

# **Voting summary**

April 2021

Date range covered: 04/01/2021 to 04/30/2021

#### **Beiersdorf AG**

Meeting Date: 04/01/2021

Country: Germany

Meeting Type: Annual

Ticker: BEI

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2020 (Non-Voting)		
2	Approve Allocation of Income and Dividends of EUR 0.70 per Share	For	For
3	Approve Discharge of Management Board for Fiscal Year 2020	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2020	For	For
5	Ratify Ernst & Young GmbH as Auditors for Fiscal Year 2021	For	For
6	Approve Remuneration Policy	For	For
7	Approve Remuneration of Supervisory Board	For	For

### **Ciena Corporation**

Meeting Date: 04/01/2021

Country: USA

Meeting Type: Annual

Ticker: CIEN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Hassan M. Ahmed	For	For
1b	Elect Director Bruce L. Claflin	For	For
1c	Elect Director T. Michael Nevens	For	For
1d	Elect Director Patrick T. Gallagher	For	For
2	Amend Qualified Employee Stock Purchase Plan	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **Deutsche Telekom AG**

Meeting Date: 04/01/2021 Country: Germany

Meeting Type: Annual

Ticker: DTE

Proposal			
Number	Proposal Text	Mgmt Rec	Vote Instruction
	Management Proposals		
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2020 (Non-Voting)		
2	Approve Allocation of Income and Dividends of EUR 0.60 per Share	For	For
3	Approve Discharge of Management Board for Fiscal Year 2020	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2020	For	For
5.1	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2021	For	For
5.2	Ratify PricewaterhouseCoopers GmbH as Auditors for the 2021 Interim Financial Statements	For	For
5.3	Ratify PricewaterhouseCoopers GmbH as Auditors for the First Quarter of Fiscal Year 2021	For	For
5.4	Ratify PricewaterhouseCoopers GmbH as Auditors for the Third Quarter of Fiscal Year 2021 and First Quarter of Fiscal Year 2022	For	For
6	Elect Helga Jung to the Supervisory Board	For	For
7	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	For	For
8	Authorize Use of Financial Derivatives when Repurchasing Shares	For	For
9	Approve Remuneration Policy	For	Against
	Blended Rationale: A vote AGAINST this resolution is warranted discretion via extraordinary bonuses and a modifier under the S		ne for
10	Approve Remuneration of Supervisory Board	For	For
	Shareholder Proposal Submitted by Deutsche Schutzvereinigung fuer Wertpapierbesitz e.V. (DSW)		
11	Amend Articles Re: Shareholders' Right to	Against	For

Blended Rationale: A vote FOR this proposal is warranted because the proposed article amendment would have a positive impact on shareholder rights.

Date range covered: 04/01/2021 to 04/30/2021

### **Forbo Holding AG**

Meeting Date: 04/01/2021 Country: Switzerland

Meeting Type: Annual Ticker: FORN

Proposal			Vote
Proposal Number	Proposal Text	Mgmt Rec	Instruct
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Discharge of Board and Senior Management	For	For
3	Approve Allocation of Income and Dividends of CHF 20.00 per Share	For	For
4.1	Approve Remuneration Report	For	For
4.2	Approve Remuneration of Directors in the Amount of CHF 4.6 Million	For	For
4.3	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 2.5 Million	For	For
4.4	Approve Short-Term Variable Remuneration of Executive Committee in the Amount of CHF 150,000	For	For
4.5	Approve Long-Term Remuneration of Executive Committee in the Amount of CHF 500,000	For	For
5.1	Reelect This Schneider as Director and Board Chairman	For	For
5.2	Reelect Peter Altorfer as Director	For	Against
	Blended Rationale: Votes AGAINST Peter Altorfer (Item 5.2) and establish a majority independent audit committee and because	, ,	e to
5.3	Reelect Michael Pieper as Director	For	For
5.4	Reelect Claudia Coninx-Kaczynski as Director	For	For
5.5	Reelect Reto Mueller as Director	For	For
5.6	Reelect Vincent Studer as Director	For	Against
	Blended Rationale: Votes AGAINST Peter Altorfer (Item 5.2) and establish a majority independent audit committee and because		e to
6.1	Reappoint Peter Altorfer as Member of the Compensation Committee	For	Against
	Blended Rationale: Compensation committee Elections (Items 6 Altorder and Michael Pieper are warranted due to the failure to		Peter
6.2	Reappoint Claudia Coninx-Kaczynski as Member of the Compensation Committee	For	For
6.3	Reappoint Michael Pieper as Member of the Compensation Committee	For	Against

Blended Rationale: Compensation committee Elections (Items 6.1 and 6.3) Votes against the non-independent nominees Peter Altorder and Michael Pieper are warranted due to the failure to establish a majority-independent committee.

Date range covered: 04/01/2021 to 04/30/2021

### **Forbo Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7	Ratify KPMG AG as Auditors	For	For
8	Designate Rene Peyer as Independent Proxy	For	For
9	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

#### **OZ Minerals Ltd.**

Meeting Date: 04/01/2021

Country: Australia

Meeting Type: Annual

Ticker: OZL

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
2	Elect Peter Wasow as Director	For	For
3	Approve Remuneration Report	For	For
4	Approve Long Term Incentive Grant of Performance Rights to Andrew Cole	For	For
5	Approve Short Term Incentive Grant of Performance Rights to Andrew Cole	For	For

### **Schweiter Technologies AG**

Meeting Date: 04/01/2021

Country: Switzerland

Meeting Type: Annual

Ticker: SWTQ

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Open Meeting		
2	Receive Report on Fiscal Year 2020 (Non-Voting)		
3	Accept Financial Statements and Statutory Reports	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Schweiter Technologies AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4	Approve Remuneration Report (Non-Binding)	For	Against
	Blended Rationale: A vote AGAINST the remuneration report is bonus vest in less than three years Only limited disclosure is p corresponding payouts.		
5	Approve Discharge of Board and Senior Management	For	For
6	Approve Allocation of Income and Dividends of CHF 40 per Share	For	For
7.1.1	Reelect Heinz Baumgartner as Director	For	For
7.1.2	Reelect Vanessa Frey as Director	For	For
7.1.3	Reelect Jacques Sanche as Director	For	For
7.1.4	Reelect Lars van der Haegen as Director	For	For
7.1.5	Reelect Beat Siegrist as Director and Board Chairman	For	For
7.2.1	Elect Daniel Bossard as Director	For	For
7.2.2	Elect Stephan Widrig as Director	For	For
7.3.1	Reappoint Jacques Sanche as Member of the Compensation Committee	For	For
7.3.2	Reappoint Vanessa Frey as Member of the Compensation Committee	For	Against
	Blended Rationale: Votes AGAINST the non-independent nomin failure to establish a majority-independent committee.	ees, Beat Siegrist and Vanessa Frey, are warranted	due to the
7.3.3	Reappoint Beat Siegrist as Member of the Compensation Committee	For	Against
	Blended Rationale: Votes AGAINST the non-independent nomin failure to establish a majority-independent committee.	ees, Beat Siegrist and Vanessa Frey, are warranted	due to the
7.4	Designate Proxy Voting Services GmbH as Independent Proxy	For	For
7.5	Ratify KPMG AG as Auditors	For	For
8.1	Approve Remuneration of Directors in the Amount of CHF 1.1 Million	For	For
8.2	Approve Remuneration of Executive Committee in the Amount of CHF 4 Million	For	For
9	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

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#### **SES SA**

Meeting Date: 04/01/2021 Country: Luxembourg

Meeting Type: Annual Ticker: SESG

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
	Annual Meeting Agenda				
1	Attendance List, Quorum, and Adoption of Agenda				
2	Accept Nomination of One Secretary and Two Meeting Scrutineers				
3	Receive Board's Report				
4	Receive Explanations on Main Developments During FY 2020 and the Outlook				
5	Receive Information on 2020 Financial Results				
6	Receive Auditor's Report				
7	Approve Financial Statements	For	For		
8	Approve Allocation of Income	For	For		
9	Approve Discharge of Directors	For	For		
10	Fix Number of Directors	For	For		
11.1	Reelect Serge Allegrezza as B Director	For	For		
11.2	Reelect Katrin Wehr-Seiter as A Director	For	For		
12	Approve Remuneration Policy	For	Against		
	Blended Rationale: A vote AGAINST is warranted because- The overall remuner practice;- The LTI plan partially allows for partial vesting before the third annive third anniversary);- There is no disclosure on what is measured under the personal partial versus third anniversary);-	ersary (1/2 of the option grant vests before the			
13	Approve Remuneration of Directors	For	For		
14	Approve Remuneration Report	For	Against		
	Blended Rationale: A vote AGAINST is warranted, because:- The level of disclosure too poor to determine how the performance-based awards are granted. This is mainly due to the lack of targets and undisclosed actual performance for STIs and LTIs The company has not disclosed individual remuneration levels for the executive directors.				
15	Approve Auditors and Authorize Board to Fix Their Remuneration	For	For		
16	Approve Share Repurchase	For	For		
17	Transact Other Business (Non-Voting)				

Date range covered: 04/01/2021 to 04/30/2021

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

Meeting Date: 04/01/2021

Country: Canada

Meeting Type: Annual

Ticker: TD

roposal			Vote
umber	Proposal Text	Mgmt Rec	Instruction
1.1	Elect Director Amy W. Brinkley	For	For
1.2	Elect Director Brian C. Ferguson	For	For
1.3	Elect Director Colleen A. Goggins	For	For
1.4	Elect Director Jean-Rene Halde	For	For
1.5	Elect Director David E. Kepler	For	For
1.6	Elect Director Brian M. Levitt	For	For
1.7	Elect Director Alan N. MacGibbon	For	For
1.8	Elect Director Karen E. Maidment	For	For
1.9	Elect Director Bharat B. Masrani	For	For
1.10	Elect Director Irene R. Miller	For	For
1.11	Elect Director Nadir H. Mohamed	For	For
1.12	Elect Director Claude Mongeau	For	For
1.13	Elect Director Joe Natale	For	For
1.14	Elect Director S. Jane Rowe	For	For
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	For	For
3	Advisory Vote on Executive Compensation Approach	For	For
	Shareholder Proposals		
4	SP 1: Produce a Report on Loans Made by the Bank in Support of the Circular Economy	Against	For
5	SP 2: Adopt a Diversity Target Higher than 40% for the Composition of the Board of Directors for the Next Five Years	Against	Against

