b> 08/29/2024 | <b>Country:</b> India             | <b>Ticker:</b> 532174         |
|                                 | <b>Meeting Type:</b> Annual       |                               |
|                                 | <b>Primary ISIN:</b> INE090A01021 | <b>Primary SEDOL:</b> BSZ2BY7 |

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1               | Accept Financial Statements and Statutory Reports  | Mgmt      | For      | For              |
| 2               | Approve Dividend   | Mgmt      | For      | For              |
| 3               | Reelect Rakesh Jha as Director   | Mgmt      | For      | For              |
| 4               | Approve B S R & Co. LLP, Chartered Accountants as Joint Statutory Auditors   | Mgmt      | For      | For              |
| 5               | Approve C N K & Associates LLP, Chartered Accountants as Joint Statutory Auditors  | Mgmt      | For      | For              |
| 6               | Authorize Board to Fix Remuneration of M S K A & Associates, Chartered Accountants and KKC & Associates LLP, Chartered Accountants as Joint Statutory Auditors                                     | Mgmt      | For      | For              |
| 7               | Elect Rohit Bhasin as Director   | Mgmt      | For      | For              |
| 8               | Approve Revision in Remuneration of Sandeep Bakhshi as Managing Director and Chief Executive Officer   | Mgmt      | For      | For              |
| 9               | Approve Revision in Remuneration of Sandeep Batra as Executive Director  | Mgmt      | For      | For              |
| 10              | Approve Revision in Remuneration of Rakesh Jha as Executive Director   | Mgmt      | For      | For              |
| 11              | Approve Revision in Remuneration of Ajay Kumar Gupta as Executive Director   | Mgmt      | For      | For              |
| 12              | Approve Modification of Earlier Approved Material Related Party Transactions for Acceptance of Current Account and Savings Account (CASA) Deposits by the Bank from the Related Parties for FY2025 | Mgmt      | For      | For              |

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 13              | Approve Modification of Earlier Approved Material Related Party Transactions for Subscription of Securities Issued by the Related Party and Purchase of Securities from the Related Party (Issued by Related or Unrelated Parties) by the Bank for FY2025 | Mgmt      | For      | For              |
| 14              | Approve Modification of Earlier Approved Material Related Party Transactions for Sale of Securities to the Related Party (Issued by Related or Unrelated Parties) by the Bank for FY2025  | Mgmt      | For      | For              |
| 15              | Approve Material Related Party Transactions for Rendering of Insurance Services by ICICI Prudential Life Insurance Company Limited, Subsidiary of the Bank for FY2025   | Mgmt      | For      | For              |
| 16              | Approve Material Related Party Transactions for Dividend Payout by ICICI Prudential Asset Management Company Limited, Subsidiary of the Bank for FY2025   | Mgmt      | For      | For              |
| 17              | Approve Material Related Party Transactions Pertaining to Foreign Exchange and Derivative Transactions by the Bank with the Related Parties for FY2025  | Mgmt      | For      | For              |
| 18              | Approve Material Related Party Transactions for Acceptance of Current Account and Savings Account (CASA) Deposits by the Bank from the Related Parties for FY2026   | Mgmt      | For      | For              |
| 19              | Material Related Party Transactions for Subscription of Securities Issued by the Related Parties and Purchase of Securities from the Related Parties (Issued by Related or Unrelated Parties) by the Bank for FY2026                                      | Mgmt      | For      | For              |
| 20              | Approve Material Related Party Transactions for sale of Securities to the Related Parties (Issued by Related or Unrelated Parties) by the Bank for FY2026   | Mgmt      | For      | For              |

## ICICI Bank Limited

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 21              | Approve Material Related Party Transactions for Granting of Fund Based and/or Non-Fund Based Credit Facilities by the Bank to the Related Parties for FY2026  | Mgmt      | For      | For              |
| 22              | Approve Material Related Party Transactions for Purchase/Sale of Loans by the Bank from/to the Related Party for FY2026   | Mgmt      | For      | For              |
| 23              | Approve Material Related Party Transactions for Undertaking Repurchase (Repo) Transactions and other Permitted Short-Term Borrowing Transactions by the Bank with the Related Party for FY2026              | Mgmt      | For      | For              |
| 24              | Approve Material Related Party Transactions for Undertaking Reverse Repurchase (Reverse Repo) Transactions and other Permitted Shortterm Lending Transactions by the Bank with the Related Party for FY2026 | Mgmt      | For      | For              |
| 25              | Approve Material Related Party Transactions Pertaining to Foreign Exchange and Derivative Transactions by the Bank with the Related Parties for FY2026  | Mgmt      | For      | For              |
| 26              | Approve Material Related Party Transactions for Availing Insurance Services by the Bank from the Related Party for FY2026   | Mgmt      | For      | For              |
| 27              | Approve Material Related Party Transactions for Rendering of Insurance Services by ICICI Prudential Life Insurance Company Limited, Subsidiary of the Bank for FY2026                                       | Mgmt      | For      | For              |
| 28              | Approve Material Related Party Transactions for Dividend Payout by ICICI Prudential Asset Management Company Limited, Subsidiary of the Bank for FY2026   | Mgmt      | For      | For              |

## Independent Bank Group, Inc.

**Meeting Date:** 08/14/2024

**Country:** USA

**Ticker:** IBTX

**Meeting Type:** Special

**Primary ISIN:** US45384B1061

**Primary SEDOL:** B9M9ZZ7

# Independent Bank Group, Inc.

| 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: A vote AGAINST this proposal is warranted. Cash severance for most NEOs is double-trigger and reasonably based, and no excise tax gross-ups are payable. However, at least one NEO is entitled to a single-trigger CIC payment in lieu of severance, despite continuing employment. Additionally, NEOs' outstanding equity awards are single-trigger, and the CEO will receive a sizable single-trigger transaction bonus.</i> |                                    |           |          |                  |
| 3  | Adjourn Meeting                    | Mgmt      | For      | For              |

# Industria de Diseno Textil SA

|                                 |                                   |                               |
|---------------------------------|-----------------------------------|-------------------------------|
| <b>Meeting Date:</b> 07/09/2024 | <b>Country:</b> Spain             | <b>Ticker:</b> ITX            |
|                                 | <b>Meeting Type:</b> Annual       |                               |
|                                 | <b>Primary ISIN:</b> ES0148396007 | <b>Primary SEDOL:</b> BP9DL90 |

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1.a             | Approve Standalone Financial Statements                            | Mgmt      | For      | For              |
| 1.b             | Approve Discharge of Board   | Mgmt      | For      | For              |
| 2               | Approve Consolidated Financial Statements                          | Mgmt      | For      | For              |
| 3               | Approve Non-Financial Information Statement                        | Mgmt      | For      | For              |
| 4               | Approve Allocation of Income and Dividends                         | Mgmt      | For      | For              |
| 5.a             | Amend Article 9 Re: Transfer of Shares                             | Mgmt      | For      | For              |
| 5.b             | Amend Articles Re: General Meetings                                | Mgmt      | For      | For              |
| 5.c             | Amend Articles Re: Board of Directors                              | Mgmt      | For      | For              |
| 5.d             | Amend Article 36 Re: Approval of Accounts and Allocation of Income | Mgmt      | For      | For              |
| 5.e             | Amend Article 40 Re: Liquidation                                   | Mgmt      | For      | For              |
| 6               | Amend Articles of General Meeting Regulations                      | Mgmt      | For      | For              |
| 7.a             | Elect Flora Perez Marcote as Director                              | Mgmt      | For      | For              |
| 7.b             | Elect Belen Romana Garcia as Director                              | Mgmt      | For      | For              |

## Industria de Diseno Textil SA

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 7.c             | Reelect Denise Patricia Kingsmill as Director              | Mgmt      | For      | For              |
| 8               | Advisory Vote on Remuneration Report                       | Mgmt      | For      | For              |
| 9               | Authorize Company to Call EGM with 15 Days' Notice         | Mgmt      | For      | For              |
| 10              | Authorize Board to Ratify and Execute Approved Resolutions | Mgmt      | For      | For              |

## Infratil Limited

**Meeting Date:** 08/22/2024

**Country:** New Zealand

**Ticker:** IFT

**Meeting Type:** Annual

**Primary ISIN:** NZIFTE0003S3

**Primary SEDOL:** 6459286

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1               | Elect Paul Gough as Director   | Mgmt      | For      | For              |
| 2               | Elect Jason Boyes as Director  | Mgmt      | For      | For              |
| 3               | Approve Payment of FY2023 Incentive Fee by Share Issue (2023 Scrip Option) to Morrison Infrastructure Management Limited | Mgmt      | For      | For              |
| 4               | Approve Payment of FY2024 Incentive Fee by Share Issue (2024 Scrip Option) to Morrison Infrastructure Management Limited | Mgmt      | For      | For              |
| 5               | Authorize Board to Fix Remuneration of the Auditors  | Mgmt      | For      | For              |

## Inter Parfums, Inc.

**Meeting Date:** 09/17/2024

**Country:** USA

**Ticker:** IPAR

**Meeting Type:** Annual

**Primary ISIN:** US4583341098

**Primary SEDOL:** 2473150

| Proposal Number | Proposal Text                   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---------------------------------|-----------|----------|------------------|
| 1.1             | Elect Director Jean Madar       | Mgmt      | For      | For              |
| 1.2             | Elect Director Philippe Benacin | Mgmt      | For      | For              |
| 1.3             | Elect Director Michel Atwood    | Mgmt      | For      | For              |

## Inter Parfums, Inc.

| Proposal Number   | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|---|--|-----------|----------|------------------|
| 1.4   | Elect Director Philippe Santi                                  | Mgmt      | For      | For              |
| 1.5   | Elect Director Francois Heilbronn                              | 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. 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 Robert Bensoussan                               | 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>  |  |           |          |                  |
| 1.7   | Elect Director Veronique Gabai-Pinsky                          | 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>  |  |           |          |                  |
| 1.8   | Elect Director Gilbert Harrison                                | Mgmt      | For      | For              |
| 1.9   | Elect Director Gerard Kappauf ("Kappauf")                      | 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. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which 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   | Change Company Name to Interparfums, Inc.                      | Mgmt      | For      | For              |
| 4   | Ratify Forvis Mazars, LLP as Auditors                          | Mgmt      | For      | For              |

## ITO EN, LTD.

**Meeting Date:** 07/26/2024

**Country:** Japan

**Ticker:** 2593

**Meeting Type:** Annual

**Primary ISIN:** JP3143000002

**Primary SEDOL:** 6455789

| Proposal Number   | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|---|--|-----------|----------|------------------|
| 1   | Approve Allocation of Income, with a Final Dividend of JPY 27 for Class 1 Preferred Shares, and JPY 21 for Ordinary Shares | Mgmt      | For      | For              |
| 2.1   | Elect Director Honjo, Hachiro  | Mgmt      | For      | For              |
| 2.2   | Elect Director Honjo, Daisuke  | 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 Honjo, Shusuke  | Mgmt      | For      | For              |
| 2.4   | Elect Director Nakano, Yoshihisa   | Mgmt      | For      | For              |
| 2.5   | Elect Director Kamiya, Shigeru   | Mgmt      | For      | For              |
| 2.6   | Elect Director Yosuke Jay Oceanbright Honjo  | Mgmt      | For      | For              |
| 2.7   | Elect Director Hirata, Atsushi   | Mgmt      | For      | For              |
| 2.8   | Elect Director Takano, Hideo   | Mgmt      | For      | For              |
| 2.9   | Elect Director Abe, Keiko  | Mgmt      | For      | For              |
| 3   | Elect Director and Audit Committee Member Okuda, Yoshihiko   | Mgmt      | For      | For              |

**J Sainsbury Plc**
**Meeting Date:** 07/04/2024

**Country:** United Kingdom

**Ticker:** SBRY

**Meeting Type:** Annual

**Primary ISIN:** GB00B019KW72

**Primary SEDOL:** B019KW7

| 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 Blathnaid Bergin as Director             | Mgmt      | For      | For              |
| 5               | Re-elect Jo Bertram as Director                   | Mgmt      | For      | For              |
| 6               | Re-elect Brian Cassin as Director                 | Mgmt      | For      | For              |
| 7               | Re-elect Jo Harlow as Director                    | Mgmt      | For      | For              |

## J Sainsbury Plc

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 8  | Re-elect Adrian Hennah as Director   | Mgmt      | For      | For              |
| 9  | Re-elect Tanuj Kapilashrami as Director  | Mgmt      | For      | For              |
| 10   | Re-elect Simon Roberts as Director   | Mgmt      | For      | For              |
| 11   | Re-elect Martin Scicluna as Director   | Mgmt      | For      | For              |
| <i>Voter Rationale: The board chairman serves as a member of the Nomination Committee.</i> |  |           |          |                  |
| 12   | Re-elect Keith Weed as Director  | Mgmt      | For      | For              |
| 13   | Reappoint Ernst & Young 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 UK Political Donations and Expenditure   | Mgmt      | For      | For              |
| 20   | Approve Long Term Incentive Plan   | Mgmt      | For      | For              |
| 21   | Approve Reduction of Capital Redemption Reserve  | Mgmt      | For      | For              |
| 22   | Authorise the Company to Call General Meeting with Two Weeks' Notice   | Mgmt      | For      | For              |

## James Hardie Industries Plc

**Meeting Date:** 08/08/2024

**Country:** Ireland

**Ticker:** JHX

**Meeting Type:** Annual

**Primary ISIN:** AU000000JHX1

**Primary SEDOL:** B60QWJ2

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



## James Hardie Industries Plc

| Proposal Number  | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|--|---|-----------|----------|------------------|
| 2  | Approve the 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 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.</i></p> |   |           |          |                  |
| 3a   | Elect John Pfeifer as Director  | Mgmt      | For      | For              |
| 3b   | Elect Persio Lisboa as Director   | Mgmt      | For      | For              |
| 3c   | Elect Suzanne Rowland as Director   | Mgmt      | For      | For              |
| 4  | Authorize Board to Fix Remuneration of Auditors   | Mgmt      | For      | For              |
| 5  | Approve Issuance of Equity Securities Under the James Hardie Industries Equity Incentive Plan 2001        | 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>   |   |           |          |                  |
| 6  | Approve Issuance of Equity Securities Under the James Hardie Industries Long Term Incentive Plan 2006     | 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>   |   |           |          |                  |
| 7  | Approve Grant of Return on Capital Employed Restricted Stock Units to Aaron Erter                         | Mgmt      | For      | For              |
| 8  | Approve Grant of Relative Total Shareholder Return Restricted Stock Units to Aaron Erter                  | Mgmt      | For      | For              |
| 9  | Approve Issuance of Shares Under the James Hardie 2020 Non-Executive Director Equity Plan to John Pfeifer | Mgmt      | None     | For              |

## Jazz Pharmaceuticals plc

**Meeting Date:** 07/25/2024

**Country:** Ireland

**Ticker:** JAZZ

**Meeting Type:** Annual

**Primary ISIN:** IE00B4Q5ZN47

**Primary SEDOL:** B4Q5ZN4

| Proposal Number | Proposal Text                  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--------------------------------|-----------|----------|------------------|
| 1a              | Elect Director Laura J. Hamill | Mgmt      | For      | For              |

# Jazz Pharmaceuticals plc

| Proposal Number   | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|---|--|-----------|----------|------------------|
| 1b  | Elect Director Patrick Kennedy   | Mgmt      | For      | For              |
| 1c  | Elect Director Kenneth W. O'Keefe  | Mgmt      | For      | For              |
| 1d  | Elect Director Mark D. Smith   | Mgmt      | For      | For              |
| 2   | Approve KPMG as Auditors 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. On 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   | 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   | Adjourn Meeting  | Mgmt      | For      | Against          |
| <i>Voter Rationale: A vote against is warranted given the lack of full support of the meeting.</i>  |  |           |          |                  |

# Jet2 Plc

**Meeting Date:** 09/05/2024

**Country:** United Kingdom

**Ticker:** JET2

**Meeting Type:** Annual

**Primary ISIN:** GB00B1722W11

**Primary SEDOL:** B1722W1

| 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               | Re-elect Steve Heapy as Director                  | Mgmt      | For      | For              |

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 4  | Re-elect Richard Green as Director   | Mgmt      | For      | For              |
| 5  | Elect Rachel Kentleton as Director   | Mgmt      | For      | For              |
| 6  | Reappoint KPMG 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> |  |           |          |                  |
| 7  | Authorise Board to Fix Remuneration of Auditors  | 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 Ordinary Shares   | Mgmt      | For      | For              |

# Johnson Matthey Plc

**Meeting Date:** 07/18/2024

**Country:** United Kingdom

**Ticker:** JMAT

**Meeting Type:** Annual

**Primary ISIN:** GB00BZ4BQC70

**Primary SEDOL:** BZ4BQC7

| 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 Liam Condon as Director                  | Mgmt      | For      | For              |
| 5               | Re-elect Rita Forst as Director                   | Mgmt      | For      | For              |
| 6               | Re-elect Jane Griffiths as Director               | Mgmt      | For      | For              |
| 7               | Re-elect Barbara Jeremiah as Director             | Mgmt      | For      | For              |
| 8               | Re-elect Xiaozhi Liu as Director                  | Mgmt      | For      | For              |
| 9               | Re-elect John O'Higgins as Director               | Mgmt      | For      | For              |
| 10              | Re-elect Stephen Oxley as Director                | Mgmt      | For      | For              |

## Johnson Matthey Plc

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 11   | Re-elect Patrick Thomas as Director  | Mgmt      | For      | For              |
| <i>Voter Rationale: The board chairman serves as a member of the Nomination Committee.</i> |  |           |          |                  |
| 12   | Re-elect Doug Webb 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 UK Political Donations and Expenditure   | Mgmt      | For      | For              |
| 16   | Authorise Issue of Equity  | Mgmt      | For      | For              |
| 17   | Authorise Issue of Equity without Pre-emptive Rights   | Mgmt      | For      | For              |
| 18   | Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment | Mgmt      | For      | For              |
| 19   | Authorise Market Purchase of Ordinary Shares   | Mgmt      | For      | For              |
| 20   | Authorise the Company to Call General Meeting with Two Weeks' Notice   | Mgmt      | For      | For              |

## Jyske Bank A/S

**Meeting Date:** 09/17/2024

**Country:** Denmark

**Ticker:** JYSK

**Meeting Type:** Extraordinary Shareholders

**Primary ISIN:** DK0010307958

**Primary SEDOL:** B038611

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1.1             | Elect Lisbeth Holm as New Director   | Mgmt      | For      | For              |
| 1.2             | Elect Glenn Soderholm as New Director  | Mgmt      | For      | For              |
| 2               | Authorize Editorial Changes to Adopted Resolutions in Connection with Registration with Danish Authorities | Mgmt      | For      | For              |
| 3               | Other Business   | Mgmt      |          |                  |

## KeePer Technical Laboratory Co., Ltd.

Meeting Date: 09/27/2024

Country: Japan

Ticker: 6036

Meeting Type: Annual

Primary ISIN: JP3236320002

Primary SEDOL: BVFNJ69

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 1.1             | Elect Director Tani, Yoshimichi                                   | Mgmt      | For      | For              |
| 1.2             | Elect Director Kaku, Toshiyuki                                    | Mgmt      | For      | For              |
| 1.3             | Elect Director Suzuoki, Chikashi                                  | Mgmt      | For      | For              |
| 1.4             | Elect Director Yamashita, Ayako                                   | Mgmt      | For      | For              |
| 1.5             | Elect Director Miura, Kensuke                                     | Mgmt      | For      | For              |
| 1.6             | Elect Director Nozaki, Keisuke                                    | Mgmt      | For      | For              |
| 1.7             | Elect Director Masuda, Takashi                                    | Mgmt      | For      | For              |
| 1.8             | Elect Director Oshima, Moe  | Mgmt      | For      | For              |
| 1.9             | Elect Director Saito, Ryosuke                                     | Mgmt      | For      | For              |
| 2               | Elect Director and Audit Committee Member Ito, Morihiro           | Mgmt      | For      | For              |
| 3               | Elect Alternate Director and Audit Committee Member Haruna, Junya | Mgmt      | For      | For              |
| 4               | Approve Director Retirement Bonus                                 | Mgmt      | For      | Against          |

*Voter Rationale: A vote AGAINST this proposal is warranted because: - The bonus amount is not disclosed.*

## Kusuri No Aoki Holdings Co., Ltd.

Meeting Date: 08/16/2024

Country: Japan

Ticker: 3549

Meeting Type: Annual

Primary ISIN: JP3266190002

Primary SEDOL: BYX8TV2

| 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 Aoki, Yasutoshi                            | Mgmt      | For      | For              |

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

|     |                               |      |     |         |
|-----|-------------------------------|------|-----|---------|
| 2.2 | Elect Director Aoki, Hironori | Mgmt | For | Against |
|-----|-------------------------------|------|-----|---------|

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

# Kusuri No Aoki Holdings Co., Ltd.

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 2.3             | Elect Director Aoki, Takanori  | Mgmt      | For      | Against          |
|                 | <i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>   |           |          |                  |
| 2.4             | Elect Director Iijima, Hitoshi   | Mgmt      | For      | For              |
|                 | <i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>   |           |          |                  |
| 2.5             | Elect Director Yahata, Ryoichi   | 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 Okada, Motoya   | Mgmt      | For      | For              |
|                 | <i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>   |           |          |                  |
| 2.7             | Elect Director Yanagida, Naoki   | Mgmt      | For      | For              |
| 2.8             | Elect Director Inoue, Yoshiko  | Mgmt      | For      | For              |
| 2.9             | Elect Director Fujii, Hiromitsu  | Mgmt      | For      | For              |
|                 | <i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>   |           |          |                  |
| 2.10            | Elect Director Takeuchi, Toshiaki  | Mgmt      | For      | For              |
| 2.11            | Elect Director Kinoshita, Reiko  | 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<br>Mikamori, Masahiro  | Mgmt      | For      | For              |
|                 | <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<br>Ku wajima, Toshiaki   | Mgmt      | For      | For              |
| 3.3             | Appoint Statutory Auditor<br>Nakamura, Akiko   | Mgmt      | For      | For              |
| 4               | Appoint Alternate Statutory<br>Auditor Morioka, Shinichi   | Mgmt      | For      | For              |
| 5.1             | Remove Incumbent Director<br>Aoki, Hironori  | SH        | Against  | For              |
|                 | <i>Voter Rationale: SUPPORT given concerns raised with stock issuance at a deep discount. This is not in minority shareholder interests.</i>   |           |          |                  |
| 5.2             | Remove Incumbent Director<br>Aoki, Takanori  | SH        | Against  | For              |
|                 | <i>Voter Rationale: SUPPORT given concerns raised with stock issuance at a deep discount. This is not in minority shareholder interests.</i>   |           |          |                  |
| 5.3             | Remove Incumbent Director<br>Yahata, Ryoichi   | SH        | Against  | For              |
|                 | <i>Voter Rationale: SUPPORT given concerns raised with stock issuance at a deep discount. This is not in minority shareholder interests.</i>   |           |          |                  |

## Lamb Weston Holdings, Inc.

Meeting Date: 09/26/2024

Country: USA

Ticker: LW

Meeting Type: Annual

Primary ISIN: US5132721045

Primary SEDOL: BDQZFJ3

| Proposal Number  | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|--|---|-----------|----------|------------------|
| 1a   | Elect Director Peter J. Bensen  | Mgmt      | For      | For              |
| 1b   | Elect Director Charles A. Blixt   | Mgmt      | For      | For              |
| 1c   | Elect Director Robert J. Coviello   | Mgmt      | For      | For              |
| 1d   | Elect Director Rita Fisher  | Mgmt      | For      | For              |
| 1e   | Elect Director Andre J. Hawaux  | Mgmt      | For      | For              |
| 1f   | Elect Director W.G. Jurgensen   | Mgmt      | For      | For              |
| 1g   | Elect Director Hala G. Modellmog  | Mgmt      | For      | For              |
| 1h   | Elect Director Robert A. Niblock  | Mgmt      | For      | For              |
| 1i   | Elect Director Maria Renna Sharpe   | Mgmt      | For      | For              |
| 1j   | Elect Director Thomas P. Werner   | 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              |
| 4  | Amend Certificate of Incorporation to Provide for the Exculpation of Officers | Mgmt      | For      | For              |

## Land Securities Group Plc

Meeting Date: 07/11/2024

Country: United Kingdom

Ticker: LAND

Meeting Type: Annual

Primary ISIN: GB00BYW0PQ60

Primary SEDOL: BYW0PQ6

| 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              |

# Land Securities Group Plc

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 4  | Approve Final Dividend   | Mgmt      | For      | For              |
| 5  | Elect James Bowling as Director  | Mgmt      | For      | For              |
| 6  | Elect Moni Mannings as Director  | Mgmt      | For      | For              |
| 7  | Re-elect Sir Ian Cheshire 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 Mark Allan as Director  | Mgmt      | For      | For              |
| 9  | Re-elect Vanessa Simms as Director   | Mgmt      | For      | For              |
| 10   | Re-elect Madeleine Cosgrave as Director  | Mgmt      | For      | For              |
| 11   | Re-elect Christophe Evain as Director  | Mgmt      | For      | For              |
| 12   | Re-elect Miles Roberts as Director   | Mgmt      | For      | For              |
| 13   | Re-elect Manjiry Tamhane as Director   | Mgmt      | For      | For              |
| 14   | Reappoint Ernst & Young LLP (EY) 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> |  |           |          |                  |
| 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   | Approve Omnibus Share Plan   | 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              |

## Lasertec Corp.

**Meeting Date:** 09/26/2024

**Country:** Japan

**Ticker:** 6920

**Meeting Type:** Annual

**Primary ISIN:** JP3979200007

**Primary SEDOL:** 6506267



| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 1  | Approve Allocation of Income, with a Final Dividend of JPY 157 | Mgmt      | For      | For              |
| 2  | Amend Articles to Clarify Director Authority on Board Meetings | Mgmt      | For      | For              |
| 3.1  | Elect Director Okabayashi, Osamu                               | Mgmt      | For      | For              |
| 3.2  | Elect Director Kusunose, Haruhiko                              | Mgmt      | For      | For              |
| 3.3  | Elect Director Sendoda, Tetsuya                                | Mgmt      | For      | For              |
| 3.4  | Elect Director Tajima, Atsushi                                 | Mgmt      | For      | For              |
| 3.5  | Elect Director Mihara, Koji                                    | Mgmt      | For      | For              |
| 3.6  | Elect Director Iwata, Yoshiko                                  | Mgmt      | For      | For              |
| 3.7  | Elect Director Ishiguro, Miyuki                                | Mgmt      | For      | For              |
| 3.8  | Elect Director Yuri, Takashi                                   | Mgmt      | For      | For              |
| 4.1  | Appoint Statutory Auditor Asami, 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> |  |           |          |                  |
| 4.2  | Appoint Statutory Auditor Asano, Masakatsu                     | 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> |  |           |          |                  |
| 4.3  | Appoint Statutory Auditor Izumo, Eiichi                        | Mgmt      | For      | For              |
| 4.4  | Appoint Statutory Auditor Michi, Ayumi                         | Mgmt      | For      | For              |
| 5  | Appoint Alternate Statutory Auditor Yamamoto, Ken              | Mgmt      | For      | For              |
| 6  | Approve Compensation Ceiling for Directors                     | Mgmt      | For      | For              |
| 7  | Approve Compensation Ceiling for Statutory Auditors            | Mgmt      | For      | For              |
| 8  | Approve Annual Bonus   | Mgmt      | For      | For              |

**Lenovo Group Limited**

**Meeting Date:** 07/18/2024

**Country:** Hong Kong  
**Meeting Type:** Annual

**Ticker:** 992

**Primary ISIN:** HK0992009065

**Primary SEDOL:** 6218089

| 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 Zhao John Huan 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 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 Gordon Robert Halyburton Orr as Director   | Mgmt      | For      | For              |
| 3c  | Elect John Lawson Thornton as Director   | Mgmt      | For      | For              |
| 3d  | Elect Kasper Bo Roersted (alias Kasper Bo Rorsted) 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>   |  |           |          |                  |
| 3e  | Elect Cher Wang Hsiueh Hong 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. Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.</i></p>  |  |           |          |                  |
| 3f  | Elect Xue Lan as Director  | Mgmt      | For      | For              |
| 3g  | Authorize Board to Fix Directors' Fees   | 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          |
| <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>  |  |           |          |                  |

## Lenovo Group Limited

**Meeting Date:** 09/12/2024

**Country:** Hong Kong

**Ticker:** 992

**Meeting Type:** Special

**Primary ISIN:** HK0992009065

**Primary SEDOL:** 6218089

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1               | Approve Warrants Subscription Agreement, Grant of Specific Mandate to Issue Warrants and Warrant Shares and Related Transactions       | Mgmt      | For      | For              |
| 2               | Approve CB Subscription Agreement, Grant of Specific Mandate to Issue Convertible Bonds and Conversion Shares and Related Transactions | Mgmt      | For      | For              |

## Leo Lithium Ltd.

**Meeting Date:** 07/31/2024

**Country:** Australia

**Ticker:** LLL

**Meeting Type:** Annual

**Primary ISIN:** AU0000221251

**Primary SEDOL:** BPX2X20

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1               | Approve Remuneration Report<br><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. 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. 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> | Mgmt      | For      | Against          |
| 2               | Elect Amber Banfield as Director   | Mgmt      | For      | For              |
| 3               | Approve Proposed Transaction and Disposal of Shareholding in Mali Lithium BV   | Mgmt      | For      | For              |
| 4               | Approve Giving of Benefit to Key Management Personnel in Connection with the Transfer of Company Property<br><i>Voter Rationale: A vote AGAINST this resolution is warranted because there appears to be no benefit for shareholders to approve the potential vesting of incentive equities upon a change of control event, grant of STI bonuses, special incentive award, and retention awards to KMPs.</i>   | Mgmt      | For      | Against          |
| 5               | Approve Retirement Benefits for Executive Personnel  | Mgmt      | For      | For              |

# Linde Plc

Meeting Date: 07/30/2024

Country: Ireland

Ticker: LIN

Meeting Type: Annual

Primary ISIN: IE000S9YS762

Primary SEDOL: BNZHB81

| Proposal Number   | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|---|--|-----------|----------|------------------|
| 1a  | Elect Director Stephen F. Angel                                | Mgmt      | For      | For              |
| 1b  | Elect Director Sanjiv Lamba                                    | Mgmt      | For      | For              |
| 1c  | Elect Director Ann-Kristin Achleitner                          | Mgmt      | For      | For              |
| 1d  | Elect Director Thomas Enders                                   | Mgmt      | For      | For              |
| 1e  | Elect Director Hugh Grant                                      | Mgmt      | For      | For              |
| 1f  | Elect Director Joe Kaeser                                      | Mgmt      | For      | For              |
| 1g  | Elect Director Victoria E. Ossadnik                            | Mgmt      | For      | For              |
| 1h  | Elect Director Paula Rosput Reynolds                           | Mgmt      | For      | For              |
| 1i  | Elect Director Alberto Weisser                                 | Mgmt      | For      | For              |
| 1j  | Elect Director Robert L. Wood                                  | Mgmt      | For      | For              |
| 2a  | Ratify PricewaterhouseCoopers 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>  |  |           |          |                  |
| 2b  | Authorise Board to Fix Remuneration of 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. 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   | Determine Price Range for Reissuance of Treasury Shares        | Mgmt      | For      | For              |

# Link Real Estate Investment Trust

Meeting Date: 07/31/2024

Country: Hong Kong

Ticker: 823

Meeting Type: Annual

Primary ISIN: HK0823032773

Primary SEDOL: B0PB4M7

# Link Real Estate Investment Trust

| Proposal Number | Proposal Text                             | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 3.1             | Elect Ian Keith Griffiths as Director     | Mgmt      | For      | For              |
| 3.2             | Elect Ed Chan Yiu Cheong as Director      | Mgmt      | For      | For              |
| 3.3             | Elect Jenny Gu Jialin as Director         | Mgmt      | For      | For              |
| 3.4             | Elect Blair Chilton Pickerell as Director | Mgmt      | For      | For              |
| 4.1             | Elect Barry David Brakey as Director      | Mgmt      | For      | For              |
| 4.2             | Elect Duncan Gareth Owen as Director      | Mgmt      | For      | For              |
| 5               | Authorize Repurchase of Issued Units      | Mgmt      | For      | For              |

## Logitech International S.A.

**Meeting Date:** 09/04/2024

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

**Ticker:** LOGN

**Primary ISIN:** CH0025751329

**Primary SEDOL:** B18ZRK2

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 1               | 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>   |           |          |                  |
| 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               | Approve Remuneration Report   | 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> |           |          |                  |
| 4               | Approve Non-Financial Report  | Mgmt      | For      | For              |
| 5               | Appropriation of Retained Earnings and Declaration of Dividend  | Mgmt      | For      | For              |

# Logitech International S.A.

| Proposal Number   | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|---|--|-----------|----------|------------------|
| 6   | Approve Discharge of Board and Senior Management                 | Mgmt      | For      | For              |
|   | Elections to the Board of Directors                              | Mgmt      |          |                  |
| 7A  | Elect Director Wendy Becker                                      | Mgmt      | For      | For              |
| 7B  | Elect Director Edouard Bugnion                                   | Mgmt      | For      | For              |
| 7C  | Elect Director Guy Gecht   | Mgmt      | For      | For              |
| 7D  | Elect Director Christopher Jones                                 | Mgmt      | For      | For              |
| 7E  | Elect Director Marjorie Lao                                      | Mgmt      | For      | For              |
| 7F  | Elect Director Neela Montgomery                                  | Mgmt      | For      | For              |
| 7G  | Elect Director Kwok Wang Ng                                      | Mgmt      | For      | For              |
| 7H  | Elect Director Deborah Thomas                                    | Mgmt      | For      | For              |
| 7I  | Elect Director Sascha Zahnd                                      | Mgmt      | For      | For              |
| 7J  | Elect Director Donald Allan                                      | Mgmt      | For      | For              |
| 7K  | Elect Director Johanna 'Hanneke' Faber                           | Mgmt      | For      | For              |
| 7L  | Elect Director Owen Mahoney                                      | Mgmt      | For      | For              |
| 8A  | Elect Wendy Becker as Board Chair                                | Mgmt      | For      | For              |
| 8B  | Elect Guy Gecht as Board Chair                                   | SH        | Against  | Against          |
| <p><i>Voter Rationale: Item 8A A vote FOR the board nominee Wendy Becker as board chair is warranted due to a lack of significant concerns surrounding her candidacy. Item 8B A vote AGAINST the shareholder nominee Guy Gecht as board chair is warranted in the absence of a compelling rationale for the proposal.</i></p> |  |           |          |                  |
|   | Elections to the Compensation Committee                          | Mgmt      |          |                  |
| 9A  | Appoint Neela Montgomery as Member of the Compensation Committee | Mgmt      | For      | For              |
| 9B  | Appoint Kwok Wang Ng as Member of the Compensation Committee     | Mgmt      | For      | For              |
| 9C  | Appoint Deborah Thomas as Member of the Compensation Committee   | Mgmt      | For      | For              |
| 9D  | Appoint Donald Allan as Member of the Compensation Committee     | Mgmt      | For      | For              |
| 10  | Approve Remuneration of Directors in the Amount of CHF 3,900,000 | Mgmt      | For      | For              |

## Logitech International S.A.

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 11   | Approve Remuneration of Executive Committee in the Amount of USD 26,700,000  | 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> |  |           |          |                  |
| 12   | Ratify KPMG AG as Auditors and Ratify KPMG LLP as Independent Registered Public Accounting Firm for Fiscal Year 2025 | Mgmt      | For      | For              |
| 13   | Designate Etude Regina Wenger & Sarah Keiser-Wuger as Independent Proxy  | Mgmt      | For      | For              |

## LondonMetric Property Plc

**Meeting Date:** 07/22/2024

**Country:** United Kingdom

**Ticker:** LMP

**Meeting Type:** Annual

**Primary ISIN:** GB00B4WFW713

**Primary SEDOL:** B4WFW71

| 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              |
| <p><i>Voter Rationale: .</i></p>  |   |           |          |                  |
| 3   | Reappoint Deloitte 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> |   |           |          |                  |
| 4   | Authorise Board to Fix Remuneration of Auditors   | Mgmt      | For      | For              |
| 5   | Re-elect Andrew Jones as Director                 | Mgmt      | For      | For              |
| 6   | Re-elect Martin McGann as Director                | Mgmt      | For      | For              |
| 7   | Re-elect Alistair Elliott as Director             | Mgmt      | For      | For              |
| <p><i>Voter Rationale: The board chairman serves as a member of the Nomination Committee.</i></p>   |   |           |          |                  |
| 8   | Re-elect Andrew Livingston as Director            | Mgmt      | For      | For              |
| 9   | Re-elect Suzanne Avery as Director                | Mgmt      | For      | For              |