### **Globant SA**

**Meeting Date:** 04/02/2021

Country: Luxembourg

Meeting Type: Annual

Ticker: GLOB

Date range covered: 04/01/2021 to 04/30/2021

### **Globant SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
	Annual Meeting Agenda				
1	Receive Board's and Auditor's Reports				
2	Approve Consolidated Financial Statements and Statutory Reports	For	For		
3	Approve Financial Statements	For	For		
4	Approve Allocation of Loss	For	For		
5	Approve Discharge of Directors	For	For		
6	Approve Remuneration of Directors	For	For		
7	Appoint PricewaterhouseCoopers, Societe Cooperative as Auditor for Annual Accounts and EU IFRS Consolidated Accounts	For	For		
8	Appoint Price Waterhouse & Co. S.R.L. as Auditor for IFRS Consolidated Accounts	For	For		
9	Reelect Martin Migoya as Director	For	Against		
	Blended Rationale: A vote FOR the (re)elections of Philip Odeen, Richard Haythornthwaite, and Maria Pinelli is warranted because:- The nominees are elected for a period not exceeding four years;- The candidates appear to possess the necessary qualifications for board membership; and- Sufficient independent among its members. A vote AGAINST the reelection of Martin Migoya, under Item 9 is warranted, because the company is not compliant with the chair/CEO policy, and more specifically:- The company has not stated the joint chairman/CEO structure would be abandoned in the near future;- The nominee is serving for a full three-year term, not on an interim basis; and- There is no disclosure on CEO succession planning at this time.				
10	Reelect Philip Odeen as Director	For	For		
11	Reelect Richard Haythornthwaite as Director	For	For		
12	Elect Maria Pinelli as Director	For	For		
13	Approve Globant S.A. 2021 Employee Stock Purchase Plan	For	For		

### **Broadcom Inc.**

Meeting Date: 04/05/2021 Country: USA

Meeting Type: Annual

Ticker: AVGO

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Diane M. Bryant	For	For
1b	Elect Director Gayla J. Delly	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Broadcom Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1c	Elect Director Raul J. Fernandez	For	For
1d	Elect Director Eddy W. Hartenstein	For	For
1e	Elect Director Check Kian Low	For	For
1f	Elect Director Justine F. Page	For	For
1g	Elect Director Henry Samueli	For	For
1h	Elect Director Hock E. Tan	For	For
1i	Elect Director Harry L. You	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For
3	Amend Omnibus Stock Plan	For	Against
	Blended Rationale: Based on evaluation of the estimated cost, plan features, and Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following three-year average burn rate is excessive- The plan permits liberal recycling of sh	key factors:- The plan cost is excessive- The	
4	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

### **PTT Global Chemical Plc**

Meeting Date: 04/05/2021 Country: Thailand

Meeting Type: Annual Ticker: PTTGC

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Financial Statements, Acknowledge Operating Results and Recommendation for the Company's Business Plan	For	For
2	Approve Allocation of Income and Dividend Payment	For	For
3.1	Elect Piyasvasti Amranand as Director	For	For
3.2	Elect Somkit Lertpaithoon as Director	For	For
3.3	Elect Pakorn Nilprapunt as Director	For	For
3.4	Elect Nithi Chungcharoen as Director	For	For
3.5	Elect Disathat Panyarachun as Director	For	For
4	Approve Remuneration of Directors	For	For
5	Approve Deloitte Touche Tohmatsu Jaiyos Audit Company Limited as Auditors and Authorize Board to Fix Their Remuneration	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **PTT Global Chemical Plc**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
6	Other Business	For	Against

Blended Rationale: A vote AGAINST this resolution is warranted given the lack of information.

### **Adani Ports & Special Economic Zone Limited**

Meeting Date: 04/06/2021

Country: India

Meeting Type: Special

Ticker: 532921

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Issuance of Equity Shares to Windy Lakeside Investment Ltd on Preferential Basis	For	For

### **FirstService Corporation**

Meeting Date: 04/06/2021

Country: Canada

Meeting Type: Annual/Special

Ticker: FSV

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Brendan Calder	For	For
1b	Elect Director Bernard I. Ghert	For	For
1c	Elect Director Jay S. Hennick	For	For
1d	Elect Director D. Scott Patterson	For	For
1e	Elect Director Frederick F. Reichheld	For	For
1f	Elect Director Joan Eloise Sproul	For	For
1g	Elect Director Michael Stein	For	For
1h	Elect Director Erin J. Wallace	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	For	For
3	Amend Stock Option Plan	For	Against

Blended Rationale: Based on evaluation of the estimated cost, plan features, grant practices, and overriding negative factors using the Equity Plan Score Card (EPSC), vote AGAINST this stock option plan due to the following key factor(s):- The plan provides for discretionary non-employee director participation;

Date range covered: 04/01/2021 to 04/30/2021

### **FirstService Corporation**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4	Advisory Vote on Executive Compensation Approach	For	For

# **Polyphor AG**

Meeting Date: 04/06/2021

Country: Switzerland

Meeting Type: Annual

Ticker: POLN

Proposal			Vote		
Number	Proposal Text	Mgmt Rec	Instruct		
1	Accept Financial Statements and Statutory Reports	For	For		
2	Approve Treatment of Net Loss	For	For		
3	Approve Discharge of Board and Senior Management	For	For		
4	Approve CHF 22 Million Reduction in Share Capital via Reduction of Nominal Value	For	For		
5	Approve Increase in Conditional Capital for Employee Benefit	For	Against		
	Blended Rationale: A vote AGAINST this resolution is warranted bed vesting period for options is less than three years.	cause:- Non-executive directors participate in	the plan The		
6.1	Reelect Kuno Sommer as Director and Board Chairman	For	For		
6.2	Reelect Bernard Bollag as Director	For	For		
6.3	Reelect Silvio Inderbitzin as Director	For	Against		
	Blended Rationale: Board elections (Items 6.1-6.5)Votes AGAINST incumbent Nominating Committee chair Silvio Inderbitzin are warranted for lack of gender diversity on the board. A vote FOR the remaining nominees is warranted. Compensation committee elections (Items 9.1-9.3)A vote AGAINST Silvio Inderbitzin is warranted as his election to the board does not warrant support. A vote FOR the remaining nominees is warranted.				
6.4	Reelect Andreas Wallnoefer as Director	For	For		
6.5	Elect Hugh O'Dowd as Director	For	For		
7	Ratify Ernst & Young AG as Auditors	For	For		
8	Designate Marius Meier as Independent Proxy	For	For		
9.1	Appoint Silvio Inderbitzin as Member of the Compensation Committee	For	Against		

Blended Rationale: Board elections (Items 6.1-6.5)Votes AGAINST incumbent Nominating Committee chair Silvio Inderbitzin are warranted for lack of gender diversity on the board.A vote FOR the remaining nominees is warranted.Compensation committee elections (Items 9.1-9.3)A vote AGAINST Silvio Inderbitzin is warranted as his election to the board does not warrant support.A vote FOR the remaining nominees is warranted.

Date range covered: 04/01/2021 to 04/30/2021

### **Polyphor AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
9.2	Appoint Kuno Sommer as Member of the Compensation Committee	For	For
9.3	Appoint Andreas Wallnoefer as Member of the Compensation Committee	For	For
10.1	Approve Fixed Remuneration of Directors in the Amount of CHF 265,250	For	For
10.2	Approve Equity Based Remuneration of Directors in the Amount of CHF 266,352	For	Against
	Blended Rationale: Fixed compensation (Item 10.1)A vote FOR market practice. Equity-based compensation (Item 10.2)A vote stock options.	, ,	ieive
	Approve Remuneration of Executive	For	For
10.3	Committee in the Amount of CHF 2.6 Million		
10.3	· ·	For	Against
10.4	Committee in the Amount of CHF 2.6 Million  Approve Equity Based Remuneration of Executive Committee in the Amount of CHF	this item is warranted because the proposal appears to be uity-based compensation (Item 10.4)A vote AGAINST is	

the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these any new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