## LondonMetric Property Plc

| Proposal Number           | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|---------------------------|--|-----------|----------|------------------|
| 10                        | Re-elect Robert Fowlds as Director   | Mgmt      | For      | For              |
| <i>Voter Rationale: .</i> |  |           |          |                  |
| 11                        | Re-elect Katerina Patmore as Director  | Mgmt      | For      | For              |
| 12                        | Re-elect Suzy Neubert as Director  | Mgmt      | For      | For              |
| 13                        | Elect Nicholas Leslau as Director  | Mgmt      | For      | For              |
| 14                        | Elect Sandra Gumm as Director  | Mgmt      | For      | For              |
| 15                        | Authorise Issue of Equity  | Mgmt      | For      | For              |
| 16                        | Authorise Issue of Equity without Pre-emptive Rights   | Mgmt      | For      | For              |
| 17                        | Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment | Mgmt      | For      | For              |
| 18                        | Authorise Market Purchase of Ordinary Shares   | Mgmt      | For      | For              |
| 19                        | Authorise the Company to Call General Meeting with Two Weeks' Notice   | Mgmt      | For      | For              |

## Luk Fook Holdings (International) Limited

**Meeting Date:** 08/15/2024

**Country:** Bermuda

**Ticker:** 590

**Meeting Type:** Annual

**Primary ISIN:** BMG5695X1258

**Primary SEDOL:** 6536156

| 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 Wong Lan Sze, Nancy 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 Chan So Kuen 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>  |   |           |          |                  |



## Luk Fook Holdings (International) Limited

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 3c   | Elect Hui Chiu Chung 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. 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>   |  |           |          |                  |
| 3d   | Elect Ip Shu Kwan, Stephen 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. 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> |  |           |          |                  |
| 3e   | 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          |
| <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>   |  |           |          |                  |
| 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>   |  |           |          |                  |

## Macquarie Group Limited

**Meeting Date:** 07/25/2024

**Country:** Australia

**Ticker:** MQG

**Meeting Type:** Annual

**Primary ISIN:** AU000000MQG1

**Primary SEDOL:** B28YTC2

| Proposal Number | Proposal Text                       | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|-------------------------------------|-----------|----------|------------------|
| 2a              | Elect Rebecca J McGrath as Director | Mgmt      | For      | For              |
| 2b              | Elect Mike Roche as Director        | Mgmt      | For      | For              |
| 2c              | Elect Glenn R Stevens as Director   | Mgmt      | For      | For              |

## Macquarie Group Limited

| Proposal Number   | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|---|---|-----------|----------|------------------|
| 3   | Approve Remuneration Report   | Mgmt      | For      | Against          |
| <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. 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> |   |           |          |                  |
| 4   | Approve Participation of Shemara Wikramanayake in the Macquarie Group Employee Retained Equity Plan | Mgmt      | For      | For              |

## Maeda Kosen Co., Ltd.

|                                 |                                   |                               |
|---------------------------------|-----------------------------------|-------------------------------|
| <b>Meeting Date:</b> 09/26/2024 | <b>Country:</b> Japan             | <b>Ticker:</b> 7821           |
|                                 | <b>Meeting Type:</b> Annual       |                               |
|                                 | <b>Primary ISIN:</b> JP3861250003 | <b>Primary SEDOL:</b> B1ZBYD5 |

| Proposal Number | Proposal Text                     | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|-----------------------------------|-----------|----------|------------------|
| 1.1             | Elect Director Maeda, Yukitoshi   | Mgmt      | For      | For              |
| 1.2             | Elect Director Maeda, Takahiro    | Mgmt      | For      | For              |
| 1.3             | Elect Director Saito, Yasuo       | Mgmt      | For      | For              |
| 1.4             | Elect Director Akiyama, Shigenobu | Mgmt      | For      | For              |
| 1.5             | Elect Director Yamada, Masaru     | Mgmt      | For      | For              |
| 1.6             | Elect Director Fukuda, Fukiko     | Mgmt      | For      | For              |
| 1.7             | Elect Director Mitani, Koji       | Mgmt      | For      | For              |

## Mahindra & Mahindra Limited

|                                 |                                   |                               |
|---------------------------------|-----------------------------------|-------------------------------|
| <b>Meeting Date:</b> 07/31/2024 | <b>Country:</b> India             | <b>Ticker:</b> 500520         |
|                                 | <b>Meeting Type:</b> Annual       |                               |
|                                 | <b>Primary ISIN:</b> INE101A01026 | <b>Primary SEDOL:</b> 6100186 |

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1               | Accept Standalone Financial Statements and Statutory Reports   | Mgmt      | For      | For              |
| 2               | Accept Consolidated Financial Statements and Statutory Reports | Mgmt      | For      | For              |

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 3  | Approve Dividend   | Mgmt      | For      | For              |
| 4  | Reelect Anish Shah 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 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> |  |           |          |                  |
| 5  | Approve Remuneration of Cost Auditors  | Mgmt      | For      | For              |
| 6  | Approve Revision in the Terms of Remuneration to Anand G. Mahindra, as Non-Executive Chairman  | Mgmt      | For      | For              |
| 7  | Elect Sat Pal Bhanoo 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>   |  |           |          |                  |
| 8  | Elect Ranjan Pant 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>   |  |           |          |                  |
| 9  | Elect Padmasree Warrior as Director  | Mgmt      | For      | For              |
| 10   | Reelect Haigreave Khaitan 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 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.</i></p>  |  |           |          |                  |
| 11   | Reelect Shikha Sharma as Director  | Mgmt      | For      | For              |
| 12   | Approve Reappointment and Remuneration of Anish Shah as Managing Director and Chief Executive Officer of the Company designated as "Group CEO and Managing Director" | Mgmt      | For      | For              |
| 13   | Approve Reappointment and Remuneration of Rajesh Jejurikar as Whole-time Director designated as "Executive Director and CEO (Auto and Farm Sector)"                  | Mgmt      | For      | For              |
| 14   | Approve Material Modification of Earlier Approved Material Related Party Transactions Between the Company and Mahindra Electric Automobile Limited                   | Mgmt      | For      | For              |
| 15   | Approve Material Related Party Transactions Pertaining to Subsidiaries of the Company  | Mgmt      | For      | For              |

## Major Drilling Group International Inc.

**Meeting Date:** 09/05/2024

**Country:** Canada

**Ticker:** MDI

**Meeting Type:** Annual

**Primary ISIN:** CA5609091031

**Primary SEDOL:** 2557515

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 1A   | Elect Director Caroline Donally  | Mgmt      | For      | For              |
| 1B   | Elect Director Louis-Pierre Gignac   | Mgmt      | For      | For              |
| 1C   | Elect Director Kim Keating   | Mgmt      | For      | For              |
| 1D   | Elect Director Robert Krcmarov   | Mgmt      | For      | For              |
| 1E   | Elect Director Juliana L. Lam  | Mgmt      | For      | For              |
| 1F   | Elect Director Denis Larocque  | Mgmt      | For      | For              |
| 1G   | Elect Director Janice G. Rennie  | Mgmt      | For      | For              |
| 1H   | Elect Director Sybil Veenman   | Mgmt      | For      | For              |
| 1I   | Elect Director Jo Mark Zurel   | Mgmt      | For      | For              |
| 2  | Advisory Vote on Executive Compensation Approach                               | 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. 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 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>  |  |           |          |                  |

## MakeMyTrip Limited

**Meeting Date:** 09/12/2024

**Country:** Mauritius

**Ticker:** MMYT

**Meeting Type:** Annual

**Primary ISIN:** MU0295S00016

**Primary SEDOL:** B552PC2

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 1  | Approve KPMG 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> |  |           |          |                  |
| 2  | Accept 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>  |  |           |          |                  |

## MakeMyTrip Limited

| Proposal Number | Proposal Text                                     | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 3               | Reelect Director Savinilorna Payandi Pillay Ramen | Mgmt      | For      | For              |
| 4               | Reelect Director May Yihong Wu                    | Mgmt      | For      | For              |
| 5               | Reelect Director Moshe Rafiah                     | Mgmt      | For      | For              |

## Mapletree Industrial Trust

**Meeting Date:** 07/18/2024

**Country:** Singapore

**Ticker:** ME8U

**Meeting Type:** Annual

**Primary ISIN:** SG2C32962814

**Primary SEDOL:** B4LR5Q8

| Proposal Number  | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|--|---|-----------|----------|------------------|
| 1  | Adopt Report of the Trustee, Statement by the Manager, Audited Financial Statements, and Auditor's 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 PricewaterhouseCoopers LLP as Auditors and Authorize 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              |
| 4  | Approve Proposed Amendment to the Trust Deed in Relation to Repurchase And Redemption of Units            | Mgmt      | For      | For              |
| 5  | Authorize Unit Repurchase Program   | Mgmt      | For      | For              |

## Mapletree Logistics Trust

**Meeting Date:** 07/17/2024

**Country:** Singapore

**Ticker:** M44U

**Meeting Type:** Annual

**Primary ISIN:** SG1S03926213

**Primary SEDOL:** B0D6P43

## Mapletree Logistics Trust

| Proposal Number  | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|--|---|-----------|----------|------------------|
| 1  | Adopt Report of the Trustee, Statement by the Manager, Audited Financial Statements, and Auditor's 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 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              |
| 4  | Approve Proposed Amendment to the Trust Deed in Relation to Repurchase And Redemption of Units            | Mgmt      | For      | For              |
| 5  | Authorize Unit Repurchase Mandate   | Mgmt      | For      | For              |

## Mapletree Pan Asia Commercial Trust

**Meeting Date:** 07/29/2024

**Country:** Singapore

**Ticker:** N2IU

**Meeting Type:** Annual

**Primary ISIN:** SG2D18969584

**Primary SEDOL:** B5143W8

| 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              |
| <i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.</i>   |  |           |          |                  |
| 2  | Approve PricewaterhouseCoopers LLP as Auditor and Authorize 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              |

## Mapletree Pan Asia Commercial Trust

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 4               | Approve Proposed Amendment to the Trust Deed in Relation to Repurchase And Redemption of Units | Mgmt      | For      | For              |
| 5               | Authorize Unit Repurchase Program  | Mgmt      | For      | For              |

## Masimo Corporation

**Meeting Date:** 09/19/2024

**Country:** USA

**Ticker:** MASI

**Meeting Type:** Proxy Contest

**Primary ISIN:** US5747951003

**Primary SEDOL:** B1YWR63

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
|                 | Management Universal Proxy (Gold Proxy Card)  | Mgmt      |          |                  |
|                 | From the Combined List of Management & Dissident Nominees - Elect 2 Directors         | Mgmt      |          |                  |
| 1a              | Elect Management Nominee Director Christopher Chavez                                  | Mgmt      | For      | Do Not Vote      |
|                 | <i>Voter Rationale: DO NOT VOTE on this card.</i>                                     |           |          |                  |
| 1b              | Elect Management Nominee Director Joe Kiani   | Mgmt      | For      | Do Not Vote      |
|                 | <i>Voter Rationale: DO NOT VOTE on this card.</i>                                     |           |          |                  |
| 1c              | Elect Dissident Nominee Director William R. Jellison                                  | SH        | Withhold | Do Not Vote      |
|                 | <i>Voter Rationale: DO NOT VOTE on this card.</i>                                     |           |          |                  |
| 1d              | Elect Dissident Nominee Director Darlene J.S. Solomon                                 | SH        | Withhold | Do Not Vote      |
|                 | <i>Voter Rationale: DO NOT VOTE on this card.</i>                                     |           |          |                  |
| 2               | Ratify Grant Thornton 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               | Repeal Any Bylaw Provisions Without Shareholder Approval Subsequent to April 20, 2023 | SH        | Against  | Do Not Vote      |
|                 | <i>Voter Rationale: DO NOT VOTE on this card.</i>                                     |           |          |                  |
|                 | Dissident Universal Proxy (White Proxy Card)  | Mgmt      |          |                  |

## Masimo Corporation

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
|                 | From the Combined List of Management & Dissident Nominees - Elect 2 Directors   | Mgmt      |          |                  |
| 1a              | Elect Dissident Nominee Director William Jellison   | SH        | For      | For              |
|                 | <i>Voter Rationale: The dissident has presented a compelling case for additional change.</i>  |           |          |                  |
| 1b              | Elect Dissident Nominee Director Darlene Solomon  | SH        | For      | Withhold         |
|                 | <i>Voter Rationale: .</i>   |           |          |                  |
|                 | COMPANY NOMINEES OPPOSED BY POLITAN   | Mgmt      |          |                  |
| 1a              | Elect Management Nominee Director Christopher G. Chavez   | Mgmt      | Withhold | Withhold         |
|                 | <i>Voter Rationale: The dissident has presented a compelling case for additional change.</i>  |           |          |                  |
| 1b              | Elect Management Nominee Director Joe Kiani   | Mgmt      | Withhold | For              |
|                 | <i>Voter Rationale: .</i>   |           |          |                  |
| 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      | Against  | 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               | Repeal Any Bylaw Provisions Without Shareholder Approval Subsequent to April 20, 2023   | Mgmt      | For      | For              |

## McGrath RentCorp

**Meeting Date:** 07/11/2024

**Country:** USA

**Ticker:** MGRC

**Meeting Type:** Special

**Primary ISIN:** US5805891091

**Primary SEDOL:** 2551551

| 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              |



Meeting Date: 07/31/2024

Country: USA

Ticker: MCK

Meeting Type: Annual

Primary ISIN: US58155Q1031

Primary SEDOL: 2378534

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 1a   | Elect Director Richard H. Carmona  | Mgmt      | For      | For              |
| 1b   | Elect Director Dominic J. Caruso   | Mgmt      | For      | For              |
| 1c   | Elect Director W. Roy Dunbar   | Mgmt      | For      | For              |
| 1d   | Elect Director Deborah Dunsire   | Mgmt      | For      | For              |
| 1e   | Elect Director James H. Hinton   | Mgmt      | For      | For              |
| 1f   | Elect Director Donald R. Knauss  | Mgmt      | For      | For              |
| 1g   | Elect Director Bradley E. Lerman   | Mgmt      | For      | For              |
| 1h   | Elect Director Maria N. Martinez   | Mgmt      | For      | For              |
| 1i   | Elect Director Kevin M. Ozan   | Mgmt      | For      | For              |
| 1j   | Elect Director Brian S. Tyler  | Mgmt      | For      | For              |
| 1k   | Elect Director Kathleen Wilson-Thompson  | 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>   |  |           |          |                  |
| 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 managements performance.</i> |  |           |          |                  |
| 6  | Report on Potential Risks and Costs of Restrictive Reproductive Healthcare Legislation | SH        | Against  | Against          |

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

## Mercari, Inc.

**Meeting Date:** 09/25/2024

**Country:** Japan

**Ticker:** 4385

**Meeting Type:** Annual

**Primary ISIN:** JP3921290007

**Primary SEDOL:** BG0GM14

| Proposal Number | Proposal Text                    | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|----------------------------------|-----------|----------|------------------|
| 1.1             | Elect Director Yamada, Shintaro  | Mgmt      | For      | For              |
| 1.2             | Elect Director Koizumi, Fumiaki  | Mgmt      | For      | For              |
| 1.3             | Elect Director Eda, Sayaka       | Mgmt      | For      | For              |
| 1.4             | Elect Director Tochinoki, Mayumi | Mgmt      | For      | For              |
| 1.5             | Elect Director Shinoda, Makiko   | Mgmt      | For      | For              |
| 1.6             | Elect Director Kitagawa, Takuya  | Mgmt      | For      | For              |
| 1.7             | Elect Director Tsunoda, Daiken   | Mgmt      | For      | For              |
| 1.8             | Elect Director Toyama, Kazuhiko  | Mgmt      | For      | For              |
| 1.9             | Elect Director Konno, Shiho      | Mgmt      | For      | For              |
| 1.10            | Elect Director Fujisawa, Kumi    | Mgmt      | For      | For              |
| 1.11            | Elect Director Umezawa, Mayumi   | Mgmt      | For      | For              |
| 1.12            | Elect Director Hanazawa, Kikka   | Mgmt      | For      | For              |

## Mercury NZ Limited

**Meeting Date:** 09/19/2024

**Country:** New Zealand

**Ticker:** MCY

**Meeting Type:** Annual

**Primary ISIN:** NZMRPE0001S2

**Primary SEDOL:** B8W6K56

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1               | Elect Mike Taitoko as Director                                       | Mgmt      | For      | For              |
| 2               | Approve Increase in the Annual Remuneration Payable to All Directors | Mgmt      | For      | For              |

## Mesa Laboratories, Inc.

**Meeting Date:** 08/30/2024

**Country:** USA

**Ticker:** MLAB

**Meeting Type:** Annual

**Primary ISIN:** US59064R1095

**Primary SEDOL:** 2553814

# Mesa Laboratories, Inc.

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1.1             | Elect Director Jennifer S. Alltoft                             | Mgmt      | For      | For              |
| 1.2             | Elect Director Shiraz S. Ladiwala                              | Mgmt      | For      | For              |
| 1.3             | Elect Director Shannon M. Hall                                 | Mgmt      | For      | For              |
| 1.4             | Elect Director R. Tony Tripeny                                 | Mgmt      | For      | For              |
| 1.5             | Elect Director Gary M. Owens                                   | Mgmt      | For      | For              |
| 1.6             | Elect Director John J. Sullivan                                | Mgmt      | For      | For              |
| 1.7             | Elect Director Mark C. Capone                                  | 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: On 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.*

# Microchip Technology Incorporated

**Meeting Date:** 08/20/2024

**Country:** USA

**Ticker:** MCHP

**Meeting Type:** Annual

**Primary ISIN:** US5950171042

**Primary SEDOL:** 2592174

| Proposal Number | Proposal Text                     | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|-----------------------------------|-----------|----------|------------------|
| 1a              | Elect Director Ellen L. Barker    | Mgmt      | For      | For              |
| 1b              | Elect Director Matthew W. Chapman | Mgmt      | For      | For              |
| 1c              | Elect Director Karlton D. Johnson | Mgmt      | For      | For              |
| 1d              | Elect Director Ganesh Moorthy     | Mgmt      | For      | For              |
| 1e              | Elect Director Robert A. Rango    | Mgmt      | For      | For              |
| 1f              | Elect Director Karen M. Rapp      | Mgmt      | For      | For              |
| 1g              | Elect Director Steve Sanghi       | 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. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.*

## Microchip Technology Incorporated

| 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  | 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  | Report on Due Diligence Efforts to Trace End-User Misuse of Company Products | SH        | Against  | Against          |
| <i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>   |  |           |          |                  |