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

Meeting Date: 04/07/2021 Country: USA

Meeting Type: Special

Ticker: AMD

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

#### **Alinma Bank**

Meeting Date: 04/07/2021 Country: Saudi Arabia

> Meeting Type: Annual Ticker: 1150

Date range covered: 04/01/2021 to 04/30/2021

### **Alinma Bank**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Ordinary Business	<b>y</b> <del></del>	
1	Accept Financial Statements and Statutory Reports for FY 2020	For	For
2	Approve Board Report on Company Operations for FY 2020	For	For
3	Approve Auditors' Report on Company Financial Statements for FY 2020	For	For
4	Approve Discharge of Directors for FY 2020	For	For
5	Approve Dividends of SAR 0.30 Per Share for FY 2020	For	For
6	Ratify Auditors and Fix Their Remuneration for Q1,Q2,Q3 and Annual Statement of FY 2021	For	For
7	Approve Remuneration of Directors of SAR 6,508,000 for FY 2020	For	For
8	Approve Interim Dividends Semi Annually or Quarterly for FY 2021	For	For
9	Amend Succession Policy for the Membership of the Board of Directors and its Committees	For	For
10	Amend Nomination and Remunerations Charter	For	For
11	Amend Candidacy to the Membership of the Board of Directors Charter	For	For
12	Amend Board, Board Committees, Secretariat and Executive Committee Compensations and Allowances Policy	For	For
13	Amend Shariah Committee Charter	For	For
14	Amend Audit Committee Charter	For	For
15	Elect Sharia Supervisory Board Members (Bundled)	For	For
16	Allow Mutlaq Al Mureishid to Be Involved with Other Companies	For	For
17	Amend Article 3 of Bylaws Re: Corporate Purposes	For	For
18	Amend Article 4 of Bylaws Re: Establishment of Companies	For	For
19	Amend Article 6 of Bylaws Re: Company Headquarter	For	For
20	Amend Article 9 of Bylaws Re: Shares	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Alinma Bank**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
21	Amend Article 11 of Bylaws Re: Trading Method	For	For
22	Amend Article 12 of Bylaws Re: Share Lien	For	For
23	Amend Article 13 of Bylaws Re:Capital Increase	For	For
24	Amend Article 14 of Bylaws Re: Capital Reduction	For	For
25	Amend Article 15 of Bylaws Re: Share Purchase	For	For
26	Amend Article 16 of Bylaws Re: Bond Issuance	For	For
27	Amend Article 18 of Bylaws Re: Management	For	For
28	Amend Article 19 of Bylaws Re: Membership Expiry	For	For
29	Amend Article 20 of Bylaws Re: Authorities	For	For
30	Amend Article 21 of Bylaws Re: Board Committees	For	For
31	Amend Article 22 of Bylaws Re: Executive Committee	For	For
32	Amend Article 23 of Bylaws Re: Audit Committee	For	For
33	Amend Article 24 of Bylaws Re: Board Remuneration	For	For
34	Amend Article 25 of Bylaws Re: Chairman of the Board	For	For
35	Amend Article 26 of Bylaws Re: Board Meetings	For	For
36	Amend Article 27 of Bylaws Re: Board Meetings Quorum	For	For
37	Amend Article 28 of Bylaws Re: Board Resolution	For	For
38	Amend Article 32 of Bylaws Re: Extraordinary General Assembly	For	For
39	Amend Article 33 of Bylaws Re: Convening of Shareholders? General Assemblies	For	Against
	Blended Rationale: A vote AGAINST is warranted as the proposed amendment is	not in shareholders' interest.	
40	Amend Article 35 of Bylaws Re: Quorum of Ordinary General Assemblies	For	For
41	Amend Article 36 of Bylaws Re: Quorum of Extraordinary General Assemblies	For	Against
	Blended Rationale: Due to lack of disclosure, a vote AGAINST is warranted.		
42	Amend Article 40 of Bylaws Re: General Assemblies Chairmanship	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Alinma Bank**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
43	Amend Article 42 of Bylaws Re: Access to Records	For	For
44	Amend Article 44 of Bylaws Re: Annual Budget and Board of Directors? Report	For	For
45	Amend Article 45 of Bylaws Re: Dividends Distribution	For	For
46	Amend Article 48 of Bylaws Re: Losses of the Company	For	For
47	Amend Article 50 of Bylaws Re: Company's Stamp	For	For
48	Amend Article 51 of Bylaws Re: Companies Law	For	For
49	Amend Article 53 of Bylaws Re: Filing of the Articles of Association	For	For
50	Amend Articles of Bylaws Re: Rearrange Articles of Association	For	For
51	Approve Authorization of the Board Regarding Future Related Party Transactions According to Article 71 of the Companies Law	For	For
52	Approve Related Party Transactions Re: Alinma Tokyo Marine Company	For	For

### **Bank of Montreal**

**Meeting Date:** 04/07/2021

Country: Canada

Meeting Type: Annual

Ticker: BMO

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Janice M. Babiak	For	For
1.2	Elect Director Sophie Brochu	For	For
1.3	Elect Director Craig W. Broderick	For	For
1.4	Elect Director George A. Cope	For	For
1.5	Elect Director Stephen Dent	For	For
1.6	Elect Director Christine A. Edwards	For	For
1.7	Elect Director Martin S. Eichenbaum	For	For
1.8	Elect Director David E. Harquail	For	For
1.9	Elect Director Linda S. Huber	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Bank of Montreal**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.10	Elect Director Eric R. La Fleche	For	For
1.11	Elect Director Lorraine Mitchelmore	For	For
1.12	Elect Director Madhu Ranganathan	For	For
1.13	Elect Director Darryl White	For	For
2	Ratify KPMG LLP as Auditors	For	For
3	Approve Advisory Vote on Executive Compensation Approach	For	For
	Shareholder Proposal		
Α	Issue a Report Describing a Clear Plan to Make the Greenhouse Gas Footprint of the Company, Including the Portfolio on Lending Practices, Carbon Neutral	Against	For

Blended Rationale: A vote FOR this proposal is warranted because shareholders would benefit from more disclosure on the alignment between the company's stated goals and its actions regarding corporate responsibility.

### **Clariant AG**

**Meeting Date:** 04/07/2021

Country: Switzerland

Meeting Type: Annual

Ticker: CLN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructio
1.1	Accept Financial Statements and Statutory Reports	For	For
1.2	Approve Remuneration Report	For	For
2	Approve Discharge of Board and Senior Management	For	For
3.1	Approve Allocation of Income	For	For
3.2	Approve CHF 232.4 Million Reduction in Share Capital via Reduction of Nominal Value and Repayment of CHF 0.70 per Share	For	For
4.1.a	Reelect Abdullah Alissa as Director	For	Against
	Blended Rationale: A vote AGAINST the reelection of Abdullah Al mandates at listed companies.	Issa is warranted because he holds an excessive num	ber of
4.1.b	Reelect Nader Alwehibi as Director	For	For
4.1.c	Reelect Guenter von Au as Director	For	For
4.1.d	Reelect Calum MacLean as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Clariant AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4.1.e	Reelect Thilo Mannhardt as Director	For	For
4.1.f	Reelect Geoffery Merszei as Director	For	For
4.1.g	Reelect Eveline Saupper as Director	For	For
4.1.h	Reelect Peter Steiner as Director	For	For
4.1.i	Reelect Claudia Dyckerhoff as Director	For	For
4.1.j	Reelect Susanne Wamsler as Director	For	For
4.1.k	Reelect Konstantin Winterstein as Director	For	For
4.2	Reelect Guenter von Au as Board Chairman	For	For
4.3.1	Reappoint Nader Alwehibi as Member of the Compensation Committee	For	For
4.3.2	Reappoint Eveline Saupper as Member of the Compensation Committee	For	For
4.3.3	Reappoint Claudia Dyckerhoff as Member of the Compensation Committee	For	For
4.3.4	Reappoint Konstantin Winterstein as Member of the Compensation Committee	For	For
4.4	Designate Balthasar Settelen as Independent Proxy	For	For
4.5	Ratify PricewaterhouseCoopers AG as Auditors	For	For
5.1	Approve Remuneration of Directors in the Amount of CHF 5 Million	For	For
5.2	Approve Fixed and Variable Remuneration of Executive Committee in the Amount of CHF 16 Million	For	For
6.1	Additional Voting Instructions - Board of Directors Proposals (Voting)	For	Against
	Blended Rationale: Votes AGAINST these items are warranted because:- This items shareholder to the proxy in case new voting items or counterproposals are introdes.) or the board of directors (Item 6.1); and- The content of these new items on Therefore, it is in shareholders' best interest to vote against this item on a precause.	luced at the meeting by shareholders (Item r counterproposals is not known at this time.	
6.2	Additional Voting Instructions - Shareholder Proposals (Voting)	None	Against
	Blended Rationale: Votes AGAINST these items are warranted because:- This items are warranted because:- This items shareholder to the proxy in case new voting items or counterproposals are introded.2) or the board of directors (Item 6.1); and-The content of these new items on the content of these new items on the content of the same of the content of the content of the same of the content of t	luced at the meeting by shareholders (Item r counterproposals is not known at this time.	<del></del>

# **Elbit Systems Ltd.**

Meeting Date: 04/07/2021 Country: Israel

Meeting Type: Special Ticker: ESLT

Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

Date range covered: 04/01/2021 to 04/30/2021

# **Elbit Systems Ltd.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct
1	Approve Amended Compensation Policy for the Directors and Officers of the Company	For	Against
	Blended Rationale: A vote AGAINST this proposal is warranted a based on an increased fixed pay component.	s the compensation terms allow for uncapped severanc	е рау
2	Approve Amended Employment Terms of Bezhalel Machlis, President and CEO	For	For
3a	Issue Exemption Agreements to Bezhalel Machlis, President and CEO, Michael Federmann, Chairman and David Federmann, Director (Pending Approval of Item 1)	For	For
3b	Issue Exemption Agreements to Directors/Officers Who Are Not Controller's Affiliated and/ or Their Relatives (Pending Approval of Item 1)	For	For
Α	Vote FOR if you are a controlling shareholder or have a personal interest in one or several resolutions, as indicated in the proxy card; otherwise, vote AGAINST. You may not abstain. If you vote FOR, please provide an explanation to your account manager	None	Against
	Blended Rationale: Shareholders must indicate whether they are these agenda items, or else their ballots will be disqualified.  Please Select Any Category Which Applies to You as a Shareholder or as a Holder of Power of Attorney	e controlling shareholders or have a personal interest re	lated to
B1	If you are an Interest Holder as defined in Section 1 of the Securities Law, 1968, vote FOR. Otherwise, vote against.	None	Against
	Blended Rationale: If such an item is included in the proxy card, following categories: Interest Holder as defined in Section 1 of t 37(D) of the Securities Law, 1968; Institutional Investor as defined Regulations 2009 or a Manager of a Joint Investment Trust Fund Shareholders can classify themselves by voting FOR or AGAINST	he Securities Law, 1968; Senior Officer as defined in Sened in Regulation 1 of the Supervision Financial Services If as defined in the Joint Investment Trust Law, 1994;	ection
B2	If you are a Senior Officer as defined in Section 37(D) of the Securities Law, 1968, vote FOR. Otherwise, vote against.	None	Against

Blended Rationale: If such an item is included in the proxy card, shareholders must classify themselves according to the following categories: Interest Holder as defined in Section 1 of the Securities Law, 1968; Senior Officer as defined in Section 37(D) of the Securities Law, 1968; Institutional Investor as defined in Regulation 1 of the Supervision Financial Services Regulations 2009 or a Manager of a Joint Investment Trust Fund as defined in the Joint Investment Trust Law, 1994; Shareholders can classify themselves by voting FOR or AGAINST on any of these items.

Date range covered: 04/01/2021 to 04/30/2021

#### **Elbit Systems Ltd.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
В3	If you are an Institutional Investor as defined in Regulation 1 of the Supervision Financial	None	For
	Services Regulations 2009 or a Manager of a		
	Joint Investment Trust Fund as defined in the		
	Joint Investment Trust Law, 1994, vote FOR.		
	Otherwise, vote against.		

Blended Rationale: If such an item is included in the proxy card, shareholders must classify themselves according to the following categories: Interest Holder as defined in Section 1 of the Securities Law, 1968; Senior Officer as defined in Section 37(D) of the Securities Law, 1968; Institutional Investor as defined in Regulation 1 of the Supervision Financial Services Regulations 2009 or a Manager of a Joint Investment Trust Fund as defined in the Joint Investment Trust Law, 1994; Shareholders can classify themselves by voting FOR or AGAINST on any of these items.

### **Lennar Corporation**

Meeting Date: 04/07/2021

Country: USA

Meeting Type: Annual

Ticker: LEN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructio
1a	Elect Director Amy Banse	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1b	Elect Director Rick Beckwitt	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1c	Elect Director Steven L. Gerard	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1d	Elect Director Tig Gilliam	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1e	Elect Director Sherrill W. Hudson	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1f	Elect Director Jonathan M. Jaffe	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1g	Elect Director Sidney Lapidus	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1h	Elect Director Teri P. McClure	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1i	Elect Director Stuart Miller	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		

Date range covered: 04/01/2021 to 04/30/2021

### **Lennar Corporation**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1j	Elect Director Armando Olivera	For	For
	Blended Rationale: A vote FOR the director nominees is warra	nted.	
1k	Elect Director Jeffrey Sonnenfeld	For	For
	Blended Rationale: A vote FOR the director nominees is warra	nted.	
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
	Blended Rationale: A vote FOR this proposal is warranted as p review. Despite several NEOs receiving pay levels comparable financial performance metrics.	· · ·	
3	Ratify Deloitte & Touche LLP as Auditors	For	For
	Blended Rationale: A vote FOR this proposal to ratify the auditor is warranted.		
4	Approve Recapitalization Plan for all Stock to Have One-vote per Share	Against	For
	Blended Rationale: A vote FOR the proposal is warranted, as s structure in which voting interests are better aligned with econ	· · · · · · · · · · · · · · · · · · ·	ital

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Amy Banse	For	For
1b	Elect Director Rick Beckwitt	For	For
1c	Elect Director Steven L. Gerard	For	For
1d	Elect Director Tig Gilliam	For	For
1e	Elect Director Sherrill W. Hudson	For	For
1f	Elect Director Jonathan M. Jaffe	For	For
1g	Elect Director Sidney Lapidus	For	For
1h	Elect Director Teri P. McClure	For	For
1i	Elect Director Stuart Miller	For	For
1j	Elect Director Armando Olivera	For	For
1k	Elect Director Jeffrey Sonnenfeld	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify Deloitte & Touche LLP as Auditors	For	For
4	Approve Recapitalization Plan for all Stock to Have One-vote per Share	Against	For

Blended Rationale: A vote FOR the proposal is warranted, as shareholders would benefit from a one-vote, one-share capital structure in which voting interests are better aligned with economic interests.

Date range covered: 04/01/2021 to 04/30/2021

### mobilezone holding AG

Meeting Date: 04/07/2021 Country: Switzerland

Meeting Type: Annual

Ticker: MOZN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Accept Consolidated Financial Statements and Statutory Reports	For	For
1.2	Accept Financial Statements and Statutory Reports	For	For
2	Approve Remuneration Report	For	For
3	Approve Discharge of Board and Senior Management	For	For
4.1	Approve Allocation of Income and Dividends of CHF 0.28 per Share	For	For
4.2	Approve Dividends of CHF 0.28 per Share from Capital Contribution Reserves	For	For
5.1	Approve Remuneration of Directors in the Amount of CHF 470,000	For	For
5.2	Approve Remuneration of Executive Committee in the Amount of CHF 4.3 Million	For	For
6.1.1	Elect Olaf Swantee as Director	For	For
6.1.2	Reelect Gabriela Theus as Director	For	For
6.1.3	Reelect Peter Neuenschwander as Director	For	For
6.1.4	Reelect Michael Haubrich as Director	For	For
6.2	Elect Olaf Swantee as Board Chairman	For	For
6.3.1	Appoint Olaf Swantee as Member of the Compensation Committee	For	For
6.3.2	Reappoint Peter Neuenschwander as Member of the Compensation Committee	For	For
6.3.3	Reappoint Michael Haubrich as Member of the Compensation Committee	For	For
6.4	Designate Hodgskin Rechtsanwaelte as Independent Proxy	For	For
6.5	Ratify BDO AG as Auditors	For	For
7	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

Date range covered: 04/01/2021 to 04/30/2021

### **Rockwool International A/S**

Meeting Date: 04/07/2021 Country: Denmark

Meeting Type: Annual Ticker: ROCK.B

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Receive Report of Board		
2	Receive Annual Report and Auditor's Report		
3	Accept Financial Statements and Statutory Reports; Approve Discharge of Management and Board	For	For
4	Approve Remuneration Report (Advisory Vote)	For	Against
	Blended Rationale: A vote AGAINST this item is warranted become not have any performance conditions attached to them.	ause awards granted and vested under the company's LTI.	P do
5	Approve Remuneration of Directors for 2021/2022	For	For
6	Approve Allocation of Income and Dividends of DKK 32.00 Per Share	For	For
7.a	Reelect Carsten Bjerg as Director	For	For
7.b	Reelect Rebekka Glasser Herlofsen as Director	For	Abstain
	Blended Rationale: A vote FOR candidates under Items 7.a. an suitability of these individuals in particular. A vote ABSTAIN for overboarded.		
7.c	Elect Carsten Kahler as New Director	For	For
7.d	Reelect Thomas Kahler as Director	For	For
7.e	Reelect Andreas Ronken as Director	For	For
7.f	Reelect Jorgen Tang-Jensen as Director	For	For
8	Ratify PricewaterhouseCoopers as Auditors	For	For
9.a	Authorize Share Repurchase Program	For	For
9.b	Approve Reduction in Share Capital via Share Cancellation	For	For
9.c.1	Allow Shareholder Meetings to be Held by Electronic Means Only	For	For
9.c2	Amend Articles Re: Voting on the Company's Remuneration Report at Annual General Meetings	For	For
	Shareholder Proposal Submitted by Timothy L. Ross		

Date range covered: 04/01/2021 to 04/30/2021

### **Rockwool International A/S**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
9.d	Assess Environmental and Community Impacts from Siting of Manufacturing Facilities	Against	For
	Blended Rationale: A vote FOR this proposal is warranted, as company's policies and practices regarding facility siting and vimanagement of risks.		
	Shareholder Proposals Submitted by Catherine Jozwik		
9.e	Disclose Report on Political Contributions	Against	For
	Blended Rationale: A vote FOR this resolution is warranted as memberships in trade associations and other political organiza contribution activities and the company's management of asso		
10	Other Business		

#### **SBM Offshore NV**

Meeting Date: 04/07/2021 Country: Netherlands

Meeting Type: Annual Ticker: SBMO

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda		
1	Open Meeting		
2	Receive Report of Management Board (Non-Voting)		
3	Receive Report of Supervisory Board (Non-Voting)		
4	Discussion on Company's Corporate Governance Structure		
5.1	Approve Remuneration Report for Management Board Members	For	For
5.2	Approve Remuneration Report for Supervisory Board Members	For	For
6	Approve Remuneration Policy for Management Board Members	For	For
7	Receive Report of Auditors (Non-Voting)		
8	Adopt Financial Statements	For	For
9	Receive Explanation on Company's Dividend Policy		
10	Approve Dividends of USD 0.89 Per Share	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **SBM Offshore NV**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
11	Approve Discharge of Management Board	For	For
12	Approve Discharge of Supervisory Board	For	For
13.1	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital	For	For
13.2	Authorize Board to Exclude Preemptive Rights from Share Issuances	For	For
14.1	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For
14.2	Approve Cancellation of Repurchased Shares	For	For
15	Reelect D.H.M. Wood to Management Board	For	For
16	Acknowledge Resignation of A.R.D. Brown and L.B.L.E. Mulliez as Supervisory Board Members		
17	Elect Ingelise Arntsen to Supervisory Board	For	For
18	Ratify PricewaterhouseCoopers Accountants N.V. as Auditors	For	For
19	Allow Questions		
20	Close Meeting		

### Schlumberger N.V.

**Meeting Date:** 04/07/2021

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

Ticker: SLB

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Patrick de La Chevardiere	For	For
1.2	Elect Director Miguel M. Galuccio	For	For
1.3	Elect Director Olivier Le Peuch	For	For
1.4	Elect Director Tatiana A. Mitrova	For	For
1.5	Elect Director Maria Moræus Hanssen	For	For
1.6	Elect Director Mark G. Papa	For	For
1.7	Elect Director Henri Seydoux	For	For
1.8	Elect Director Jeff W. Sheets	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Schlumberger N.V.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3	Adopt and Approve Financials and Dividends	For	For
4	Ratify PricewaterhouseCoopers LLP as Auditors	For	For
5	Amend Omnibus Stock Plan	For	For
6	Amend Qualified Employee Stock Purchase Plan	For	For
7	Amend Non-Employee Director Restricted Stock Plan	For	For

# Xilinx, Inc.

Meeting Date: 04/07/2021

Country: USA

Meeting Type: Special

Ticker: XLNX

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

### **Zurich Insurance Group AG**

Meeting Date: 04/07/2021

Country: Switzerland

Meeting Type: Annual

Ticker: ZURN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Accept Financial Statements and Statutory Reports	For	For
1.2	Approve Remuneration Report (Non-Binding)	For	For
2	Approve Allocation of Income and Dividends of CHF 20.00 per Share	For	For
3	Approve Discharge of Board and Senior Management	For	For
4.1a	Reelect Michel Lies as Director and Board Chairman	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Zurich Insurance Group AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4.1b	Reelect Joan Amble as Director	For	For
4.1c	Reelect Catherine Bessant as Director	For	For
4.1d	Reelect Dame Carnwath as Director	For	For
4.1e	Reelect Christoph Franz as Director	For	For
4.1f	Reelect Michael Halbherr as Director	For	For
4.1g	Reelect Jeffrey Hayman as Director (pro-forma vote as Jeffrey Hayman is not available for appointment)	For	For
4.1h	Reelect Monica Maechler as Director	For	For
4.1i	Reelect Kishore Mahbubani as Director	For	For
4.1j	Reelect Jasmin Staiblin as Director	For	For
4.1k	Reelect Barry Stowe as Director	For	For
4.11	Elect Sabine Keller-Busse as Director	For	For
4.2.1	Reappoint Michel Lies as Member of the Compensation Committee	For	For
4.2.2	Reappoint Catherine Bessant as Member of the Compensation Committee	For	For
4.2.3	Reappoint Christoph Franz as Member of the Compensation Committee	For	For
4.2.4	Reappoint Kishore Mahbubani as Member of the Compensation Committee	For	For
4.2.5	Reappoint Jasmin Staiblin as Member of the Compensation Committee	For	For
4.2.6	Appoint Sabine Keller-Busse as Member of the Compensation Committee	For	For
4.3	Designate Keller KLG as Independent Proxy	For	For
4.4	Ratify Ernst & Young AG as Auditors	For	For
5.1	Approve Remuneration of Directors in the Amount of CHF 5.9 Million	For	For
5.2	Approve Remuneration of Executive Committee in the Amount of CHF 79.8 Million	For	For
6	Approve Extension of Existing Authorized Capital Pool of CHF 4.5 Million with Partial Exclusion of Preemptive Rights and Approve Amendment to Existing Conditional Capital Pool	For	For
7	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