## Midea Group Co. Ltd.

**Meeting Date:** 07/02/2024

**Country:** China

**Ticker:** 000333

**Meeting Type:** Special

**Primary ISIN:** CNE100001QQ5

**Primary SEDOL:** BDVHRJ8

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1               | Approve the Repurchase and Cancellation of Performance Shares under the 2018 Performance Shares Incentive Plan | Mgmt      | For      | For              |
| 2               | Approve the Repurchase and Cancellation of Performance Shares under the 2019 Performance Shares Incentive Plan | Mgmt      | For      | For              |
| 3               | Approve the Repurchase and Cancellation of Performance Shares under the 2021 Performance Shares Incentive Plan | Mgmt      | For      | For              |
| 4               | Approve the Repurchase and Cancellation of Performance Shares under the 2022 Performance Shares Incentive Plan | Mgmt      | For      | For              |
| 5               | Approve the Repurchase and Cancellation of Performance Shares under the 2023 Performance Shares Incentive Plan | Mgmt      | For      | For              |

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 6               | Approve Adjustment Provision of Guarantees to Controlled Subsidiaries  | Mgmt      | For      | Against          |
|                 | <i>Voter Rationale: This proposal cannot be supported because the level of guarantee to be provided to some of its subsidiaries is disproportionate to the level of ownership in the said subsidiaries. The company has failed to provide any justifications in the meeting circular.</i>  |           |          |                  |
| 7               | Approve Asset Pool and Provision of Guarantee  | Mgmt      | For      | Against          |
|                 | <i>Voter Rationale: This proposal cannot be supported because the level of guarantee to be provided to some of its subsidiaries is disproportionate to the level of ownership in the said subsidiaries. The company has failed to provide any justifications in the meeting circular.</i>  |           |          |                  |
| 8               | Approve Provision of Guarantees to Shenzhen Kelu Electronic Technology Co., Ltd. and Its Subsidiary  | Mgmt      | For      | Against          |
|                 | <i>Voter Rationale: This proposal cannot be supported because the level of guarantee to be provided to its subsidiaries is disproportionate to the level of ownership in the said subsidiaries. The company has failed to provide valid justifications in the meeting circular.</i>  |           |          |                  |
| 9               | Approve Allowance Standard for Independent Directors   | Mgmt      | For      | For              |
| 10              | Approve Amendments to Articles of Association  | Mgmt      | For      | For              |
|                 | ELECT NON-INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING  | Mgmt      |          |                  |
| 11.1            | Elect Fang Hongbo as Director  | 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 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. 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            | Elect Zhao Jun as Director   | Mgmt      | For      | For              |
| 11.3            | Elect Wang Jianguo as Director   | Mgmt      | For      | For              |
| 11.4            | Elect Fu Yongjun as Director   | Mgmt      | For      | For              |
| 11.5            | Elect Gu Yanmin as Director  | Mgmt      | For      | For              |
| 11.6            | Elect Guan Jinwei as Director  | Mgmt      | For      | For              |
|                 | ELECT INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING  | Mgmt      |          |                  |
| 12.1            | Elect Xiao Geng as Director  | Mgmt      | For      | For              |
| 12.2            | Elect Xu Dingbo as Director  | Mgmt      | For      | For              |
| 12.3            | Elect Liu Qiao as Director   | Mgmt      | For      | For              |
| 12.4            | Elect Qiu Lili as Director   | Mgmt      | For      | For              |
|                 | ELECT SUPERVISORS VIA CUMULATIVE VOTING  | Mgmt      |          |                  |

## Midea Group Co. Ltd.

| Proposal Number | Proposal Text                   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---------------------------------|-----------|----------|------------------|
| 13.1            | Elect Dong Wentao as Supervisor | Mgmt      | For      | For              |
| 13.2            | Elect Ren Lingyan as Supervisor | Mgmt      | For      | For              |

## Mitsui Fudosan Logistics Park, Inc.

Meeting Date: 09/30/2024

Country: Japan

Ticker: 3471

Meeting Type: Special

Primary ISIN: JP3048300002

Primary SEDOL: BYZWTW3

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1               | Approve Merger Agreement with Advance Logistics Investment Corp.   | Mgmt      | For      | For              |
| 2               | Amend Articles to Increase Authorized Capital - Amend Permitted Investment Types - Amend Asset Management Compensation | Mgmt      | For      | For              |

## Monro, Inc.

Meeting Date: 08/13/2024

Country: USA

Ticker: MNRO

Meeting Type: Annual

Primary ISIN: US6102361010

Primary SEDOL: 2600088

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1.1             | Elect Director John L. Auerbach                                | Mgmt      | For      | For              |
| 1.2             | Elect Director Michael T. Broderick                            | Mgmt      | For      | For              |
| 1.3             | Elect Director Lindsay N. Hyde                                 | Mgmt      | For      | For              |
| 1.4             | Elect Director Leah C. Johnson                                 | Mgmt      | For      | For              |
| 1.5             | Elect Director Thomas B. Okray                                 | 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. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which 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.*

## Monro, Inc.

| Proposal Number | Proposal Text                                 | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 3               | 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.*

## National Bank of Greece SA

**Meeting Date:** 07/25/2024

**Country:** Greece

**Ticker:** ETE

**Meeting Type:** Annual

**Primary ISIN:** GRS003003035

**Primary SEDOL:** BG087C6

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
|                 | Annual Meeting Agenda   | Mgmt      |          |                  |
| 1               | Accept Statutory Reports                                      | Mgmt      | For      | For              |
| 2               | Accept Financial Statements                                   | Mgmt      | For      | For              |
| 3               | Receive Audit Committee's Activity Report                     | Mgmt      |          |                  |
| 4               | Approve Management of Company and Grant Discharge to Auditors | Mgmt      | For      | For              |
| 5               | Approve Auditors and Fix Their Remuneration                   | Mgmt      | For      | For              |
| 6               | Receive Report of Independent Non-Executive Directors         | Mgmt      |          |                  |
| 7               | Approve Suitability Policy for Directors                      | Mgmt      | For      | For              |
| 8.1             | Elect Gikas Hardouvelis as Director                           | Mgmt      | For      | For              |
| 8.2             | Elect Pavlos Mylonas as Director                              | Mgmt      | For      | For              |
| 8.3             | Elect Christina Theofilidi as Director                        | Mgmt      | For      | For              |
| 8.4             | Elect Aikaterini Beritsi as Director                          | Mgmt      | For      | For              |
| 8.5             | Elect Jayaprakasa (JP) Rangaswami as Director                 | Mgmt      | For      | For              |
| 8.6             | Elect Claude Piret as Director                                | Mgmt      | For      | For              |
| 8.7             | Elect Avraam Gounaris as Director                             | Mgmt      | For      | For              |
| 8.8             | Elect Wietze Reehoorn as Director                             | Mgmt      | For      | For              |
| 8.9             | Elect Elena Ana Cernat as Director                            | Mgmt      | For      | For              |

# National Bank of Greece SA

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 8.10   | Elect Anne Marion Bouchacourt 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>                 |  |           |          |                  |
| 8.11   | Elect Matthieu Kiss as Director  | Mgmt      | For      | For              |
| 8.12   | Elect Athanasios Zarkalis as Director  | Mgmt      | For      | For              |
| 8.13   | Elect Periklis Drougkas 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>  |  |           |          |                  |
| 9  | Approve Type, Term, Number of Members and Qualities of the Audit Committee                 | Mgmt      | For      | For              |
| 10   | Approve Director Remuneration  | Mgmt      | For      | For              |
| 11   | 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. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.</i> |  |           |          |                  |
| 12   | Approve Partial Resolution of Taxed Reserve and Distribution to Shareholders and Personnel | Mgmt      | For      | For              |
| 13   | Amend Share Repurchase Program   | Mgmt      | For      | Against          |
| <i>Voter Rationale: Capital issuance authorities should be for share plans that incentivise long-term value creation.</i>  |  |           |          |                  |

# NetApp, Inc.

**Meeting Date:** 09/11/2024

**Country:** USA

**Ticker:** NTAP

**Meeting Type:** Annual

**Primary ISIN:** US64110D1046

**Primary SEDOL:** 2630643

| Proposal Number | Proposal Text                    | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|----------------------------------|-----------|----------|------------------|
| 1a              | Elect Director T. Michael Nevens | Mgmt      | For      | For              |
| 1b              | Elect Director Deepak Ahuja      | Mgmt      | For      | For              |
| 1c              | Elect Director Anders Gustafsson | Mgmt      | For      | For              |
| 1d              | Elect Director Gerald Held       | Mgmt      | For      | For              |
| 1e              | Elect Director Deborah L. Kerr   | Mgmt      | For      | For              |
| 1f              | Elect Director George Kurian     | Mgmt      | For      | For              |
| 1g              | Elect Director Carrie Palin      | Mgmt      | For      | For              |



## NetApp, Inc.

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 1h   | Elect Director Scott F. Schenkel                               | Mgmt      | For      | For              |
| 1i   | Elect Director June Yang                                       | 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: Companies that have had the same auditor for 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: .</i>  |  |           |          |                  |

## NetScout Systems, Inc.

**Meeting Date:** 09/12/2024

**Country:** USA

**Ticker:** NTCT

**Meeting Type:** Annual

**Primary ISIN:** US64115T1043

**Primary SEDOL:** 2447285

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 1.1  | Elect Director Alfred Grasso                                   | 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 Shannon K. Nash                                 | Mgmt      | For      | For              |
| 1.3  | Elect Director Vivian Vitale                                   | 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  | 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      | 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. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which 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> |  |           |          |                  |

## NetScout Systems, Inc.

| Proposal Number | Proposal Text                                 | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 4               | 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.*

## New World Development Company Limited

**Meeting Date:** 08/22/2024      **Country:** Hong Kong      **Ticker:** 17  
**Meeting Type:** Extraordinary Shareholders  
**Primary ISIN:** HK0000608585      **Primary SEDOL:** BM94GQ4

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1               | Approve Sale and Purchase Agreement and Related Transactions | Mgmt      | For      | For              |

## Nexi SpA

**Meeting Date:** 09/12/2024      **Country:** Italy      **Ticker:** NEXI  
**Meeting Type:** Extraordinary Shareholders  
**Primary ISIN:** IT0005366767      **Primary SEDOL:** BJ1F880

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1               | Ordinary Business  | Mgmt      |          |                  |
| 1               | Elect Luca Velussi as Director and Approve Director's Remuneration | Mgmt      | For      | For              |
| 1               | Extraordinary Business   | Mgmt      |          |                  |
| 1               | Amend Company Bylaws Re: Article 10                                | Mgmt      | For      | Against          |

*Voter Rationale: Changes in companys articles or by-laws should not erode shareholder rights.*

## Nextacker Inc.

**Meeting Date:** 08/19/2024      **Country:** USA      **Ticker:** NXT  
**Meeting Type:** Annual  
**Primary ISIN:** US65290E1010      **Primary SEDOL:** BR1GTS6

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 1.1  | Elect Director Julie Blunden                                   | Mgmt      | For      | For              |
| 1.2  | Elect Director Steven Mandel                                   | 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 Willy Shih                                      | 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: 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. 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. 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>   |  |           |          |                  |

## NIKE, Inc.

**Meeting Date:** 09/10/2024      **Country:** USA      **Ticker:** NKE  
**Meeting Type:** Annual  
**Primary ISIN:** US6541061031      **Primary SEDOL:** 2640147

| Proposal Number   | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|---|--|-----------|----------|------------------|
| 1a  | Elect Director Cathleen Benko                                  | Mgmt      | For      | For              |
| 1b  | Elect Director John Rogers, Jr.                                | Mgmt      | For      | For              |
| 1c  | Elect Director Robert Swan                                     | 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> |  |           |          |                  |

## NIKE, 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   | Report on Median Gender/Racial Pay Gaps  | 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 Effectiveness of Supply Chain Management on Equity Goals and Human Rights Commitments                                      | 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 the Impact of Work-Driven Responsibility Principles and Supporting Binding Agreements in Sourcing from High-Risk Countries | 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 Environmental Targets  | SH        | Against  | For              |
| <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.</i> |  |           |          |                  |
| 8   | Report on Congruency of Voluntary Partnerships with Company's Fiduciary Duties   | SH        | Against  | Against          |
| <i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks.</i>  |  |           |          |                  |

## Nippon Prologis REIT, Inc.

**Meeting Date:** 08/28/2024

**Country:** Japan

**Ticker:** 3283

**Meeting Type:** Special

**Primary ISIN:** JP3047550003

**Primary SEDOL:** B98BC67

| 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 Yamaguchi, Satoshi                         | Mgmt      | For      | For              |
| 3               | Elect Alternate Executive Director Saeki, Kenji                     | Mgmt      | For      | For              |
| 4.1             | Elect Supervisory Director Hamaoka, Yoichiro                        | Mgmt      | For      | For              |
| 4.2             | Elect Supervisory Director Tazaki, Mami                             | Mgmt      | For      | For              |

## Nippon Prologis REIT, Inc.

| Proposal Number | Proposal Text                            | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 4.3             | Elect Supervisory Director Oku, Kuninori | Mgmt      | For      | For              |

## NTT UD REIT Investment Corp.

Meeting Date: 09/26/2024

Country: Japan

Ticker: 8956

Meeting Type: Special

Primary ISIN: JP3041770003

Primary SEDOL: 6543800

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 1               | Amend Articles to Reflect Changes in Accounting Regulations for REITs | Mgmt      | For      | For              |
| 2               | Elect Executive Director Odera, Takeshi                               | Mgmt      | For      | For              |
| 3.1             | Elect Alternate Executive Director Kimura, Kazuhiro                   | Mgmt      | For      | For              |
| 3.2             | Elect Alternate Executive Director Okinaga, Seiji                     | Mgmt      | For      | For              |
| 4.1             | Elect Supervisory Director Dai, Yuji                                  | Mgmt      | For      | For              |
| 4.2             | Elect Supervisory Director Takeuchi, Masaki                           | Mgmt      | For      | For              |
| 5               | Elect Alternate Supervisory Director Ozeki, Jun                       | Mgmt      | For      | For              |

## Nu Holdings Ltd.

Meeting Date: 08/13/2024

Country: Cayman Islands

Ticker: NU

Meeting Type: Annual

Primary ISIN: KYG6683N1034

Primary SEDOL: BN6NP19

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1               | Accept Financial Statements and Statutory Reports (Voting) | Mgmt      | For      | For              |

## Nu Holdings Ltd.

| Proposal Number   | Proposal Text                               | Proponent | Mgmt Rec | Vote Instruction |
|---|---|-----------|----------|------------------|
| 2a  | Elect Director David Velez Osorno           | 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). The Company should put in place a policy 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> |   |           |          |                  |
| 2b  | Elect Director Anita Mary Sands             | Mgmt      | For      | For              |
| <p><i>Voter Rationale: Shareholders should be given the opportunity to approve the auditors annually.</i></p>   |   |           |          |                  |
| 2c  | Elect Director Daniel Krepel Goldberg       | Mgmt      | For      | For              |
| 2d  | Elect Director David Alexandre Marcus       | Mgmt      | For      | For              |
| 2e  | Elect Director Douglas Mauro Leone          | Mgmt      | For      | For              |
| 2f  | Elect Director Jacqueline Dawn Reses        | Mgmt      | For      | For              |
| 2g  | Elect Director Luis Alberto Moreno Mejia    | Mgmt      | For      | For              |
| 2h  | Elect Director Rogerio Paulo Calderon Peres | Mgmt      | For      | For              |
| <p><i>Voter Rationale: Shareholders should be given the opportunity to approve the auditors annually.</i></p>   |   |           |          |                  |
| 2i  | Elect Director Thuan Quang Pham             | Mgmt      | For      | For              |
| <p><i>Voter Rationale: Shareholders should be given the opportunity to approve the auditors annually.</i></p>   |   |           |          |                  |

## Nuvation Bio Inc.

**Meeting Date:** 09/03/2024

**Country:** USA

**Ticker:** NUVB

**Meeting Type:** Annual

**Primary ISIN:** US67080N1019

**Primary SEDOL:** BLNB9R6

| Proposal Number | Proposal Text               | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|-----------------------------|-----------|----------|------------------|
| 1.1             | Elect Director Min Cui      | Mgmt      | For      | For              |
| 2               | Ratify KPMG LLP as Auditors | Mgmt      | For      | For              |

## Nuvation Bio 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. 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 Issuance of Common Shares Upon Conversion of Series A Non-Voting Convertible Preferred Stock | Mgmt      | For      | For              |
| 5   | Adjourn Meeting  | Mgmt      | For      | For              |

## Open Text Corporation

**Meeting Date:** 09/12/2024      **Country:** Canada      **Ticker:** OTEX  
**Meeting Type:** Annual      **Primary ISIN:** CA6837151068      **Primary SEDOL:** 2260824

| Proposal Number   | Proposal Text                         | Proponent | Mgmt Rec | Vote Instruction |
|---|---------------------------------------|-----------|----------|------------------|
| 1.1   | Elect Director P. Thomas Jenkins      | 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>  |                                       |           |          |                  |
| 1.2   | Elect Director Mark J. Barrenea       | Mgmt      | For      | For              |
| 1.3   | Elect Director Randy Fowle            | Mgmt      | For      | For              |
| 1.4   | Elect Director David Fraser           | Mgmt      | For      | For              |
| 1.5   | Elect Director Robert (Bob) Hau       | Mgmt      | For      | For              |
| 1.6   | Elect Director Goldy Hyder            | Mgmt      | For      | For              |
| 1.7   | Elect Director Ann M. Powell          | 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.</i></p> |                                       |           |          |                  |
| 1.8   | Elect Director Annette Rippert        | Mgmt      | For      | For              |
| 1.9   | Elect Director Stephen J. Sadler      | 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>  |                                       |           |          |                  |
| 1.10  | Elect Director Katharine B. Stevenson | Mgmt      | For      | For              |

## Open Text Corporation

| Proposal Number  | Proposal Text                                    | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 1.11   | Elect Director Deborah Weinstein                 | 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 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 Employee Stock Purchase Plan               | Mgmt      | For      | For              |
| 4  | Advisory Vote on Executive Compensation Approach | Mgmt      | For      | Against          |
| <i>Voter Rationale: A vote AGAINST this non-binding advisory resolution is warranted. In the prior three years, the company received 78 percent, 45 percent and 29.5 percent shareholder support for its say-on-pay proposals at its 2021 AGM, 2022 AGM and 2023 AGM, respectively. The CEO did not receive any special one-time awards in Fiscal 2024 and CEO's total pay decreased by 37 percent compared to Fiscal 2023 and 7 percent compared to Fiscal 2022. However, the quantitative pay-for-performance screen has continued to identify a high concern. Excluding Fiscal 2023's special bonus and one-time performance stock options, CEO total compensation increased slightly by 5 percent year over year. The company's TSR underperformed its 4-digit GICS peer group median and the S&amp;P/TSX Composite Index on a one-year and five-year basis. The company has significantly underperformed its self-disclosed peer group on a one-, three-, and five-year timeframe, while the CEO's 2024 compensation appears to be near the peer median. The company has failed its say-on-pay vote two years in a row. While the company has engaged with its shareholders since the last AGM and made some positive changes to CEO pay to address certain shareholder concerns over CEO compensation design, the CEO pay-for-performance misalignment continues to exist compared to its self-disclosed peers as well as ISS Canadian peers. As such, shareholders are advised to vote AGAINST the say-on-pay resolution.</i> |  |           |          |                  |

## Oracle Corp Japan

**Meeting Date:** 08/23/2024

**Country:** Japan

**Ticker:** 4716

**Meeting Type:** Annual

**Primary ISIN:** JP3689500001

**Primary SEDOL:** 6141680

| Proposal Number   | Proposal Text                     | Proponent | Mgmt Rec | Vote Instruction |
|---|-----------------------------------|-----------|----------|------------------|
| 1.1   | Elect Director Misawa, Toshimitsu | Mgmt      | For      | For              |
| 1.2   | Elect Director S. Krishna Kumar   | Mgmt      | For      | For              |
| 1.3   | Elect Director Garrett Ilg        | Mgmt      | For      | For              |
| 1.4   | Elect Director Vincent S. Grelli  | 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 Kimberly Woolley   | Mgmt      | For      | Against          |
| <i>Voter Rationale: 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> |                                   |           |          |                  |
| 1.6   | Elect Director Fujimori, Yoshiaki | Mgmt      | For      | For              |



# Oracle Corp Japan

| Proposal Number   | Proposal Text                   | Proponent | Mgmt Rec | Vote Instruction |
|---|---------------------------------|-----------|----------|------------------|
| 1.7   | Elect Director John L. Hall     | 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. 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> |                                 |           |          |                  |
| 1.8   | Elect Director Natsuno, Takeshi | Mgmt      | For      | For              |
| 1.9   | Elect Director Kuroda, Yukiko   | Mgmt      | For      | For              |

# Pan Pacific International Holdings Corp.

|                                 |                                   |                               |
|---------------------------------|-----------------------------------|-------------------------------|
| <b>Meeting Date:</b> 09/27/2024 | <b>Country:</b> Japan             | <b>Ticker:</b> 7532           |
|                                 | <b>Meeting Type:</b> Annual       |                               |
|                                 | <b>Primary ISIN:</b> JP3639650005 | <b>Primary SEDOL:</b> 6269861 |

| 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              | Mgmt      | For      | For              |
| 3.1  | Elect Director Yoshida, Naoki                                 | 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 updates to the board, we will keep this matter under review.</i></p> |   |           |          |                  |
| 3.2  | Elect Director Moriya, Hideki                                 | 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>  |   |           |          |                  |
| 3.3  | Elect Director Suzuki, Kosuke                                 | 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>  |   |           |          |                  |
| 3.4  | Elect Director Sakakibara, Ken                                | 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>  |   |           |          |                  |
| 3.5  | Elect Director Matsumoto, Kazuhiro                            | 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>  |   |           |          |                  |
| 3.6  | Elect Director Ishii, Yuji                                    | 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>  |   |           |          |                  |
| 3.7  | Elect Director Ninomiya, Hitomi                               | 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>  |   |           |          |                  |

## Pan Pacific International Holdings Corp.

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 3.8             | Elect Director Kubo, Isao  | 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 Yasuda, Takao   | 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 Yasuda, Yusaku  | 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 Yoshimura, Yasunori  | Mgmt      | For      | For              |
| 4.2             | Elect Director and Audit Committee Member Kamo, Masaharu   | Mgmt      | For      | For              |
| 4.3             | Elect Director and Audit Committee Member Ono, Takaki  | 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 and Audit Committee Member Kishimoto, Naoko   | Mgmt      | For      | For              |

## Patterson Companies, Inc.

**Meeting Date:** 09/16/2024

**Country:** USA

**Ticker:** PDCO

**Meeting Type:** Annual

**Primary ISIN:** US7033951036

**Primary SEDOL:** 2672689

| Proposal Number | Proposal Text                     | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|-----------------------------------|-----------|----------|------------------|
| 1a              | Elect Director John D. Buck       | Mgmt      | For      | For              |
| 1b              | Elect Director Meenu Agarwal      | Mgmt      | For      | For              |
| 1c              | Elect Director Alex N. Blanco     | Mgmt      | For      | For              |
| 1d              | Elect Director Jody H. Feragen    | Mgmt      | For      | For              |
| 1e              | Elect Director Robert C. Frenzel  | Mgmt      | For      | For              |
| 1f              | Elect Director Philip G.J. McKoy  | Mgmt      | For      | For              |
| 1g              | Elect Director Neil A. Schrimsher | Mgmt      | For      | For              |
| 1h              | Elect Director Pamela J. Tomczik  | Mgmt      | For      | For              |
| 1i              | Elect Director Donald J. Zurbay   | Mgmt      | For      | For              |

## Patterson Companies, 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. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which 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>   |  |           |          |                  |

## PB Fintech Ltd.

|                                 |                             |                                   |
|---------------------------------|-----------------------------|-----------------------------------|
| <b>Meeting Date:</b> 09/27/2024 | <b>Country:</b> India       | <b>Ticker:</b> 543390             |
|                                 | <b>Meeting Type:</b> Annual |                                   |
|                                 |                             | <b>Primary ISIN:</b> INE417T01026 |
|                                 |                             | <b>Primary SEDOL:</b> BP4DVR3     |

| Proposal Number  | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|--|---|-----------|----------|------------------|
| 1  | Accept Financial Statements and Statutory Reports   | Mgmt      | For      | For              |
| 2  | Reelect Alok Bansal 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> |   |           |          |                  |
| 3  | Approve Appointment and Remuneration of Dhruv Shringi 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 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>   |   |           |          |                  |
| 4  | Approve Payment of Remuneration to Kaushik Dutta as Non-Executive Independent Director        | Mgmt      | For      | For              |
| 5  | Approve Payment of Remuneration to Gopalan Srinivasan as Non-Executive Independent Director   | Mgmt      | For      | For              |
| 6  | Approve Payment of Remuneration to Nilesh Bhaskar Sathe as Non-Executive Independent Director | Mgmt      | For      | For              |
| 7  | Approve Payment of Remuneration to Veena Vikas Mankar as Non-Executive Independent Director   | Mgmt      | For      | For              |

## PB Fintech Ltd.

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 8  | Approve Payment of Remuneration to Lilian Jessie Paul as Non-Executive Independent Director  | Mgmt      | For      | For              |
| 9  | Approve Increase of Remuneration to Sarbvir Singh as Joint Group CEO, Holding Office or Place of Profit as President of Policybazaar Insurance Brokers Private Limited, a Wholly-owned Subsidiary of the Company | Mgmt      | For      | Against          |
| <i>Voter Rationale: Executive compensation should be commensurate with a director's role and responsibilities.</i>   |  |           |          |                  |
| 10   | Approve PB Fintech Limited Employees Stock Option Scheme 2024  | 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> |  |           |          |                  |
| 11   | Approve Grant of Options to Employees of its Subsidiary Company and Associate Company in India or Outside India of the Company Under PB Fintech Limited Employee Stock Option Scheme 2024                        | 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> |  |           |          |                  |

## Perficient, Inc.

**Meeting Date:** 07/30/2024

**Country:** USA

**Ticker:** PRFT

**Meeting Type:** Special

**Primary ISIN:** US71375U1016

**Primary SEDOL:** 2442547

| 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              |

## Petco Health and Wellness Company, Inc.

**Meeting Date:** 07/22/2024

**Country:** USA

**Ticker:** WOOF

**Meeting Type:** Annual

**Primary ISIN:** US71601V1052

**Primary SEDOL:** BNRQM83

## Petco Health and Wellness Company, Inc.

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1.1             | Elect Director Iris Yen  | Mgmt      | For      | For              |
| 1.2             | Elect Director Cameron Breitner                                | Mgmt      | For      | For              |
| 1.3             | Elect Director Sabrina Simmons                                 | Mgmt      | For      | For              |
| 1.4             | Elect Director Glenn Murphy                                    | 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              |

## Power Grid Corporation of India Limited

Meeting Date: 08/22/2024

Country: India

Ticker: 532898

Meeting Type: Annual

Primary ISIN: INE752E01010

Primary SEDOL: B233HS6

| Proposal Number  | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|--|---|-----------|----------|------------------|
| 1  | Accept Financial Statements and Statutory Reports                                     | Mgmt      | For      | For              |
| 2  | Confirm Payment of First and Second Interim Dividends and Declare Final Dividend      | Mgmt      | For      | For              |
| 3  | Reelect Ravisankar Ganesan 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  | Authorize Board to Fix Remuneration of Statutory Auditors                             | Mgmt      | For      | For              |
| 5  | Approve Appointment of Ravindra Kumar Tyagi as Chairman and Managing Director         | Mgmt      | For      | For              |
| 6  | Approve Appointment of Yatindra Dwivedi as Whole-Time Director [Director (Personnel)] | Mgmt      | For      | For              |
| 7  | Elect Lalit Bohra as Government Nominee Director                                      | Mgmt      | For      | For              |
| 8  | Approve Remuneration of Cost Auditors   | Mgmt      | For      | For              |

# Power Grid Corporation of India Limited

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 9               | Approve Increase in Borrowing Limits  | Mgmt      | For      | For              |
| 10              | Approve Raising of Funds through Issuance of Secured/Unsecured, Non-Convertible, Cumulative/Non-Cumulative, Redeemable, Taxable/Tax-free Debentures/Bonds Under Private Placement in One or More Tranches/ Offers | Mgmt      | For      | For              |
| 11              | Approve Appointment of Naveen Srivastava as Whole-time Director [Director (Operations)]   | Mgmt      | For      | For              |

# Powszechny Zaklad Ubezpieczen SA

**Meeting Date:** 07/18/2024

**Country:** Poland

**Ticker:** PZU

**Meeting Type:** Annual

**Primary ISIN:** PLPZU0000011

**Primary SEDOL:** B63DG21

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 1.1  | Approve Discharge of Ernest Bejda (Management Board Member)        | Mgmt      | None     | Against          |
| <i>Voter Rationale: This item cannot be supported because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023.</i> |  |           |          |                  |
| 1.2  | Approve Discharge of Malgorzata Kot (Management Board Member)      | Mgmt      | None     | Against          |
| <i>Voter Rationale: This item cannot be supported because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023.</i> |  |           |          |                  |
| 1.3  | Approve Discharge of Beata Kozłowska-Chyla (CEO)                   | Mgmt      | None     | Against          |
| <i>Voter Rationale: This item cannot be supported because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023.</i> |  |           |          |                  |
| 1.4  | Approve Discharge of Krzysztof Kozłowski (Management Board Member) | Mgmt      | None     | Against          |
| <i>Voter Rationale: This item cannot be supported because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023.</i> |  |           |          |                  |
| 1.5  | Approve Discharge of Tomasz Kulik (Management Board Member)        | Mgmt      | None     | Against          |
| <i>Voter Rationale: This item cannot be supported because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023.</i> |  |           |          |                  |

# Powszechny Zakład Ubezpieczeń SA

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 1.6  | Approve Discharge of Piotr Nowak (Management Board Member)                   | Mgmt      | None     | Against          |
| <i>Voter Rationale: This item cannot be supported because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023.</i> |  |           |          |                  |
| 1.7  | Approve Discharge of Maciej Rapkiewicz (Management Board Member)             | Mgmt      | None     | Against          |
| <i>Voter Rationale: This item cannot be supported because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023.</i> |  |           |          |                  |
| 1.8  | Approve Discharge of Malgorzata Sadurska (Management Board Member)           | Mgmt      | None     | Against          |
| <i>Voter Rationale: This item cannot be supported because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023.</i> |  |           |          |                  |
| 2.1  | Approve Discharge of Marcin Chludzinski (Supervisory Board Member)           | Mgmt      | For      | For              |
| 2.2  | Approve Discharge of Pawel Gorecki (Supervisory Board Deputy Chairman)       | Mgmt      | For      | For              |
| 2.3  | Approve Discharge of Agata Gornicka (Supervisory Board Secretary and Member) | Mgmt      | For      | For              |
| 2.4  | Approve Discharge of Robert Jastrzebski (Supervisory Board Chairman)         | Mgmt      | For      | For              |
| 2.5  | Approve Discharge of Marcin Kubicza (Supervisory Board Member)               | Mgmt      | For      | For              |
| 2.6  | Approve Discharge of Elzbieta Maczynska-Ziemacka (Supervisory Board Member)  | Mgmt      | For      | For              |
| 2.7  | Approve Discharge of Krzysztof Opolski (Supervisory Board Member)            | Mgmt      | For      | For              |
| 2.8  | Approve Discharge of Radoslaw Sierpinski (Supervisory Board Member)          | Mgmt      | For      | For              |
| 2.9  | Approve Discharge of Robert Snitko (Supervisory Board Member and Secretary)  | Mgmt      | For      | For              |
| 2.10   | Approve Discharge of Piotr Wachowiak (Supervisory Board Member)              | Mgmt      | For      | For              |
| 2.11   | Approve Discharge of Jozef Wierzbowski (Supervisory Board Member)            | Mgmt      | For      | For              |
| 2.12   | Approve Discharge of Maciej Zaborowski (Supervisory Board Member)            | Mgmt      | For      | For              |

# Powszechny Zakład Ubezpieczeń SA

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 3.1             | Approve Discharge of Przemyslaw Dabrowski (Management Board Member)                       | Mgmt      | For      | For              |
| 3.2             | Approve Discharge of Rafal Grodzicki (Management Board Member)                            | Mgmt      | For      | For              |
| 3.3             | Approve Discharge of Witold Jaworski (Management Board Member)                            | Mgmt      | For      | For              |
| 3.4             | Approve Discharge of Andrzej Klesyk (CEO)   | Mgmt      | For      | For              |
| 3.5             | Approve Discharge of Dariusz Krzewina (CEO and Management Board Member)                   | Mgmt      | For      | For              |
| 3.6             | Approve Discharge of Tomasz Tarkowski (Management Board Member)                           | Mgmt      | For      | For              |
| 3.7             | Approve Discharge of Ryszard Trepczynski (Management Board Member)                        | Mgmt      | For      | For              |
| 3.8             | Approve Discharge of Zbigniew Cwiakalski (Supervisory Board Chairman and Deputy Chairman) | Mgmt      | For      | For              |
| 3.9             | Approve Discharge of Zbigniew Derdziuk (Supervisory Board Member)                         | Mgmt      | For      | For              |
| 3.10            | Approve Discharge of Dariusz Filar (Supervisory Board Member and Secretary)               | Mgmt      | For      | For              |
| 3.11            | Approve Discharge of Dariusz Kacprzyk (Supervisory Board Member)                          | Mgmt      | For      | For              |
| 3.12            | Approve Discharge of Jakub Karnowski (Supervisory Board Member)                           | Mgmt      | For      | For              |
| 3.13            | Approve Discharge of Aleksandra Magaczewska (Supervisory Board Chairwoman and Member)     | Mgmt      | For      | For              |
| 3.14            | Approve Discharge of Tomasz Zganiacz (Supervisory Board Member and Secretary)             | Mgmt      | For      | For              |
| 4.1             | Approve Individual Suitability of Anita Elzanowska (Supervisory Board Member)             | Mgmt      | For      | For              |
| 4.2             | Approve Individual Suitability of Andrzej Kaleta (Supervisory Board Member)               | Mgmt      | For      | For              |
| 4.3             | Approve Individual Suitability of Anna Machnikowska (Supervisory Board Secretary)         | Mgmt      | For      | For              |



# Powszechny Zakład Ubezpieczeń SA

| Proposal Number   | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|---|--|-----------|----------|------------------|
| 4.4   | Approve Individual Suitability of Adam Uszpolewicz (Supervisory Board Member)                | Mgmt      | For      | For              |
| 4.5   | Approve Individual Suitability of Filip Gorczyca (Supervisory Board Member)                  | Mgmt      | For      | For              |
| 4.6   | Approve Individual Suitability of Marcin Kubicza (Supervisory Board Chairman)                | Mgmt      | For      | For              |
| 4.7   | Approve Individual Suitability of Malgorzata Kurzynoga (Supervisory Board Deputy Chairwoman) | Mgmt      | For      | For              |
| 4.8   | Approve Individual Suitability of Michal Bernaczyk (Supervisory Board Member)                | Mgmt      | For      | For              |
| 4.9   | Approve Individual Suitability of Michal Jonczynski (Supervisory Board Member)               | Mgmt      | For      | For              |
| 4.10  | Approve Individual Suitability of Wojciech Olejniczak (Supervisory Board Member)             | Mgmt      | For      | For              |
| 4.11  | Approve Collective Suitability of Supervisory Board Members                                  | Mgmt      | For      | For              |
| 5   | Amend Policy of Suitability of Supervisory Board and Audit Committee Members                 | Mgmt      | For      | For              |
| 6.1   | 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>  |  |           |          |                  |
| 6.2   | 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>  |  |           |          |                  |
| 7   | 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>  |  |           |          |                  |
| 8   | 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 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   | Close Meeting  | Mgmt      |          |                  |

# Prestige Consumer Healthcare Inc.

Meeting Date: 08/06/2024

Country: USA

Ticker: PBH

Meeting Type: Annual

Primary ISIN: US74112D1019

Primary SEDOL: B0650P3

| Proposal Number   | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|---|---|-----------|----------|------------------|
| 1.1   | Elect Director Ronald M. Lombardi   | Mgmt      | For      | For              |
| 1.2   | Elect Director John E. Byom   | Mgmt      | For      | For              |
| 1.3   | Elect Director Celeste A. Clark   | Mgmt      | For      | For              |
| 1.4   | Elect Director James C. D'Arecca  | Mgmt      | For      | For              |
| 1.5   | Elect Director Sheila A. Hopkins  | Mgmt      | For      | For              |
| 1.6   | Elect Director John F. Kelly  | Mgmt      | For      | For              |
| 1.7   | Elect Director Dawn M. Zier   | 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. 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 Certain Officers | Mgmt      | For      | For              |