Date range covered: 04/01/2021 to 04/30/2021

### **Adecco Group AG**

Meeting Date: 04/08/2021 Country: Switzerland

Meeting Type: Annual

Ticker: ADEN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Accept Financial Statements and Statutory Reports	For	For
1.2	Approve Remuneration Report	For	For
2	Approve Allocation of Income and Dividends of CHF 2.50 per Share	For	For
3	Approve Discharge of Board and Senior Management	For	For
4.1	Approve Remuneration of Directors in the Amount of CHF 5.1 Million	For	For
4.2	Approve Remuneration of Executive Committee in the Amount of CHF 32 Million	For	For
5.1.1	Reelect Jean-Christophe Deslarzes as Director and Board Chairman	For	For
5.1.2	Reelect Ariane Gorin as Director	For	For
5.1.3	Reelect Alexander Gut as Director	For	For
5.1.4	Reelect Didier Lamouche as Director	For	For
5.1.5	Reelect David Prince as Director	For	For
5.1.6	Reelect Kathleen Taylor as Director	For	For
5.1.7	Reelect Regula Wallimann as Director	For	For
5.1.8	Elect Rachel Duan as Director	For	For
5.2.1	Reappoint Kathleen Taylor as Member of the Compensation Committee	For	For
5.2.2	Reappoint Didier Lamouche as Member of the Compensation Committee	For	For
5.2.3	Appoint Rachel Duan as Member of the Compensation Committee	For	For
5.3	Designate Keller KLG as Independent Proxy	For	For
5.4	Ratify Ernst & Young AG as Auditors	For	For
6	Approve Creation of CHF 815,620 Pool of Capital without Preemptive Rights	For	For
7	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

Date range covered: 04/01/2021 to 04/30/2021

### **Canadian Imperial Bank of Commerce**

Meeting Date: 04/08/2021

Country: Canada

Meeting Type: Annual

Ticker: CM

Proposal Number	Proposal Text	Mgmt Rec	Vote Instru
1.1	Elect Director Charles J. G. Brindamour	For	For
1.2	Elect Director Nanci E. Caldwell	For	For
1.3	Elect Director Michelle L. Collins	For	For
1.4	Elect Director Patrick D. Daniel	For	For
1.5	Elect Director Luc Desjardins	For	For
1.6	Elect Director Victor G. Dodig	For	For
1.7	Elect Director Kevin J. Kelly	For	For
1.8	Elect Director Christine E. Larsen	For	For
1.9	Elect Director Nicholas D. Le Pan	For	For
1.10	Elect Director Mary Lou Maher	For	For
1.11	Elect Director Jane L. Peverett	For	For
1.12	Elect Director Katharine B. Stevenson	For	For
1.13	Elect Director Martine Turcotte	For	For
1.14	Elect Director Barry L. Zubrow	For	For
2	Ratify Ernst & Young LLP as Auditors	For	For
3	Advisory Vote on Executive Compensation Approach	For	For
	Shareholder Proposal		
4	SP 1: Produce a Report on Loans Made by the Bank in Support of the Circular Economy	Against	For

Blended Rationale: A vote FOR this proposal is warranted as shareholders would benefit from additional information regarding the company's sustainability commitments and management of related risks.

#### **CCR SA**

Meeting Date: 04/08/2021

Country: Brazil

Meeting Type: Annual

Ticker: CCRO3

Date range covered: 04/01/2021 to 04/30/2021

### **CCR SA**

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	Against
	Blended Rationale: A vote AGAINST this administrative request financial statements.	is warranted in light of a qualified auditor's opinion f	for the 2020
2	Approve Allocation of Income and Dividends	For	Against
	Blended Rationale: A vote AGAINST this proposal is warranted a proposal to distribute dividends in excess of the company's net raised regarding the source of financial resources used for the other company's financial position based on its financial statement	income for the third consecutive year; and- Concern distribution of high interim dividends, as well as the a	s have been
3	Elect Mauricio Neri Godoy as Alternate Director	For	For
4	Do You Wish to Request Installation of a Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	None	For
5.1	Elect Piedade Mota da Fonseca as Fiscal Council Member and Ronaldo Pires da Silva as Alternate	For	For
5.2	Elect Adalgiso Fragoso de Faria as Fiscal Council Member and Marcelo de Andrade as Alternate	For	For
5.3	Elect Bruno Goncalves Siqueira as Fiscal Council Member and Daniel da Silva Alves as Alternate	For	For
6	Approve Remuneration of Company's Management	For	Against
	Blended Rationale: A vote AGAINST this item is warranted due remuneration and the existence of problematic pay practices.	to the lack of transparency regarding the company's	
7	Approve Remuneration of Fiscal Council Members	For	For

### **CCR SA**

Meeting Date: 04/08/2021 Co

Country: Brazil

Meeting Type: Special

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Amend Article 22 and Consolidate Bylaws	For	For

Ticker: CCRO3

Date range covered: 04/01/2021 to 04/30/2021

### **Davide Campari-Milano NV**

**Meeting Date:** 04/08/2021

**Country:** Netherlands

Meeting Type: Annual

Ticker: CPR

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda		
1	Open Meeting		
2.a	Receive Annual Report (Non-Voting)		
2.b	Approve Remuneration Report	For	For
2.c	Discussion on Company's Corporate Governance Structure		
2.d	Adopt Financial Statements	For	For
3.a	Receive Explanation on Company's Reserves and Dividend Policy		
3.b	Approve Dividends	For	For
4.a	Approve Discharge of Executive Directors	For	For
4.b	Approve Discharge of Non-Executive Directors	For	For
5	Approve Employee Share Ownership Plan	For	For
6	Approve Extra Mile Bonus Plan	For	For
7	Approve Stock Option Plan	For	Against
	Blended Rationale: A vote AGAINST this resolution is warranted because:- Th number of options that can be issued under this plan Executives may partic disclosure on award levels or limits Award and vesting of equity-based awar criteria, in deviation of best market practice.	ipate in this plan whereas there is no clear	
8	Authorize Repurchase of Shares	For	For
9	Ratify Ernst & Young Accountants LLP as Auditors	For	For

### Elisa Oyj

Meeting Date: 04/08/2021

Country: Finland

Meeting Type: Annual

Ticker: ELISA

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
		<b>5</b> · · ·	

Open Meeting

Date range covered: 04/01/2021 to 04/30/2021

# Elisa Oyj

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
2	Call the Meeting to Order		
3	Designate Inspector or Shareholder Representative(s) of Minutes of Meeting		
4	Acknowledge Proper Convening of Meeting		
5	Prepare and Approve List of Shareholders		
6	Receive Financial Statements and Statutory Reports		
7	Accept Financial Statements and Statutory Reports	For	For
8	Approve Allocation of Income and Dividends of EUR 1.95 Per Share	For	For
9	Approve Discharge of Board and President	For	For
10	Approve Remuneration Report (Advisory Vote)	For	Against
	Blended Rationale: A vote AGAINST this item is warranted because the disclosure insufficient.	level of the vested long-term incentive plan is	
11	Approve Remuneration of Directors in the Amount of EUR 126,000 for Chairman, EUR 84,000 for Vice Chairman and the Chairman of the Committees, and EUR 69,000 for Other Directors; Approve Meeting Fees	For	For
12	Fix Number of Directors at Eights	For	For
13	Reelect Clarisse Berggardh (Vice Chair), Kim Ignatius, Topi Manner, Eva-Lotta Sjostedt, Seija Turunen, Anssi Vanjoki (Chair) and Antti Vasara as Directors; Elect Maher Chebbo as New Director	For	For
14	Approve Remuneration of Auditors	For	For
15	Ratify KPMG as Auditors	For	For
16	Authorize Share Repurchase Program	For	For
17	Approve Issuance of up to 15 Million Shares without Preemptive Rights	For	For
18	Close Meeting		

### **Emaar Development PJSC**

Meeting Type: Annual Ticker: EMAARDEV

Date range covered: 04/01/2021 to 04/30/2021

# **Emaar Development PJSC**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Ordinary Business		
1	Approve Board Report on Company Operations and Financial Position for FY 2020	For	For
2	Approve Auditors' Report on Company Financial Statements for FY 2020	For	For
3	Accept Financial Statements and Statutory Reports for FY 2020	For	For
4	Approve Absence of Dividends	For	For
5	Approve Board Remuneration Policy	For	For
6	Approve Remuneration of Directors	For	For
7	Approve Discharge of Directors for FY 2020	For	For
8	Approve Discharge of Auditors for FY 2020	For	For
9	Ratify Auditors and Fix Their Remuneration for FY 2021	For	For
10	Allow Directors to Engage in Commercial Transactions with Company	For	For
11	Approve the Appointment of Representatives for the Shareholders to attend the General Meeting and Fix Their Remuneration	For	For

### **Evolva Holding SA**

**Meeting Date:** 04/08/2021

Country: Switzerland

Meeting Type: Annual

Ticker: EVE

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Remuneration Report	For	For
3	Approve Discharge of Board and Senior Management	For	For
4	Approve Treatment of Net Loss	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Evolva Holding SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
5	Approve Creation of CHF 7.6 Million Pool of Capital without Preemptive Rights	For	For		
	Blended Rationale: Rationale: Given the current growth phase of issuances should an opportunity arise that needs to be acted up issuance.				
6.1.1	Reelect Beat In-Albon as Director	For	For		
	Blended Rationale: Rationale: Whilst we recognise the lack of dimore time to address this issue. This is a small, relatively new, addressed in the future.		any		
6.1.2	Reelect Stephan Schindler as Director	For	For		
6.1.3	Reelect Richard Ridinger as Director	For	For		
6.1.4	Elect Christoph Breucker as Director	For	For		
6.2	Reelect Beat In-Albon as Board Chairman	For	For		
	Blended Rationale: Rationale: Whilst we recognise the lack of diversity on the board, we are prepared to give the company more time to address this issue. This is a small, relatively new, company but they understand that diversity needs to be addressed in the future.				
6.3.1	Reappoint Stephan Schindler as Member of the Compensation Committee	For	For		
6.3.2	Reappoint Richard Ridinger as Member of the Compensation Committee	For	For		
6.3.3	Appoint Christoph Breucker as Member of the Compensation Committee	For	For		
6.4	Ratify Mazars AG as Auditors	For	For		
6.5	Designate Oscar Olano as Independent Proxy	For	For		
7	Approve Remuneration of Directors in the Amount of CHF 700,000 from 2021 AGM Until 2022 AGM	For	For		
8	Approve Remuneration of Executive Committee in the Amount of CHF 2.5 Million for the Period July 1, 2021 - June 30, 2022	For	For		
9	Transact Other Business (Voting)	For	Against		