# QinetiQ Group plc

Meeting Date: 07/18/2024

Country: United Kingdom

Ticker: QQ

Meeting Type: Annual

Primary ISIN: GB00B0WMWD03

Primary SEDOL: B0WMWDO

| 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              |

## QinetiQ Group plc

| Proposal Number   | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|---|--|-----------|----------|------------------|
| 4   | Approve Increase in the Maximum Aggregate Fees Payable to Non-Executive Directors                                  | Mgmt      | For      | For              |
| 5   | Elect Dina Knight as Director  | Mgmt      | For      | For              |
| 6   | Elect Ross McEwan as Director  | Mgmt      | For      | For              |
| 7   | Re-elect Shonaid Jemmett-Page as Director  | Mgmt      | For      | For              |
| 8   | Re-elect Neil Johnson as Director  | Mgmt      | For      | For              |
| <p><i>Voter Rationale: Items 5-10 and 12 A vote FOR these Directors is warranted as no significant concerns have been identified. Item 11 Qualified support is warranted for the re-election of Susan Searle as: * Her independence can be questioned given her nine years of tenure alongside the CEO. The main reason for support is that: * The annual report has noted that she will step down as a NED, following the handover of the Remuneration Committee Chair role.</i></p> |  |           |          |                  |
| 9   | Re-elect Sir Gordon Messenger as Director  | Mgmt      | For      | For              |
| 10  | Re-elect Steve Mogford as Director   | Mgmt      | For      | For              |
| 11  | Re-elect Susan Searle as Director  | Mgmt      | For      | For              |
| 12  | Re-elect Steve Wadey 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 UK Political Donations and Expenditure   | Mgmt      | For      | For              |
| 16  | Authorise Issue of Equity  | Mgmt      | For      | For              |
| 17  | Authorise Issue of Equity without Pre-emptive Rights   | Mgmt      | For      | For              |
| 18  | Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment | Mgmt      | For      | For              |
| 19  | Authorise Market Purchase of Ordinary Shares   | Mgmt      | For      | For              |
| 20  | Authorise the Company to Call General Meeting with Two Weeks' Notice   | Mgmt      | For      | For              |

## Qorvo, Inc.

**Meeting Date:** 08/13/2024

**Country:** USA

**Ticker:** QRVO

**Meeting Type:** Annual

**Primary ISIN:** US74736K1016

**Primary SEDOL:** BR9YYP4

| Proposal Number   | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|---|--|-----------|----------|------------------|
| 1a  | Elect Director Robert A. Bruggeworth                           | Mgmt      | For      | For              |
| 1b  | Elect Director Judy Bruner                                     | Mgmt      | For      | For              |
| 1c  | Elect Director John R. Harding                                 | Mgmt      | For      | For              |
| 1d  | Elect Director David H. Y. Ho                                  | Mgmt      | For      | For              |
| 1e  | Elect Director Roderick D. Nelson                              | Mgmt      | For      | For              |
| 1f  | Elect Director Walden C. Rhines                                | Mgmt      | For      | For              |
| 1g  | Elect Director Susan L. Spradley                               | 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 the company increase the percentage of the LTIP that is quantitative and increase the performance period to three years, we note there does not appear to be a pay for performance disconnect and the company has made positive changes for the 2025 pay program.</i></p> |  |           |          |                  |
| 3   | Ratify Ernst & Young LLP as Auditors                           | Mgmt      | For      | For              |

**Ralph Lauren Corporation**

**Meeting Date:** 08/01/2024     
**Country:** USA     
**Ticker:** RL  
**Meeting Type:** Annual  
**Primary ISIN:** US7512121010     
**Primary SEDOL:** B4V9661

| Proposal Number  | Proposal Text                        | Proponent | Mgmt Rec | Vote Instruction |
|--|--------------------------------------|-----------|----------|------------------|
| 1.1  | Elect Director Linda Findley         | Mgmt      | For      | For              |
| 1.2  | Elect Director Hubert Joly           | Mgmt      | For      | For              |
| 1.3  | Elect Director Darren Walker         | 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> |                                      |           |          |                  |

## Ralph Lauren 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 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.</i></p> |  |           |          |                  |

## RBC Bearings Incorporated

|                                 |                             |                                   |
|---------------------------------|-----------------------------|-----------------------------------|
| <b>Meeting Date:</b> 09/05/2024 | <b>Country:</b> USA         | <b>Ticker:</b> RBC                |
|                                 | <b>Meeting Type:</b> Annual |                                   |
|                                 |                             | <b>Primary ISIN:</b> US75524B1044 |
|                                 |                             | <b>Primary SEDOL:</b> B0GLYB5     |

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 1a   | Elect Director Richard R. Crowell  | Mgmt      | For      | For              |
| 1b   | Elect Director Amir Faghri   | 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 Steven H. Kaplan  | 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. Companies should establish and disclose a 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 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  | Amend Certificate of Incorporation to Eliminate the Personal Liability of Officers | Mgmt      | For      | For              |

## RBC Bearings Incorporated

| 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: 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> |  |           |          |                  |

## Ready Capital Corporation

Meeting Date: 07/25/2024

Country: USA

Ticker: RC

Meeting Type: Annual

Primary ISIN: US75574U1016

Primary SEDOL: BDFS3G6

| Proposal Number  | Proposal Text                            | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 1.1  | Elect Director Thomas E. Capasse         | Mgmt      | For      | For              |
| 1.2  | Elect Director Jack J. Ross              | Mgmt      | For      | For              |
| 1.3  | Elect Director Meredith Marshall         | Mgmt      | For      | For              |
| 1.4  | Elect Director Dominique Mielle          | 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. The company maintains governing documents which prohibit shareholders from amending the bylaws.</i></p>  |  |           |          |                  |
| 1.5  | Elect Director Gilbert E. Nathan         | 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. The company maintains governing documents which prohibit shareholders from amending the bylaws.</i></p>  |  |           |          |                  |
| 1.6  | Elect Director J. Mitchell Reese         | 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. The company maintains governing documents which prohibit shareholders from amending 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.</i></p> |  |           |          |                  |
| 1.7  | Elect Director Todd M. Sinai             | 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. The company maintains governing documents which prohibit shareholders from amending the bylaws.</i></p>  |  |           |          |                  |
| 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>   |  |           |          |                  |

## Ready Capital Corporation

| Proposal Number   | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|---|--|-----------|----------|------------------|
| 3   | 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. 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> |  |           |          |                  |

## Red 5 Limited

**Meeting Date:** 09/25/2024      **Country:** Australia      **Ticker:** RED  
**Meeting Type:** Special  
**Primary ISIN:** AU000000RED3      **Primary SEDOL:** 6367550

| Proposal Number   | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|---|---|-----------|----------|------------------|
| 1   | Approve the Change of Company Name to Vault Minerals Limited                      | Mgmt      | For      | For              |
| 2   | Approve the Increase in Maximum Aggregate Remuneration of Non-Executive Directors | Mgmt      | None     | For              |
| 3   | ***Withdrawn Resolution***<br>Adopt New Constitution                              | Mgmt      |          |                  |
| <i>Voter Rationale: Changes in company's articles or by-laws should not erode shareholder rights.</i> |   |           |          |                  |

## Reliance Industries Ltd.

**Meeting Date:** 08/29/2024      **Country:** India      **Ticker:** 500325  
**Meeting Type:** Annual  
**Primary ISIN:** INE002A01018      **Primary SEDOL:** 6099626

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1a              | Accept Standalone Financial Statements and Statutory Reports   | Mgmt      | For      | For              |
| 1b              | Accept Consolidated Financial Statements and Statutory Reports | Mgmt      | For      | For              |
| 2               | Approve Dividend   | Mgmt      | For      | For              |

## Reliance Industries Ltd.

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 3  | Elect Hital R. Meswani as Director                         | Mgmt      | For      | For              |
| <p><i>Voter Rationale: We are encouraged by Reliance's ambition in setting a 2035 net zero operational target. However, there is a currently a lack of clarity in the strategy to meet this targeted reduction. As investors, we expect to see disclosure of the relative contribution of identified decarbonisation levers in a target roadmap and, where possible, guidance on the CAPEX and OPEX implications of the plan. Without this information it is challenging to assess the roadmap's implications, timelines, and validity. Therefore, we encourage Reliance to improve its disclosures in next year's report to address this.</i></p> |  |           |          |                  |
| 4  | Elect P.M.S. Prasad as Director                            | Mgmt      | For      | For              |
| <p><i>Voter Rationale: We are encouraged by Reliance's ambition in setting a 2035 net zero operational target. However, there is a currently a lack of clarity in the strategy to meet this targeted reduction. As investors, we expect to see disclosure of the relative contribution of identified decarbonisation levers in a target roadmap and, where possible, guidance on the CAPEX and OPEX implications of the plan. Without this information it is challenging to assess the roadmap's implications, timelines, and validity. Therefore, we encourage Reliance to improve its disclosures in next year's report to address this.</i></p> |  |           |          |                  |
| 5  | Approve Remuneration of Cost Auditors                      | Mgmt      | For      | For              |
| 6  | Approve Material Related Party Transactions of the Company | Mgmt      | For      | For              |

## Rhythm Pharmaceuticals, Inc.

**Meeting Date:** 09/18/2024

**Country:** USA

**Ticker:** RYTM

**Meeting Type:** Annual

**Primary ISIN:** US76243J1051

**Primary SEDOL:** BF2YWG4

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 1.1  | Elect Director Stuart A. Arbuckle                              | Mgmt      | For      | For              |
| 1.2  | Elect Director Christophe R. Jean                              | Mgmt      | For      | For              |
| 1.3  | Elect Director Lynn A. Tetrault                                | 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              |
| <p><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. 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: 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. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which 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> |  |           |          |                  |



## Roivant Sciences Ltd.

**Meeting Date:** 09/10/2024

**Country:** Bermuda

**Ticker:** ROIV

**Meeting Type:** Annual

**Primary ISIN:** BMG762791017

**Primary SEDOL:** BMW4NZ9

| Proposal Number   | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|---|--|-----------|----------|------------------|
| 1.1   | Elect Director Ilan Oren   | 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 James C. Momtazee                                       | Mgmt      | For      | For              |
| 1.3   | Elect Director Mayukh Sukhatme   | Mgmt      | For      | For              |
| 2   | Appoint Ernst & Young LLP as Auditors and Authorize Their Remuneration | 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>  |  |           |          |                  |

## RS Group Plc

**Meeting Date:** 07/11/2024

**Country:** United Kingdom

**Ticker:** RS1

**Meeting Type:** Annual

**Primary ISIN:** GB0003096442

**Primary SEDOL:** 0309644

| 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: .</i> |   |           |          |                  |
| 3                         | Approve Final Dividend                            | Mgmt      | For      | For              |
| 4                         | Re-elect Alex Baldock as Director                 | Mgmt      | For      | For              |
| 5                         | Re-elect Louisa Burdett as Director               | Mgmt      | For      | For              |

## RS Group Plc

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 6  | Re-elect Rona Fairhead as Director   | Mgmt      | For      | For              |
| <i>Voter Rationale: The board chairman serves as a member of the Nomination Committee.</i> |  |           |          |                  |
| 7  | Re-elect Navneet Kapoor as Director  | Mgmt      | For      | For              |
| 8  | Re-elect Bessie Lee as Director  | Mgmt      | For      | For              |
| 9  | Re-elect Simon Pryce as Director   | Mgmt      | For      | For              |
| 10   | Elect Kate Ringrose as Director  | Mgmt      | For      | For              |
| 11   | Re-elect David Sleath as Director  | Mgmt      | For      | For              |
| 12   | Re-elect Joan Wainwright as Director   | Mgmt      | For      | For              |
| 13   | Appoint Deloitte LLP as Auditors   | Mgmt      | For      | For              |
| 14   | Authorise the Audit Committee to Fix Remuneration of Auditors  | Mgmt      | For      | For              |
| 15   | Authorise UK Political Donations and Expenditure   | Mgmt      | For      | For              |
| 16   | Authorise Issue of Equity  | Mgmt      | For      | For              |
| 17   | Authorise Issue of Equity without Pre-emptive Rights   | Mgmt      | For      | For              |
| 18   | Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment | Mgmt      | For      | For              |
| 19   | Authorise Market Purchase of Ordinary Shares   | Mgmt      | For      | For              |
| 20   | Authorise the Company to Call General Meeting with Two Weeks' Notice   | Mgmt      | For      | For              |

## Ryman Healthcare Limited

**Meeting Date:** 08/01/2024

**Country:** New Zealand

**Ticker:** RYM

**Meeting Type:** Annual

**Primary ISIN:** NZRYME0001S4

**Primary SEDOL:** 6161525

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1               | Approve PwC Auckland as Auditors and Authorize Board to Fix Their Remuneration | Mgmt      | For      | For              |

## Ryman Healthcare Limited

| Proposal Number | Proposal Text                   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---------------------------------|-----------|----------|------------------|
| 2               | Elect Kate Munnings as Director | Mgmt      | For      | For              |
| 3               | Elect David Pitman as Director  | Mgmt      | For      | For              |

## Sakata Seed Corp.

|                                 |                                   |                               |
|---------------------------------|-----------------------------------|-------------------------------|
| <b>Meeting Date:</b> 08/27/2024 | <b>Country:</b> Japan             | <b>Ticker:</b> 1377           |
|                                 | <b>Meeting Type:</b> Annual       |                               |
|                                 | <b>Primary ISIN:</b> JP3315000004 | <b>Primary SEDOL:</b> 6769811 |

| 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  | Appoint Statutory Auditor Tsushima, Jumpei                    | 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 Bo, Akinori                         | 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 Tanaka, Kimiko                      | Mgmt      | For      | For              |

## Sansan, Inc.

|                                 |                                   |                               |
|---------------------------------|-----------------------------------|-------------------------------|
| <b>Meeting Date:</b> 08/27/2024 | <b>Country:</b> Japan             | <b>Ticker:</b> 4443           |
|                                 | <b>Meeting Type:</b> Annual       |                               |
|                                 | <b>Primary ISIN:</b> JP3332540008 | <b>Primary SEDOL:</b> BJYJG18 |

| Proposal Number   | Proposal Text                      | Proponent | Mgmt Rec | Vote Instruction |
|---|------------------------------------|-----------|----------|------------------|
| 1.1   | Elect Director Terada, Chikahiro   | Mgmt      | For      | Against          |
| <i>Voter Rationale: Top management is responsible for the company's unfavourable ROE performance.</i> |                                    |           |          |                  |
| 1.2   | Elect Director Tomioka, Kei        | Mgmt      | For      | For              |
| 1.3   | Elect Director Shiomi, Kenji       | Mgmt      | For      | For              |
| 1.4   | Elect Director Oma, Yuta           | Mgmt      | For      | For              |
| 1.5   | Elect Director Hashimoto, Muneyuki | Mgmt      | For      | For              |
| 1.6   | Elect Director Akaura, Toru        | Mgmt      | For      | For              |

## Sansan, Inc.

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1.7             | Elect Director Saito, Taro   | Mgmt      | For      | For              |
| 2.1             | Elect Director and Audit Committee Member Suzuki, Maki                         | Mgmt      | For      | For              |
| 2.2             | Elect Director and Audit Committee Member Shirota, Tsunehiro                   | Mgmt      | For      | For              |
| 3               | Elect Alternate Director and Audit Committee Member Saito, Taro                | Mgmt      | For      | For              |
| 4               | Approve Compensation Ceiling for Directors Who Are Not Audit Committee Members | Mgmt      | For      | For              |

## Sany Heavy Industry Co., Ltd.

**Meeting Date:** 08/02/2024

**Country:** China

**Ticker:** 600031

**Meeting Type:** Special

**Primary ISIN:** CNE000001F70

**Primary SEDOL:** 6648824

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 1               | Approve Establishment and Application for Issuance of Asset-backed Securities (ABS) and Related Party Transaction | Mgmt      | For      | For              |

## Satellite Chemical Co., Ltd.

**Meeting Date:** 09/12/2024

**Country:** China

**Ticker:** 002648

**Meeting Type:** Special

**Primary ISIN:** CNE100001B07

**Primary SEDOL:** B6585B6

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 1               | Approve the Company's Leasing of Vessels to Provide Logistics and Transportation Services | Mgmt      | For      | For              |
| 2               | Amend the Major Business and Investment Decision-Making Management System                 | Mgmt      | For      | Against          |

*Voter Rationale: Companies should provide sufficient information well in advance of the meeting to enable shareholders to cast an informed vote.*

## Satellite Chemical Co., Ltd.

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 3               | Amend the External Guarantee 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> |           |          |                  |
| 4               | Amend the Related Party Transaction Decision-Making 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> |           |          |                  |
| 5               | Amend the Management System for Related Party Funds 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> |           |          |                  |
| 6               | Amend Work Rules of the President   | 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> |           |          |                  |
| 7               | Amend the Internal Audit 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> |           |          |                  |
| 8               | Amend the Raised Funds 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> |           |          |                  |

## SATS Ltd.

**Meeting Date:** 07/19/2024

**Country:** Singapore

**Ticker:** S58

**Meeting Type:** Annual

**Primary ISIN:** SG1I52882764

**Primary SEDOL:** 6243586

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 1               | Adopt Financial Statements and Directors' and Auditors' Reports | Mgmt      | For      | For              |
| 2               | Approve Final Dividend  | Mgmt      | For      | For              |
| 3               | Elect Kerry Mok Tee Heong as Director                           | Mgmt      | For      | For              |
| 4               | Elect Achal Agarwal as Director                                 | Mgmt      | For      | For              |
| 5               | Elect Vinita Bali as Director                                   | Mgmt      | For      | For              |
| 6               | Elect Pier Luigi Sigismondi as Director                         | Mgmt      | For      | For              |
| 7               | Elect Mak Swee Wah as Director                                  | Mgmt      | For      | For              |

## SATS Ltd.

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 8               | Elect Chan Lai Fung as Director  | Mgmt      | For      | For              |
| 9               | Elect Irving Tan Tiang Yew as Director   | Mgmt      | For      | For              |
| 10              | Approve Directors' Fees  | Mgmt      | For      | For              |
| 11              | Approve KPMG LLP Auditors and Authorize Board to Fix Their Remuneration  | Mgmt      | For      | For              |
| 12              | Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights                                   | Mgmt      | For      | For              |
| 13              | Approve Mandate for Interested Person Transactions   | Mgmt      | For      | For              |
| 14              | Authorize Share Repurchase Program   | Mgmt      | For      | For              |
| 15              | Approve Grant of Awards and Issuance of Shares Under the SATS Performance Share Plan and/or the SATS Restricted Share Plan | Mgmt      | For      | Against          |

*Voter Rationale: This plan could lead to excessive dilution. 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.*

## Shenzhen Inovance Technology Co., Ltd.

**Meeting Date:** 09/23/2024

**Country:** China

**Ticker:** 300124

**Meeting Type:** Special

**Primary ISIN:** CNE100000V46

**Primary SEDOL:** B3QDJB7

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1               | Approve Draft and Summary of Equity Incentive Plan               | Mgmt      | For      | Against          |
| 2               | Approve Methods to Assess the Performance of Plan Participants   | Mgmt      | For      | Against          |
| 3               | Approve Authorization of the Board to Handle All Related Matters | Mgmt      | For      | Against          |

*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.*

*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.*

*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.*

## SHO-BOND Holdings Co. Ltd.

Meeting Date: 09/26/2024

Country: Japan

Ticker: 1414

Meeting Type: Annual

Primary ISIN: JP3360250009

Primary SEDOL: B29T1W0

| Proposal Number   | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|---|---|-----------|----------|------------------|
| 1   | Approve Allocation of Income, with a Final Dividend of JPY 84 | Mgmt      | For      | For              |
| 2.1   | Elect Director Kishimoto, Tatsuya                             | 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 Sekiguchi, Yasuhiro                            | Mgmt      | For      | For              |
| 2.3   | Elect Director Shimada, Takayasu                              | Mgmt      | For      | For              |
| 2.4   | Elect Director Arai, Setsu                                    | Mgmt      | For      | For              |
| 3   | Elect Director and Audit Committee Member Hosaka, Noriyuki    | Mgmt      | For      | For              |

## SIA Engineering Company Limited

Meeting Date: 07/19/2024

Country: Singapore

Ticker: S59

Meeting Type: Annual

Primary ISIN: SG1I53882771

Primary SEDOL: 6243597

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1               | Adopt Financial Statements and Directors' and Auditors' Reports            | Mgmt      | For      | For              |
| 2               | Approve Final Dividend   | Mgmt      | For      | For              |
| 3.1             | Elect Chua Bin Hwee as Director  | Mgmt      | For      | For              |
| 3.2             | Elect Goh Choon Phong as Director  | Mgmt      | For      | For              |
| 3.3             | Elect Chin Yau Seng as Director  | Mgmt      | For      | For              |
| 4               | Elect Tan Kai Ping as Director   | Mgmt      | For      | For              |
| 5               | Approve Directors' Fees  | Mgmt      | For      | For              |
| 6               | Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration | Mgmt      | For      | For              |

## SIA Engineering Company Limited

| Proposal Number   | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|---|--|-----------|----------|------------------|
| 7.1   | Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights   | Mgmt      | For      | For              |
| 7.2   | Approve Renewal of Mandate for Interested Person Transactions                              | Mgmt      | For      | For              |
| 7.3   | Authorize Share Repurchase Program   | Mgmt      | For      | For              |
| 7.4   | Approve Grant of Awards and Issuance of Shares Under the SIAEC Performance Share Plan 2024 | 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. Long-term incentive awards should not be allowed to vest within 2 years since the date of grant.</i> |  |           |          |                  |
| 7.5   | Approve Grant of Awards and Issuance of Shares Under the SIAEC Restricted Share Plan 2024  | Mgmt      | For      | For              |

## Singapore Airlines Limited

**Meeting Date:** 07/29/2024

**Country:** Singapore

**Ticker:** C6L

**Meeting Type:** Annual

**Primary ISIN:** SG1V61937297

**Primary SEDOL:** 6811734

| Proposal Number   | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|---|--|-----------|----------|------------------|
| 1   | Adopt Financial Statements and Directors' and Auditors' Reports            | Mgmt      | For      | For              |
| 2   | Approve Final Dividend   | Mgmt      | For      | For              |
| 3a  | Elect Gautam Banerjee 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 Simon Cheong Sae Peng as Director                                    | Mgmt      | For      | For              |
| 3c  | Elect Goh Swee Chen as Director  | Mgmt      | For      | For              |
| 3d  | Elect Jeanette Wong Kai Yuan as Director                                   | Mgmt      | For      | For              |
| 4   | Approve Directors' Emoluments  | Mgmt      | For      | For              |
| 5   | Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration | Mgmt      | For      | For              |



## Singapore Airlines Limited

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 6               | Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights | Mgmt      | For      | For              |
| 7               | Approve Renewal of Mandate for Interested Person Transactions                            | Mgmt      | For      | For              |
| 8               | Authorize Share Repurchase Program   | Mgmt      | For      | For              |
| 9               | Approve Issuance of ASA Shares   | Mgmt      | For      | For              |
| 10              | Adopt SIA Performance Share Plan 2024  | Mgmt      | For      | For              |
| 11              | Adopt SIA Restricted Share Plan 2024   | 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.*

## Singapore Post Ltd.

**Meeting Date:** 07/24/2024

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

**Ticker:** S08

**Primary ISIN:** SG1N89910219

**Primary SEDOL:** 6609478

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1               | Adopt Financial Statements and Directors' and Auditors' Reports                          | Mgmt      | For      | For              |
| 2               | Approve Final Dividend   | Mgmt      | For      | For              |
| 3               | Elect Elizabeth Kong Sau Wai as Director   | Mgmt      | For      | For              |
| 4               | Elect Fang Ai Lian as Director   | Mgmt      | For      | For              |
| 5               | Elect Lim Cheng Cheng as Director  | Mgmt      | For      | For              |
| 6               | Elect Gan Chee Yen as Director   | Mgmt      | For      | For              |
| 7               | Elect Yasmin Binti Aladad Khan as Director   | Mgmt      | For      | For              |
| 8               | Approve Directors' Fees  | Mgmt      | For      | For              |
| 9               | Approve Deloitte & Touche LLP as Auditors and Authorize Board to Fix Their Remuneration  | Mgmt      | For      | For              |
| 10              | Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights | Mgmt      | For      | For              |

## Singapore Post Ltd.

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 11              | Approve Grant of Awards and Issuance of Shares Under the Singapore Post Restricted Share Plan 2013 and the Singapore Post Share Option Scheme 2012 | Mgmt      | For      | Against          |

*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.*

|    |   |      |     |     |
|----|---|------|-----|-----|
| 12 | Approve Renewal of Mandate for Interested Person Transactions | Mgmt | For | For |
| 13 | Authorize Share Repurchase Program                            | Mgmt | For | For |

## Singapore Telecommunications Limited

**Meeting Date:** 07/30/2024

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

**Ticker:** Z74

**Primary ISIN:** SG1T75931496

**Primary SEDOL:** B02PY11

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1               | Adopt Financial Statements and Directors' and Auditors' Reports                                    | Mgmt      | For      | For              |
| 2               | Approve Final Dividend   | Mgmt      | For      | For              |
| 3               | Elect Gautam Banerjee as Director  | Mgmt      | For      | For              |
| 4               | Elect Lim Swee Say as Director   | Mgmt      | For      | For              |
| 5               | Elect Rajeev Suri as Director  | Mgmt      | For      | For              |
| 6               | Elect Wee Siew Kim as Director   | Mgmt      | For      | For              |
| 7               | Elect Yuen Kuan Moon as Director   | Mgmt      | For      | For              |
| 8               | Approve Directors' Fees  | Mgmt      | For      | For              |
| 9               | Approve Auditors and Authorize Board to Fix Their Remuneration                                     | Mgmt      | For      | For              |
| 10              | Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights           | Mgmt      | For      | For              |
| 11              | Approve Grant of Awards and Issuance of Shares Pursuant to the SingTel Performance Share Plan 2012 | Mgmt      | For      | Against          |

*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.*

# Singapore Telecommunications Limited

| Proposal Number | Proposal Text                      | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|------------------------------------|-----------|----------|------------------|
| 12              | Authorize Share Repurchase Program | Mgmt      | For      | For              |

# Skyline Champion Corporation

|                                 |                                   |                               |
|---------------------------------|-----------------------------------|-------------------------------|
| <b>Meeting Date:</b> 08/01/2024 | <b>Country:</b> USA               | <b>Ticker:</b> SKY            |
|                                 | <b>Meeting Type:</b> Annual       |                               |
|                                 | <b>Primary ISIN:</b> US8308301055 | <b>Primary SEDOL:</b> 2814005 |

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 1.1             | Elect Director Keith Anderson   | 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>   |           |          |                  |
| 1.2             | Elect Director Michael Berman   | Mgmt      | For      | For              |
| 1.3             | Elect Director Eddie Capel  | 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 Erin Mulligan Helgren  | 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 Kaufman  | 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> |           |          |                  |
| 1.6             | Elect Director Tawn Kelley  | Mgmt      | For      | For              |
| 1.7             | Elect Director Nikul Patel  | 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 Gary Robinette   | Mgmt      | For      | For              |
| 1.9             | Elect Director Mark Yost  | 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>   |           |          |                  |

# Skyline Champion 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 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></p> |  |           |          |                  |
| 4   | Change Company Name to Corporation to Champion Homes, Inc.     | Mgmt      | For      | For              |

# Snowflake Inc.

|                                 |                                   |                               |
|---------------------------------|-----------------------------------|-------------------------------|
| <b>Meeting Date:</b> 07/02/2024 | <b>Country:</b> USA               | <b>Ticker:</b> SNOW           |
|                                 | <b>Meeting Type:</b> Annual       |                               |
|                                 | <b>Primary ISIN:</b> US8334451098 | <b>Primary SEDOL:</b> BN134B7 |

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 1a   | Elect Director Benoit Dageville                                | Mgmt      | For      | For              |
| 1b   | Elect Director Mark S. Garrett                                 | Mgmt      | For      | For              |
| 1c   | Elect Director Jayshree V. Ullal                               | 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. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which 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              |
| 4  | Declassify the Board of Directors                              | SH        | Against  | 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>  |  |           |          |                  |

# SouthState Corporation

Meeting Date: 08/14/2024

Country: USA

Ticker: SSB

Meeting Type: Special

Primary ISIN: US8404411097

Primary SEDOL: BNF071

| Proposal Number | Proposal Text                          | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1               | Issue Shares in Connection with Merger | Mgmt      | For      | For              |
| 2               | Adjourn Meeting                        | Mgmt      | For      | For              |

# StepStone Group Inc.

Meeting Date: 09/10/2024

Country: USA

Ticker: STEP

Meeting Type: Annual

Primary ISIN: US85914M1071

Primary SEDOL: BLFDXF6

| Proposal Number   | Proposal Text                       | Proponent | Mgmt Rec | Vote Instruction |
|---|-------------------------------------|-----------|----------|------------------|
| 1.1   | Elect Director Monte M. Brem        | 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 remuneration committee should be independent and this directors membership could hamper the committees impartiality and effectiveness. The nomination 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>                             |                                     |           |          |                  |
| 1.2   | Elect Director Valerie G. Brown     | Mgmt      | For      | For              |
| 1.3   | Elect Director Scott W. Hart        | 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 committees impartiality and effectiveness. We are holding this director accountable. The remuneration committee should be independent and this directors membership could hamper the committees impartiality and effectiveness. The nomination 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 David F. Hoffmeister | Mgmt      | For      | For              |
| 1.5   | Elect Director Anne L. Raymond      | Mgmt      | For      | For              |

## StepStone Group Inc.

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 2  | Ratify Ernst & Young LLP as Auditors                           | Mgmt      | For      | Against          |
| <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. Companies who have had the 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: 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. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which 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 Issuance of Shares for a Private Placement             | 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>   |  |           |          |                  |

## Stericycle, Inc.

**Meeting Date:** 08/14/2024     
**Country:** USA     
**Ticker:** SRCL  
**Meeting Type:** Special     
**Primary ISIN:** US8589121081     
**Primary SEDOL:** 2860826

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

## STERIS plc

**Meeting Date:** 08/01/2024     
**Country:** Ireland     
**Ticker:** STE  
**Meeting Type:** Annual     
**Primary ISIN:** IE00BFY8C754     
**Primary SEDOL:** BFY8C75

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 1a   | Elect Director Esther M. Alegria   | Mgmt      | For      | For              |
| 1b   | Elect Director Richard C. Breeden  | Mgmt      | For      | For              |
| 1c   | Elect Director Daniel A. Carestio  | Mgmt      | For      | For              |
| 1d   | Elect Director Cynthia L. Feldmann   | Mgmt      | For      | For              |
| 1e   | Elect Director Christopher S. Holland  | Mgmt      | For      | For              |
| 1f   | Elect Director Jacqueline B. Kosecoff  | Mgmt      | For      | For              |
| 1g   | Elect Director Paul E. Martin  | Mgmt      | For      | For              |
| 1h   | Elect Director Nirav R. Shah   | Mgmt      | For      | For              |
| 1i   | Elect Director Mohsen M. Sohi  | Mgmt      | For      | For              |
| 1j   | Elect Director Richard M. Steeves  | 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  | Appoint Ernst & Young Chartered Accountants as Irish Statutory Auditor                 | 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 Board to Fix Remuneration of Auditors  | Mgmt      | For      | For              |
| 5  | 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>                           |  |           |          |                  |
| 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-emption 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>        |  |           |          |                  |

# Sun Pharmaceutical Industries Limited

**Meeting Date:** 08/05/2024

**Country:** India

**Ticker:** 524715

**Meeting Type:** Annual

**Primary ISIN:** INE044A01036

**Primary SEDOL:** 6582483

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1               | Accept Standalone Financial Statements and Statutory Reports   | Mgmt      | For      | For              |
| 2               | Accept Consolidated Financial Statements and Statutory Reports   | Mgmt      | For      | For              |
| 3               | Approve Final Dividend   | Mgmt      | For      | For              |
| 4               | Reelect Dilip Shanghvi as Director   | Mgmt      | For      | For              |
| 5               | Approve Remuneration of Cost Auditors  | Mgmt      | For      | For              |
| 6               | Approve Material Related Party Transactions between Taro Pharmaceutical Industries Limited, Israel and Taro Pharmaceuticals USA, Inc | Mgmt      | For      | For              |
| 7               | Approve Material Related Party Transactions between Taro Pharmaceuticals Inc, Canada and Taro Pharmaceuticals USA, Inc               | Mgmt      | For      | For              |

# Suzano SA

**Meeting Date:** 09/30/2024

**Country:** Brazil

**Ticker:** SUZB3

**Meeting Type:** Extraordinary Shareholders

**Primary ISIN:** BRSUZBACNOR0

**Primary SEDOL:** B02GKC7

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1               | Approve Agreement to Absorb (i) Timber VII SPE S.A., (ii) Pradaria Agroflorestal Ltda., (iii) Timber XX SPE S.A, (iv) Cabeceira Agroindustrial Ltda., and (v) Frigg Florestal S.A. | Mgmt      | For      | For              |
| 2               | Ratify Apsis Consultoria e Avaliaco es Ltda. as Independent Firm to Appraise Proposed Transaction  | Mgmt      | For      | For              |
| 3               | Approve Independent Firm's Appraisals  | Mgmt      | For      | For              |



## Suzano SA

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 4               | Approve Absorption of (i) Timber VII SPE S.A., (ii) Pradaria Agroflorestal Ltda., (iii) Timber XX SPE S.A, (iv) Cabeceira Agroindustrial Ltda., and (v) Frigg Florestal S.A. | Mgmt      | For      | For              |
| 5               | Amend Article 4 Re: Corporate Purpose  | Mgmt      | For      | For              |
| 6               | Amend Articles 14 and 18   | Mgmt      | For      | For              |
| 7               | Consolidate Bylaws   | Mgmt      | For      | For              |
| 8               | Authorize Board to Ratify and Execute Approved Resolutions   | Mgmt      | For      | For              |

## Take-Two Interactive Software, Inc.

Meeting Date: 09/18/2024

Country: USA

Ticker: TTWO

Meeting Type: Annual

Primary ISIN: US8740541094

Primary SEDOL: 2122117

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1a              | Elect Director Strauss Zelnick                                 | Mgmt      | For      | For              |
| 1b              | Elect Director Michael Dornemann                               | Mgmt      | For      | For              |
| 1c              | Elect Director J Moses   | Mgmt      | For      | For              |
| 1d              | Elect Director Michael Sheresky                                | Mgmt      | For      | For              |
| 1e              | Elect Director LaVerne Srinivasan                              | Mgmt      | For      | For              |
| 1f              | Elect Director Susan Tolson                                    | Mgmt      | For      | For              |
| 1g              | Elect Director Paul Viera                                      | Mgmt      | For      | For              |
| 1h              | Elect Director Roland Hernandez                                | Mgmt      | For      | For              |
| 1i              | Elect Director William "Bing" Gordon                           | Mgmt      | For      | For              |
| 1j              | Elect Director Ellen Siminoff                                  | Mgmt      | For      | For              |
| 2               | 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.*

## Take-Two Interactive Software, 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> |                                      |           |          |                  |

## Tate & Lyle Plc

|                                 |                                |                                   |
|---------------------------------|--------------------------------|-----------------------------------|
| <b>Meeting Date:</b> 07/25/2024 | <b>Country:</b> United Kingdom | <b>Ticker:</b> TATE               |
|                                 | <b>Meeting Type:</b> Annual    | <b>Primary ISIN:</b> GB00BP92CJ43 |
|                                 |                                | <b>Primary SEDOL:</b> BP92CJ4     |

| 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 David Hearn as Director                                 | Mgmt      | For      | For              |
| <i>Voter Rationale: The board chairman serves as a member of the Nomination Committee.</i> |   |           |          |                  |
| 5  | Re-elect Nick Hampton as Director                             | Mgmt      | For      | For              |
| 6  | Re-elect Dawn Allen as Director                               | Mgmt      | For      | For              |
| 7  | Elect Jeffrey Carr as Director                                | Mgmt      | For      | For              |
| 8  | Re-elect John Cheung as Director                              | Mgmt      | For      | For              |
| 9  | Re-elect Patricia Corsi as Director                           | Mgmt      | For      | For              |
| 10   | Re-elect Isabelle Esser as Director                           | Mgmt      | For      | For              |
| 11   | Re-elect Lars Frederiksen as Director                         | Mgmt      | For      | For              |
| 12   | Re-elect Kimberly Nelson as Director                          | Mgmt      | For      | For              |
| 13   | Re-elect Sybella Stanley as Director                          | Mgmt      | For      | For              |
| 14   | Re-elect Warren Tucker as Director                            | 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              |

## Tate & Lyle Plc

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 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              |
| 23              | Amend Articles of Association  | Mgmt      | For      | For              |