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these any new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

#### **Ferrovial SA**

Meeting Date: 04/08/2021 Country: Spain

Meeting Type: Annual Ticker: FER

Date range covered: 04/01/2021 to 04/30/2021

### **Ferrovial SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Approve Consolidated and Standalone Financial Statements	For	For
1.2	Approve Non-Financial Information Statement	For	For
2	Approve Allocation of Income	For	For
3	Approve Discharge of Board	For	For
4	Approve Scrip Dividends	For	For
5	Approve Scrip Dividends	For	For
6	Approve Reduction in Share Capital via Amortization of Treasury Shares	For	For
7.1	Advisory Vote on Company's Greenhouse Gas Emissions Reduction Plan	For	For
7.2	Advisory Vote, as from the 2022 AGM, on the Company's Climate Strategy Report	For	For
8	Approve Remuneration Policy	For	For
9	Advisory Vote on Remuneration Report	For	For
10	Authorize Board to Ratify and Execute Approved Resolutions	For	For
11	Receive Amendments to Board of Directors Regulations		

### **Fundamenta Real Estate AG**

Meeting Date: 04/08/2021 Country: Switzerland

Meeting Type: Annual

Ticker: FREN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Allocation of Income and Dividends of CHF 0.55 per Share	For	For
3	Approve Discharge of Board and Senior Management	For	For
4.1.1	Reelect Andreas Spahni as Director and Board Chairman	For	Against

Blended Rationale: Votes AGAINST incumbent board chair Andreas Spahni are warranted for lack of gender diversity on the board.

Date range covered: 04/01/2021 to 04/30/2021

#### **Fundamenta Real Estate AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4.1.2	Reelect Frederic de Boer as Director	For	For
4.1.3	Reelect Niels Roefs as Director	For	For
4.1.4	Reelect Hadrian Rosenberg as Director	For	For
4.1.5	Reelect Herbert Stoop as Director	For	For
4.2.1	Reappoint Niels Roefs as Member of the Compensation Committee	For	For
4.2.2	Reappoint Hadrian Rosenberg as Member of the Compensation Committee	For	For
4.3	Ratify PricewaterhouseCoopers AG as Auditors	For	For
4.4	Designate Stephan Huber as Independent Proxy	For	For
5.1	Approve Remuneration of Directors in the Amount of CHF 350,000	For	For
5.2	Approve Remuneration of Executive Committee in the Amount of CHF 250,000	For	For
5.3	Approve Remuneration Report	For	For
6	Approve Creation of CHF 30.1 Million Pool of Capital with Preemptive Rights	For	For
	Blended Rationale: A vote AGAINST the proposed authorization is potentially excessive dilution of 20 percent.	ult in a	
7	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these any new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

### **Home Product Center Public Company Limited**

Meeting Date: 04/08/2021 Country: Thailand

Meeting Type: Annual Ticker: HMPRO

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Minutes of Previous Meeting	For	For
2	Acknowledge Operating Result	For	For
3	Approve Financial Statements and Statutory Reports	For	For
4	Approve Dividend Payment	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Home Product Center Public Company Limited**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5.1	Elect Rutt Phanijphand as Director	For	For
5.2	Elect Manit Udomkunnatum as Director	For	For
5.3	Elect Boonsom Lerdhirunwong as Director	For	For
5.4	Elect Weerapun Ungsumalee as Director	For	For
6	Approve Remuneration of Directors	For	For
7	Approve Bonus of Directors	For	For
8	Approve EY Office Limited as Auditors and Authorize Board to Fix Their Remuneration	For	For
9	Amend Memorandum of Association Re: Company's Objectives	For	For

#### **Jeronimo Martins SGPS SA**

Meeting Date: 04/08/2021

Country: Portugal

Meeting Type: Annual

Ticker: JMT

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Individual and Consolidated Financial Statements and Statutory Reports	For	For
2	Approve Allocation of Income	For	For
3	Appraise Management and Supervision of Company and Approve Vote of Confidence to Corporate Bodies	For	For
4	Approve Statement on Remuneration Policy	For	For

#### **Kalera AS**

Meeting Date: 04/08/2021

Country: Norway

Meeting Type: Extraordinary

Shareholders

Ticker: KAL

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Elect Chairman of Meeting	For	For
2	Approve Notice of Meeting and Agenda	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Kalera AS**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3	Designate Inspector(s) of Minutes of Meeting	For	For
4	Amend Articles Re: Number of Board Members	For	For
5	Elect Maria Sastre, Sonny Perdue and Camilla Magnus as New Directors; Approve Inclusion of Maria Sastre and Sonny Perdue under the Company's Option Program; Approve Remuneration of Camilla Magnu	For	Against
	Blended Rationale: A vote AGAINST these candidates is warranted as the overall board.	level of independence lies below one-third of	
6	Approve Creation of NOK 250,161 Pool of Capital without Preemptive Rights	For	Against
	Blended Rationale: A vote AGAINST this issuance authorization is warranted beca	ause the potential share capital increase is	

## **Marfrig Global Foods SA**

Meeting Date: 04/08/2021

excessive.

Country: Brazil

Meeting Type: Special

Ticker: MRFG3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Amend Article 5 to Reflect Changes in Capital	For	For
2	Approve Increase in Authorized Capital and Amend Article 6 Accordingly	For	For
3	Amend Article 16 Re: Fix Minimum Number of Board Members to Three	For	For
4	Amend Article 26	For	For
5	Amend Articles Re: Compliance with Regulations of Novo Mercado of B3	For	For
6	Remove Articles	For	For
7	Amend Article 1	For	For
8	Consolidate Bylaws	For	For

# **Marfrig Global Foods SA**

Meeting Date: 04/08/2021

Country: Brazil

Meeting Type: Annual

Ticker: MRFG3

## **Marfrig Global Foods SA**

posal nber	Proposal Text	Mgmt Rec	Vote Instruc
	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For
!	Elect Directors	For	Against
	meet the expectations of institutional investors; and- The comp preventing shareholders from voting individually on each nomin	change (B3), the proposed board's level of independence fails to any has bundled the election of directors under a single item, ee.	
	In Case There is Any Change to the Board Slate Composition, May Your Votes Still be Counted for the Proposed Slate?	None	Against
	Blended Rationale: A vote AGAINST this request is warranted be impact the board's independence level in a way that cannot be of timely disclosure, international institutional investors are previously.	anticipated by shareholders at this time. As such, due to the lack	
	In Case Cumulative Voting Is Adopted, Do You Wish to Equally Distribute Your Votes Amongst the Nominees below?	None	Abstain
	Blended Rationale: Under these items, the company presented using cumulative voting, under the terms of Article 141 of the Bremote voting card issued by the Brazilian Securities Regulator companies. ABSTAIN vote recommendations are warranted for 1 disclosed in a timely manner, regarding a cumulative voting req	Prazilian Corporate Law, in accordance with the rules of the (CVM), and mandatory for all publicly-traded Brazilian items 4-5.7 in the absence of publicly-available information,	
	APPLIES ONLY IF CUMULATIVE VOTING IS ADOPTED - If You Vote FOR on Item 4, Votes Will Be Automatically Distributed in Equal % Amongst The Nominees voted FOR below. If You Vote AGST, Contact Your Client Service Rep to Disproportionately Allocate % of Votes		
1	Percentage of Votes to Be Assigned - Elect Roberto Silva Waack as Independent Director	None	Abstain
	Blended Rationale: Under these items, the company presented using cumulative voting, under the terms of Article 141 of the Bremote voting card issued by the Brazilian Securities Regulator companies. ABSTAIN vote recommendations are warranted for I disclosed in a timely manner, regarding a cumulative voting req	Prazilian Corporate Law, in accordance with the rules of the (CVM), and mandatory for all publicly-traded Brazilian tems 4-5.7 in the absence of publicly-available information,	
2	Percentage of Votes to Be Assigned - Elect Alain Emilie Henry Martinet as Director	None	Abstain

Blended Rationale: Under these items, the company presented shareholders with the option to elect the board of directors using cumulative voting, under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN vote recommendations are warranted for Items 4-5.7 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.