## TechnoPro Holdings, Inc.

**Meeting Date:** 09/27/2024

**Country:** Japan

**Ticker:** 6028

**Meeting Type:** Annual

**Primary ISIN:** JP3545240008

**Primary SEDOL:** BSM8SQ9

| 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 Yagi, Takeshi                                  | Mgmt      | For      | For              |
| 2.2  | Elect Director Shimaoka, Gaku                                 | Mgmt      | For      | For              |
| 2.3  | Elect Director Asai, Koichiro                                 | Mgmt      | For      | For              |
| 2.4  | Elect Director Hagiwara, Toshihiro                            | Mgmt      | For      | For              |
| 2.5  | Elect Director Takao, Mitsutoshi                              | Mgmt      | For      | For              |
| 2.6  | Elect Director Yamada, Kazuhiko                               | Mgmt      | For      | For              |
| 2.7  | Elect Director Takase, Shoko                                  | Mgmt      | For      | For              |
| 2.8  | Elect Director Ito, Masahiko                                  | Mgmt      | For      | For              |
| 3.1  | Elect Director and Audit Committee Member Madarame, 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> |   |           |          |                  |
| 3.2  | Elect Director and Audit Committee Member Tanabe, Rumiko      | Mgmt      | For      | For              |

## TechnoPro Holdings, Inc.

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 4               | Elect Alternate Director and Audit Committee Member<br>Kitaarai, Yoshio | Mgmt      | For      | For              |

## The British Land Co. Plc

Meeting Date: 07/09/2024

Country: United Kingdom

Ticker: BLND

Meeting Type: Annual

Primary ISIN: GB0001367019

Primary SEDOL: 0136701

| 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 Mark Aedy as Director                    | Mgmt      | For      | For              |
| 5  | Re-elect Simon Carter as Director                 | Mgmt      | For      | For              |
| 6  | Re-elect Lynn Gladden as Director                 | Mgmt      | For      | For              |
| 7  | Re-elect Irvinder Goodhew as Director             | Mgmt      | For      | For              |
| 8  | Re-elect Alastair Hughes as Director              | Mgmt      | For      | For              |
| 9  | Elect Amanda James as Director                    | Mgmt      | For      | For              |
| 10   | Elect Amanda Mackenzie as Director                | Mgmt      | For      | For              |
| <i>Voter Rationale: New directors should have sufficient length of service on the board before taking on the role of chairing the remuneration committee.</i>                            |   |           |          |                  |
| 11   | Re-elect Bhavesh Mistry as Director               | Mgmt      | For      | For              |
| 12   | Re-elect Preben Prebensen as Director             | Mgmt      | For      | Abstain          |
| <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> |   |           |          |                  |
| 13   | Elect Mary Ricks as Director                      | Mgmt      | For      | For              |
| 14   | Elect William Rucker as Director                  | Mgmt      | For      | For              |
| <i>Voter Rationale: The board chairman serves as a member of the Nomination Committee.</i>   |   |           |          |                  |
| 15   | Re-elect Loraine Woodhouse as Director            | Mgmt      | For      | For              |

## The British Land Co. Plc

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 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              | Amend Savings-Related Share Option Scheme  | 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 the Company to Call General Meeting with Two Weeks' Notice   | Mgmt      | For      | For              |

## The J. M. Smucker Company

**Meeting Date:** 08/14/2024

**Country:** USA

**Ticker:** SJM

**Meeting Type:** Annual

**Primary ISIN:** US8326964058

**Primary SEDOL:** 2951452

| Proposal Number | Proposal Text                        | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--------------------------------------|-----------|----------|------------------|
| 1a              | Elect Director Mercedes Abramo       | Mgmt      | For      | For              |
| 1b              | Elect Director Tarang Amin           | Mgmt      | For      | For              |
| 1c              | Elect Director Susan Chapman-Hughes  | Mgmt      | For      | For              |
| 1d              | Elect Director Jay Henderson         | Mgmt      | For      | For              |
| 1e              | Elect Director Jonathan Johnson, III | Mgmt      | For      | For              |
| 1f              | Elect Director Kirk Perry            | Mgmt      | For      | For              |
| 1g              | Elect Director Alex Shumate          | Mgmt      | For      | For              |
| 1h              | Elect Director Mark Smucker          | Mgmt      | For      | For              |
| 1i              | Elect Director Jodi Taylor           | Mgmt      | For      | For              |
| 1j              | Elect Director Dawn Willoughby       | Mgmt      | For      | For              |

## The J. M. Smucker Company

| 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.</i>                           |  |           |          |                  |

## The Monogatari Corp.

|                                 |                                   |                               |
|---------------------------------|-----------------------------------|-------------------------------|
| <b>Meeting Date:</b> 09/25/2024 | <b>Country:</b> Japan             | <b>Ticker:</b> 3097           |
|                                 | <b>Meeting Type:</b> Annual       |                               |
|                                 | <b>Primary ISIN:</b> JP3922930007 | <b>Primary SEDOL:</b> B2PWSL1 |

| 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 Kato, Hisayuki                                 | Mgmt      | For      | For              |
| 2.2             | Elect Director Okada, Masamichi                               | Mgmt      | For      | For              |
| 2.3             | Elect Director Tsudera, Tsuyoshi                              | Mgmt      | For      | For              |
| 2.4             | Elect Director Kimura, Koji                                   | Mgmt      | For      | For              |
| 2.5             | Elect Director Nishikawa, Yukitaka                            | Mgmt      | For      | For              |
| 2.6             | Elect Director Yasuda, Kana                                   | Mgmt      | For      | For              |
| 2.7             | Elect Director Kurashima, Kaoru                               | Mgmt      | For      | For              |
| 3               | Appoint Statutory Auditor Shirai, Toshinori                   | Mgmt      | For      | For              |

## Transcat, Inc.

|                                 |                                   |                               |
|---------------------------------|-----------------------------------|-------------------------------|
| <b>Meeting Date:</b> 09/11/2024 | <b>Country:</b> USA               | <b>Ticker:</b> TRNS           |
|                                 | <b>Meeting Type:</b> Annual       |                               |
|                                 | <b>Primary ISIN:</b> US8935291075 | <b>Primary SEDOL:</b> 2901714 |

| Proposal Number  | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 1.1  | Elect Director Craig D. Cairns                                 | Mgmt      | For      | For              |
| 1.2  | Elect Director Oksana S. Dominach                              | Mgmt      | For      | For              |
| 1.3  | Elect Director Lee D. Rudow                                    | 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. 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. 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 Freed Maxick CPAs, 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>   |  |           |          |                  |
| 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>  |  |           |          |                  |

# Trimble Inc.

**Meeting Date:** 09/30/2024

**Country:** USA

**Ticker:** TRMB

**Meeting Type:** Annual

**Primary ISIN:** US8962391004

**Primary SEDOL:** 2903958

| Proposal Number | Proposal Text                        | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--------------------------------------|-----------|----------|------------------|
| 1.1             | Elect Director James C. Dalton       | Mgmt      | For      | For              |
| 1.2             | Elect Director Borje Ekholm          | Mgmt      | For      | For              |
| 1.3             | Elect Director Kaigham (Ken) Gabriel | Mgmt      | For      | For              |

## Trimble Inc.

| Proposal Number   | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|---|--|-----------|----------|------------------|
| 1.4   | Elect Director Meaghan Lloyd                                   | 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 Ronald S. Nersesian                             | Mgmt      | For      | For              |
| 1.6   | Elect Director Robert G. Painter                               | Mgmt      | For      | For              |
| 1.7   | Elect Director Mark S. Peek                                    | Mgmt      | For      | For              |
| 1.8   | Elect Director Kara Sprague                                    | Mgmt      | For      | For              |
| 1.9   | Elect Director Thomas Sweet                                    | Mgmt      | For      | For              |
| 1.10  | Elect Director Johan Wibergh                                   | 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. 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 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   | Amend Omnibus Stock Plan                                       | Mgmt      | For      | For              |

## TSURUHA Holdings, Inc.

**Meeting Date:** 08/09/2024

**Country:** Japan

**Ticker:** 3391

**Meeting Type:** Annual

**Primary ISIN:** JP3536150000

**Primary SEDOL:** B0MKZN5

| Proposal Number | Proposal Text                            | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1               | Amend Articles to Change Fiscal Year End | Mgmt      | For      | For              |
| 2.1             | Elect Director Tsuruha, Jun              | Mgmt      | For      | For              |
| 2.2             | Elect Director Murakami, Shoichi         | Mgmt      | For      | For              |
| 2.3             | Elect Director Yahata, Masahiro          | Mgmt      | For      | For              |



## TSURUHA Holdings, Inc.

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 2.4             | Elect Director Tanaka, Wakana                                   | Mgmt      | For      | For              |
| 2.5             | Elect Director Okuno, Hiroshi                                   | Mgmt      | For      | For              |
| 2.6             | Elect Director Toyama, Kazuto                                   | Mgmt      | For      | For              |
| 3               | Elect Director and Audit Committee Member Asada, Tatsuchi       | Mgmt      | For      | For              |
| 4               | Appoint Deloitte Touche Tohmatsu LLC as New External Audit Firm | Mgmt      | For      | For              |

## UMB Financial Corporation

**Meeting Date:** 08/06/2024

**Country:** USA

**Ticker:** UMBF

**Meeting Type:** Special

**Primary ISIN:** US9027881088

**Primary SEDOL:** 2918510

| Proposal Number | Proposal Text                          | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1               | Increase Authorized Common Stock       | Mgmt      | For      | For              |
| 2               | Issue Shares in Connection with Merger | Mgmt      | For      | For              |
| 3               | Adjourn Meeting                        | Mgmt      | For      | For              |

## UMS Holdings Limited

**Meeting Date:** 09/04/2024

**Country:** Singapore

**Ticker:** 558

**Meeting Type:** Extraordinary Shareholders

**Primary ISIN:** SG1J94892465

**Primary SEDOL:** 6353366

| Proposal Number | Proposal Text   | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 1               | Approve Change of Company Name to UMS Integration Limited | Mgmt      | For      | For              |

## Universal Entertainment Corp.

**Meeting Date:** 09/19/2024

**Country:** Japan

**Ticker:** 6425

**Meeting Type:** Special

**Primary ISIN:** JP3126130008

**Primary SEDOL:** 6126892

## Universal Entertainment Corp.

| Proposal Number | Proposal Text                  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--------------------------------|-----------|----------|------------------|
| 1               | Elect Director Okada, Tomohiro | Mgmt      | For      | For              |
| 2               | Remove Director Fujimoto, Jun  | Mgmt      | For      | Abstain          |

*Voter Rationale: An ABSTAIN vote is recommended because: - This item was withdrawn.*

## Uranium Energy Corp.

|                                 |                                   |                               |
|---------------------------------|-----------------------------------|-------------------------------|
| <b>Meeting Date:</b> 07/16/2024 | <b>Country:</b> USA               | <b>Ticker:</b> UEC            |
|                                 | <b>Meeting Type:</b> Annual       |                               |
|                                 | <b>Primary ISIN:</b> US9168961038 | <b>Primary SEDOL:</b> B0VLLY2 |

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1.1             | Elect Director Amir Adnani   | 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 Spencer Abraham   | Mgmt      | For      | For              |
| 1.3             | Elect Director David Kong  | 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 Vincent Della Volpe   | 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 Gloria Ballesta   | 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 Trecia Canty  | Mgmt      | For      | For              |
| 2               | Ratify PricewaterhouseCoopers LLP as Auditors  | Mgmt      | For      | For              |
| 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               | 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. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>    |           |          |                  |

# Verint Systems Inc.

Meeting Date: 07/10/2024

Country: USA

Ticker: VRNT

Meeting Type: Annual

Primary ISIN: US92343X1000

Primary SEDOL: 2849193

| Proposal Number | Proposal Text                            | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1.1             | Elect Director Dan Bodner                | Mgmt      | For      | For              |
| 1.2             | Elect Director Linda Crawford            | Mgmt      | For      | For              |
| 1.3             | Elect Director Reid French               | Mgmt      | For      | For              |
| 1.4             | Elect Director Stephen Gold              | Mgmt      | For      | For              |
| 1.5             | Elect Director William Kurtz             | Mgmt      | For      | For              |
| 1.6             | Elect Director Andrew Miller             | Mgmt      | For      | For              |
| 1.7             | Elect Director Richard Nottenburg        | Mgmt      | For      | For              |
| 1.8             | Elect Director Kristen Robinson          | Mgmt      | For      | For              |
| 1.9             | Elect Director Yvette Smith              | Mgmt      | For      | For              |
| 1.10            | Elect Director Jason Wright              | 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 |
|---|--|------|-----|-----|

*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.*

# VF Corporation

Meeting Date: 07/23/2024

Country: USA

Ticker: VFC

Meeting Type: Annual

Primary ISIN: US9182041080

Primary SEDOL: 2928683

| Proposal Number | Proposal Text                     | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|-----------------------------------|-----------|----------|------------------|
| 1a              | Elect Director Richard T. Carucci | Mgmt      | For      | For              |
| 1b              | Elect Director Alexander K. Cho   | Mgmt      | For      | For              |
| 1c              | Elect Director Juliana L. Chugg   | Mgmt      | For      | For              |

# VF Corporation

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1d              | Elect Director Bracken Darrell                                 | Mgmt      | For      | For              |
| 1e              | Elect Director Trevor A. Edwards                               | Mgmt      | For      | For              |
| 1f              | Elect Director Mindy F. Grossman                               | Mgmt      | For      | For              |
| 1g              | Elect Director Mark S. Hoplamazian                             | Mgmt      | For      | For              |
| 1h              | Elect Director Laura W. Lang                                   | Mgmt      | For      | For              |
| 1i              | Elect Director W. Rodney McMullen                              | Mgmt      | For      | For              |
| 1j              | Elect Director Clarence Otis, Jr.                              | Mgmt      | For      | For              |
| 1k              | Elect Director Carol L. Roberts                                | Mgmt      | For      | For              |
| 1l              | Elect Director Matthew J. Shattock                             | Mgmt      | For      | For              |
| 1m              | Elect Director Kirk C. Tanner                                  | 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 company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which 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 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. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which 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 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.*

# Viasat, Inc.

**Meeting Date:** 09/05/2024

**Country:** USA

**Ticker:** VSAT

**Meeting Type:** Annual

**Primary ISIN:** US92552V1008

**Primary SEDOL:** 2946243

| Proposal Number | Proposal Text               | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|-----------------------------|-----------|----------|------------------|
| 1a              | Elect Director John Stenbit | Mgmt      | For      | Withhold         |

## Viasat, 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.</i>  |  |           |          |                  |
| 1b  | Elect Director Andrew Sukawaty                                 | Mgmt      | For      | For              |
| 1c  | Elect Director Theresa Wise                                    | 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. 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> |  |           |          |                  |

## Wave Life Sciences Ltd.

**Meeting Date:** 08/06/2024

**Country:** Singapore

**Ticker:** WVE

**Meeting Type:** Annual

**Primary ISIN:** SG9999014716

**Primary SEDOL:** BYZG9R0

| Proposal Number  | Proposal Text                      | Proponent | Mgmt Rec | Vote Instruction |
|--|------------------------------------|-----------|----------|------------------|
| 1a   | Elect Director Paul B. Bolno       | Mgmt      | For      | For              |
| 1b   | Elect Director Mark H. N. Corrigan | Mgmt      | For      | For              |
| 1c   | 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.</i> |                                    |           |          |                  |
| 1d   | Elect Director Peter Kolchinsky    | Mgmt      | For      | For              |
| 1e   | Elect Director Adrian Rawcliffe    | Mgmt      | For      | For              |
| 1f   | Elect Director Ken Takanashi       | Mgmt      | For      | For              |
| 1g   | Elect Director Aik Na Tan          | Mgmt      | For      | For              |
| 1h   | Elect Director Gregory L. Verdine  | Mgmt      | For      | For              |
| 1i   | Elect Director Heidi L. Wagner     | 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>   |                                    |           |          |                  |

## Wave Life Sciences Ltd.

| 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              |
| 3   | Approve Non-Employee Directors' Compensation                               | Mgmt      | For      | For              |
| 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 three-year average burn rate 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></p>  |  |           |          |                  |
| 5   | Approve Issuance of Shares 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   | 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> |  |           |          |                  |

## Webjet Limited

**Meeting Date:** 08/29/2024

**Country:** Australia

**Ticker:** WEB

**Meeting Type:** Annual

**Primary ISIN:** AU000000WEB7

**Primary SEDOL:** 6015815

| Proposal Number  | Proposal Text                          | Proponent | Mgmt Rec | Vote Instruction |
|--|--|-----------|----------|------------------|
| 1  | 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 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.</i></p> |  |           |          |                  |
| 2  | Elect Roger Sharp 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.</i></p>  |  |           |          |                  |
| 3  | Elect Denise McComish as Director      | Mgmt      | For      | For              |
| 4  | Approve Grant of Rights to John Guscic | Mgmt      | For      | For              |

# Webjet Limited

Meeting Date: 09/17/2024

Country: Australia

Ticker: WEB

Meeting Type: Extraordinary Shareholders

Primary ISIN: AU000000WEB7

Primary SEDOL: 6015815

| Proposal Number | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|--|-----------|----------|------------------|
| 1               | Approve the Demerger Resolution                                | Mgmt      | For      | For              |
| 2               | Approve the Change of Company Name to WEB Travel Group Limited | Mgmt      | For      | For              |
| 3               | Approve Grant of Webjet Rights to John Guscic                  | Mgmt      | For      | For              |

# Worthington Enterprises, Inc.

Meeting Date: 09/24/2024

Country: USA

Ticker: WOR

Meeting Type: Annual

Primary ISIN: US9818111026

Primary SEDOL: 2981932

| Proposal Number   | Proposal Text  | Proponent | Mgmt Rec | Vote Instruction |
|---|--|-----------|----------|------------------|
| 1a  | Elect Director John B. Blystone                                | 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 Mark C. Davis                                   | Mgmt      | For      | For              |
| 1c  | Elect Director John H. McConnell, II                           | Mgmt      | For      | For              |
| 1d  | Elect Director B. Andrew ("Andy") Rose                         | 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> |  |           |          |                  |
| 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. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which 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 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>  |  |           |          |                  |

Meeting Date: 08/22/2024

Country: New Zealand

Ticker: XRO

Meeting Type: Annual

Primary ISIN: NZXROE0001S2

Primary SEDOL: B8P4LP4

| Proposal Number | Proposal Text                                       | Proponent | Mgmt Rec | Vote Instruction |
|-----------------|---|-----------|----------|------------------|
| 1               | Authorize Board to Fix Remuneration of the Auditors | Mgmt      | For      | For              |
| 2               | Elect Steven Aldrich as Director                    | Mgmt      | For      | For              |
| 3               | Elect Dale Murray as Director                       | Mgmt      | For      | For              |
| 4               | Approve Remuneration Report                         | Mgmt      | None     | Against          |

*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.*



## Contact Us

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