# **Marfrig Global Foods SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5.3	Percentage of Votes to Be Assigned - Elect Marcos Antonio Molina dos Santos as Director	None	Abstain
	Blended Rationale: Under these items, the company presented using cumulative voting, under the terms of Article 141 of the remote voting card issued by the Brazilian Securities Regulator companies. ABSTAIN vote recommendations are warranted for disclosed in a timely manner, regarding a cumulative voting recommendation.	Brazilian Corporate Law, in accordance with the rules of the (CVM), and mandatory for all publicly-traded Brazilian Items 4-5.7 in the absence of publicly-available information,	
5.4	Percentage of Votes to Be Assigned - Elect Maria Aparecida Pascoal Marcal dos Santos as Director	None	Abstain
	Blended Rationale: Under these items, the company presented using cumulative voting, under the terms of Article 141 of the remote voting card issued by the Brazilian Securities Regulator companies. ABSTAIN vote recommendations are warranted for disclosed in a timely manner, regarding a cumulative voting recommendations.	Brazilian Corporate Law, in accordance with the rules of the (CVM), and mandatory for all publicly-traded Brazilian Items 4-5.7 in the absence of publicly-available information,	
5.5	Percentage of Votes to Be Assigned - Elect Rodrigo Marcal Filho as Director	None	Abstain
	Blended Rationale: Under these items, the company presented using cumulative voting, under the terms of Article 141 of the remote voting card issued by the Brazilian Securities Regulator companies. ABSTAIN vote recommendations are warranted for disclosed in a timely manner, regarding a cumulative voting recommendation.	Brazilian Corporate Law, in accordance with the rules of the (CVM), and mandatory for all publicly-traded Brazilian Items 4-5.7 in the absence of publicly-available information,	
5.6	Percentage of Votes to Be Assigned - Elect Antonio dos Santos Maciel Neto as Independent Director	None	Abstain
	Blended Rationale: Under these items, the company presented using cumulative voting, under the terms of Article 141 of the remote voting card issued by the Brazilian Securities Regulator companies. ABSTAIN vote recommendations are warranted for disclosed in a timely manner, regarding a cumulative voting recommendations.	Brazilian Corporate Law, in accordance with the rules of the (CVM), and mandatory for all publicly-traded Brazilian Items 4-5.7 in the absence of publicly-available information,	
5.7	Percentage of Votes to Be Assigned - Elect Herculano Anibal Alves as Independent Director	None	Abstain
	Blended Rationale: Under these items, the company presented using cumulative voting, under the terms of Article 141 of the remote voting card issued by the Brazilian Securities Regulator companies. ABSTAIN vote recommendations are warranted for disclosed in a timely manner, regarding a cumulative voting recommendations.	Brazilian Corporate Law, in accordance with the rules of the (CVM), and mandatory for all publicly-traded Brazilian Items 4-5.7 in the absence of publicly-available information,	
6	Elect Fiscal Council Members	For	Abstain
	Blended Rationale: An ABSTAIN vote recommendation is warra minority shareholders to concentrate their votes on the election under Item 8 of this meeting agenda.	- · · · · · · · · · · · · · · · · · · ·	
7	In Case One of the Nominees Leaves the Fiscal Council Slate Due to a Separate Minority Election, as Allowed Under Articles 161 and 240 of the Brazilian Corporate Law, May Your Votes Still Be Counted for the Proposed Slate?	None	Against

Blended Rationale: A vote AGAINST this request is warranted because lack of timely disclosure prevents international institutional investors from making an informed voting decision.

Date range covered: 04/01/2021 to 04/30/2021

# **Marfrig Global Foods SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
8	Elect Axel Erhard Brod as Fiscal Council Member and Christiano Ernesto Burmeister as Alternate Appointed by Minority Shareholder	None	For
	Blended Rationale: A vote FOR this item is warranted because:- The names of the appointed by minority shareholders have been disclosed;- There is no indication of the are no known concerns regarding the proposed minority nominees. Institutivoting instructions if they seek to elect a specific candidate.		
9	Approve Remuneration of Company's Management and Fiscal Council	For	Against
	Blended Rationale: A vote AGAINST this item is warranted because:- The compant the proposed 30.2 percent year-over-year increase of its global remuneration cap, institutional shareholders from having a clear understanding of the company's cor	;- Lack of transparency prevents international	
10	Approve Allocation of Income and Dividends	For	For

# **Nokia Oyj**

Meeting Date: 04/08/2021 Country: Finland

Meeting Type: Annual

Ticker: NOKIA

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Open Meeting		
2	Call the Meeting to Order		
3	Designate Inspector or Shareholder Representative(s) of Minutes of Meeting		
4	Acknowledge Proper Convening of Meeting		
5	Prepare and Approve List of Shareholders		
6	Receive Financial Statements and Statutory Reports		
7	Accept Financial Statements and Statutory Reports	For	For
8	Approve Treatment of Net Loss	For	For
9	Approve Discharge of Board and President	For	For
10	Approve Remuneration Report (Advisory Vote)	For	For
11	Approve Remuneration of Directors in the Amount of EUR 440,000 to Chair, EUR 185,000 to Vice Chair and EUR 160,000 to Other Directors; Approve Remuneration for Committee Work; Approve Meeting Fees	For	For
12	Fix Number of Directors at Eight	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Nokia Oyj**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
13	Reelect Sari Baldauf, Bruce Brown, Thomas Dannenfeldt, Jeanette Horan, Edward Kozel, Soren Skou, Carla Smits-Nusteling, and Kari Stadigh as Directors	For	Against
	Blended Rationale: A vote AGAINST this proposal is warranted because Kari Stadi	igh is overboarded.	
14	Approve Remuneration of Auditors	For	For
15	Ratify Deloitte as Auditors	For	For
16	Authorize Share Repurchase Program	For	For
17	Approve Issuance of up to 550 Million Shares without Preemptive Rights	For	For
18	Close Meeting		

# Ping An Bank Co., Ltd.

Meeting Date: 04/08/2021

Country: China

Meeting Type: Annual

Ticker: 000001

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Report of the Board of Directors	For	For
2	Approve Report of the Board of Supervisors	For	For
3	Approve Annual Report and Summary	For	For
4	Approve Financial Statements and Financial Budget Report	For	For
5	Approve Profit Distribution	For	For
6	Approve Related Party Transaction and Related Party Transaction Management System Implementation Report	For	For
7	Approve to Appoint Auditor	For	For
8	Approve Shareholder Return Plan	For	For
9	Elect Sun Dongdong as Independent Director	For	For
10	Approve Capital Management Plan	For	For
11	Approve Issuance of Qualified Tier 2 Capital Bonds	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Royal Bank of Canada**

Meeting Date: 04/08/2021

Country: Canada

Meeting Type: Annual

Ticker: RY

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructio
1.1	Elect Director Andrew A. Chisholm	For	For
1.2	Elect Director Jacynthe Cote	For	For
1.3	Elect Director Toos N. Daruvala	For	For
1.4	Elect Director David F. Denison	For	For
1.5	Elect Director Cynthia Devine	For	For
1.6	Elect Director David McKay	For	For
1.7	Elect Director Kathleen Taylor	For	For
1.8	Elect Director Maryann Turcke	For	For
1.9	Elect Director Thierry Vandal	For	For
1.10	Elect Director Bridget A. van Kralingen	For	For
1.11	Elect Director Frank Vettese	For	For
1.12	Elect Director Jeffery Yabuki	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For
3	Advisory Vote on Executive Compensation Approach	For	For
	Shareholder Proposals		
4	SP 1: Adopt Company-Wide, Quantitative, Time-bound Greenhouse Gas (GHG) Emissions Reduction Targets and Issue an Annual Report Discussing the Plans and Progress of Achieving Such Targerts	Against	For
	Blended Rationale: A vote FOR this resolution is warranted, as plans to achieve such goals would inform shareholders as to th implement to manage its GHG emissions. Creating and reporting evaluate the company's related emissions performance and the implement to manage these activities.	e specific policies, practices, or systems the company may ng quantitative goals would also allow shareholders to better	
5	SP 2: Redefine the Bank's Purpose and Undertakings	Against	For
	Blended Rationale: A vote FOR this proposal is warranted as sheenvironmental and social goals of the Business Roundtable state	_	
6	SP 3: Produce a Report on Loans Made by the Bank in Support of the Circular Economy	Against	For
	Riended Pationale: A vote FOP this proposal is warranted as sh	pareholders would benefit from additional information regarding	na

Blended Rationale: A vote FOR this proposal is warranted as shareholders would benefit from additional information regarding the company's sustainability commitments and management of related risks.

Date range covered: 04/01/2021 to 04/30/2021

Directors for the Next Five Years

#### **Royal Bank of Canada**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7	SP 4: Adopt a Diversity Target Higher than 40% for the Composition of the Board of	Against	Against

#### **SBI Cards & Payment Services Limited**

Meeting Date: 04/08/2021

Country: India

Meeting Type: Special

Ticker: 543066

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Postal Ballot		
1	Approve Appointment and Remuneration of Rama Mohan Rao Amara as Managing Director and CEO	For	For

#### **Scentre Group**

Meeting Date: 04/08/2021

Country: Australia

Meeting Type: Annual

Ticker: SCG

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructio
2	Approve Remuneration Report	For	Against
	percent reduction in fixed remuneration of directors and exconcerns are noted:- A high level of concern for misalignm relative to peers, with STI and LTI awards being inconsists.	port is warranted. In response to the COVID-19 pandemic a 20 executives was applied for three months. However, the following tent of pay and performance is identified in quantitative analyses to the substantial underperformance in shareholder returns to the STL performance management of the "day into "or of the STL performance management and the "day into "or of the STL performance management and the "day into "or of the STL performance management and the "day into "or of the STL performance management and the state of	ng sis, rns,-

percent reduction in fixed remuneration of directors and executives was applied for three months. However, the following concerns are noted:- A high level of concern for misalignment of pay and performance is identified in quantitative analysis, relative to peers, with STI and LTI awards being inconsistent with the substantial underperformance in shareholder returns,-Poor disclosure of quantitative targets in the STI,- A number of the STI performance measures appear to be "day job" duties, including an increase in gender diversity, maintaining high employee engagement and capital management, which some investors may have concerns as items which are fundamental to the CEO's and CFO's roles and not subject to additional bonus over and above fixed remuneration,- Non-disclosure of LTI targets does not allow investors to independently assess if long term performance and executive reward is also aligned with investor expectations and improved outcomes,- The LTI award includes an uplift for dividends foregone during the performance period and a further uplift up to 25 percent may be paid if maximum targets (undisclosed) are met,- Amendments to the CEO's executive agreement provides for significant specified termination payments,- Board discretion to adjust the performance objectives in the 2019 LTI by removing the development return objective and using ROCE as the sole performance measure, and- Board discretion not to proceed with the 2020 LTI grant which was approved by shareholders on the basis of adverse trading conditions in 2020 that may prevent vesting and instead offering significant retention awards to executives with time-based vesting and non-quantified performance objectives.

3 Elect Carolyn Kay as Director

For

For

4 Elect Margaret Seale as Director

For

For

Date range covered: 04/01/2021 to 04/30/2021

#### **Scentre Group**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5	Elect Guy Russo as Director	For	For
6	Approve Grant of Performance Rights to Peter Allen	For	Against

Blended Rationale: A vote AGAINST the grant of performance right to the CEO is warranted due to the following concerns:- The quantum of the LTI award is well above the market median for similar sized companies and peers,- Disclosure of the LTI award is inconsistent with market practice and may cause confusion for some investors. Most companies disclose the value of the maximum award upon achievement of maximum performance and securityholder approval is sought for that value. In contrast, the group seeks approval of the threshold level, while noting that if maximum is achieved an additional 25 percent may be awarded,- Despite disclosure of ROCE and TSR hurdles being provided, the group has provided no transparency of any specific or quantifiable hurdles for the strategic measures,- The strategic objectives, as disclosed, appear very similar to the objectives set in the STI and this may lead to executives being rewarded twice for achieving the same outcome. Furthermore, "strategy" is regarded by some investors as a fundamental part of the CEO's "day job", the success of which would be rewarded in TSR and ROCE bonus outcomes, and- Applying a gross up for 'dividends on unvested shares' is a matter which concerns many investors given that there is no present entitlement to dividends/distributions during a performance period, and prior to determination by the board of performance conditions being me and vesting of performance rights.

#### Synopsys, Inc.

Meeting Date: 04/08/2021

Country: USA

Meeting Type: Annual

Ticker: SNPS

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Aart J. de Geus	For	For
1b	Elect Director Chi-Foon Chan	For	For
1c	Elect Director Janice D. Chaffin	For	For
1d	Elect Director Bruce R. Chizen	For	For
1e	Elect Director Mercedes Johnson	For	For
1f	Elect Director Chrysostomos L. "Max" Nikias	For	For
1g	Elect Director Jeannine P. Sargent	For	For
1h	Elect Director John Schwarz	For	For
1i	Elect Director Roy Vallee	For	For
2	Amend Omnibus Stock Plan	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
4	Ratify KPMG LLP as Auditors	For	For
5	Reduce Ownership Threshold for Shareholders to Call Special Meeting	Against	For

Blended Rationale: A vote FOR this proposal is warranted as it would enhance the existing shareholder right to call special meetings.

Date range covered: 04/01/2021 to 04/30/2021

## **UBS Group AG**

Meeting Date: 04/08/2021 Country: Switzerland

Meeting Type: Annual

Ticker: UBSG

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	Do Not Vote
2	Approve Remuneration Report	For	Do Not Vote
3	Approve Allocation of Income and Dividends of USD 0.37 per Share	For	Do Not Vote
4	Approve Discharge of Board and Senior Management for Fiscal Year 2020, excluding French Cross-Border Matter	For	Do Not Vote
5.1	Reelect Axel Weber as Director and Board Chairman	For	Do Not Vote
5.2	Reelect Jeremy Anderson as Director	For	Do Not Vote
5.3	Reelect William Dudley as Director	For	Do Not Vote
5.4	Reelect Reto Francioni as Director	For	Do Not Vote
5.5	Reelect Fred Hu as Director	For	Do Not Vote
5.6	Reelect Mark Hughes as Director	For	Do Not Vote
5.7	Reelect Nathalie Rachou as Director	For	Do Not Vote
5.8	Reelect Julie Richardson as Director	For	Do Not Vote
5.9	Reelect Dieter Wemmer as Director	For	Do Not Vote
5.10	Reelect Jeanette Wong as Director	For	Do Not Vote
6.1	Elect Claudia Boeckstiegel as Director	For	Do Not Vote
6.2	Elect Patrick Firmenich as Director	For	Do Not Vote
7.1	Reappoint Julie Richardson as Member of the Compensation Committee	For	Do Not Vote
7.2	Reappoint Reto Francioni as Member of the Compensation Committee	For	Do Not Vote
7.3	Reappoint Dieter Wemmer as Member of the Compensation Committee	For	Do Not Vote

Date range covered: 04/01/2021 to 04/30/2021

# **UBS Group AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7.4	Reappoint Jeanette Wong as Member of the Compensation Committee	For	Do Not Vote
8.1	Approve Remuneration of Directors in the Amount of CHF 13 Million	For	Do Not Vote
8.2	Approve Variable Remuneration of Executive Committee in the Amount of CHF 85 Million	For	Do Not Vote
8.3	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 33 Million	For	Do Not Vote
9.1	Designate ADB Altorfer Duss & Beilstein AG as Independent Proxy	For	Do Not Vote
9.2	Ratify Ernst & Young AG as Auditors	For	Do Not Vote
9.3	Ratify BDO AG as Special Auditors	For	Do Not Vote
10	Amend Articles Re: Voting Majority for Board Resolutions	For	Do Not Vote
11	Approve CHF 15.7 Million Reduction in Share Capital as Part of the Share Buyback Program via Cancellation of Repurchased Shares	For	Do Not Vote
12	Authorize Repurchase of up to CHF 4 Billion in Issued Share Capital	For	Do Not Vote
13	Transact Other Business (Voting)	None	Do Not Vote

best interest to vote against this item on a precautionary basis.

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Remuneration Report	For	For
3	Approve Allocation of Income and Dividends of USD 0.37 per Share	For	For
4	Approve Discharge of Board and Senior Management for Fiscal Year 2020, excluding French Cross-Border Matter	For	For
5.1	Reelect Axel Weber as Director and Board Chairman	For	For
5.2	Reelect Jeremy Anderson as Director	For	For
5.3	Reelect William Dudley as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **UBS Group AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5.4	Reelect Reto Francioni as Director	For	For
5.5	Reelect Fred Hu as Director	For	For
5.6	Reelect Mark Hughes as Director	For	For
5.7	Reelect Nathalie Rachou as Director	For	For
5.8	Reelect Julie Richardson as Director	For	For
5.9	Reelect Dieter Wemmer as Director	For	For
5.10	Reelect Jeanette Wong as Director	For	For
6.1	Elect Claudia Boeckstiegel as Director	For	For
6.2	Elect Patrick Firmenich as Director	For	For
7.1	Reappoint Julie Richardson as Member of the Compensation Committee	For	For
7.2	Reappoint Reto Francioni as Member of the Compensation Committee	For	For
7.3	Reappoint Dieter Wemmer as Member of the Compensation Committee	For	For
7.4	Reappoint Jeanette Wong as Member of the Compensation Committee	For	For
8.1	Approve Remuneration of Directors in the Amount of CHF 13 Million	For	For
8.2	Approve Variable Remuneration of Executive Committee in the Amount of CHF 85 Million	For	For
8.3	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 33 Million	For	For
9.1	Designate ADB Altorfer Duss & Beilstein AG as Independent Proxy	For	For
9.2	Ratify Ernst & Young AG as Auditors	For	For
9.3	Ratify BDO AG as Special Auditors	For	For
10	Amend Articles Re: Voting Majority for Board Resolutions	For	For
11	Approve CHF 15.7 Million Reduction in Share Capital as Part of the Share Buyback Program via Cancellation of Repurchased Shares	For	For
12	Authorize Repurchase of up to CHF 4 Billion in Issued Share Capital	For	For
13	Transact Other Business (Voting)	None	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

Date range covered: 04/01/2021 to 04/30/2021

## **UBS Group AG**

Meeting Date: 04/08/2021

Country: Switzerland

Meeting Type: Annual

Ticker: UBSG

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Share Re-registration Consent	For	Do Not Vote

## **Vestas Wind Systems A/S**

Meeting Date: 04/08/2021

Country: Denmark

Meeting Type: Annual

Ticker: VWS

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Receive Report of Board		
2	Accept Financial Statements and Statutory Reports	For	For
3	Approve Allocation of Income and Dividends of DKK 8.45 Per Share	For	For
4	Approve Remuneration Report (Advisory Vote)	For	For
5	Approve Remuneration of Directors in the Amount of DKK 1.3 Million for Chairman, DKK 892,500 for Vice Chairman and DKK 446,250 for Other Directors; Approve Remuneration for Committee Work	For	For
6.a	Reelect Anders Runevad as Director	For	For
6.b	Reelect Bert Nordberg as Director	For	For
6.c	Reelect Bruce Grant as Director	For	For
6.d	Reelect Eva Merete Sofelde Berneke as Director	For	For
6.e	Reelect Helle Thorning-Schmidt as Director	For	For
6.f	Reelect Karl-Henrik Sundstrom as Director	For	For
6.g	Reelect Lars Josefsson as Director	For	For
6.h	Elect Kentaro Hosomi as New Director	For	For
7	Ratify PricewaterhouseCoopers as Auditors	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Vestas Wind Systems A/S**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
8.1	Approve Guidelines for Incentive-Based Compensation for Executive Management and Board	For	For
8.2	Amend Articles Re: Change Par Value from DKK 1 to DKK 0.01 or Multiples Thereof	For	For
8.3	Approve Creation of DKK 20.2 Million Pool of Capital with Preemptive Rights; Approve Creation of DKK 20.2 Million Pool of Capital without Preemptive Rights; Maximum Increase in Share Capital under Both Authorizations up to DKK 20.2 Million	For	For
8.4	Allow Shareholder Meetings to be Held by Electronic Means Only	For	For
8.5	Allow Electronic Distribution of Company Communication	For	For
8.6	Authorize Board to Decide on the Distribution of Extraordinary Dividends	For	For
8.7	Authorize Share Repurchase Program	For	For
9	Authorize Editorial Changes to Adopted Resolutions in Connection with Registration with Danish Authorities	For	For
10	Other Business		

### **VINCI SA**

**Meeting Date:** 04/08/2021 Country: France

Meeting Type: Annual/Special

Ticker: DG

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Ordinary Business		
1	Approve Consolidated Financial Statements and Statutory Reports	For	For
2	Approve Financial Statements and Statutory Reports	For	For
3	Approve Allocation of Income and Dividends of EUR 2.04 per Share	For	For
4	Reelect Yannick Assouad as Director	For	For
5	Reelect Graziella Gavezotti as Director	For	For
6	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **VINCI SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7	Approve Remuneration Policy of Directors	For	For
8	Approve Remuneration Policy of Xavier Huillard, Chairman and CEO	For	For
9	Approve Compensation Report of Corporate Officers	For	For
10	Approve Compensation of Xavier Huillard, Chairman and CEO	For	For
11	Approve Company's Environmental Transition Plan	For	For
	Extraordinary Business		
12	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	For	For
13	Authorize Capitalization of Reserves for Bonus Issue or Increase in Par Value	For	For
14	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 300 Million	For	For
15	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 150 Million	For	For
16	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 150 Million	For	For
17	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 14-16	For	For
18	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	For	For
19	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	For	For
20	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	For	For
21	Authorize up to 1 Percent of Issued Capital for Use in Restricted Stock Plans	For	For
22	Authorize Filing of Required Documents/Other Formalities	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Bakkafrost P/F**

**Meeting Date:** 04/09/2021

Country: Faroe Islands

Meeting Type: Annual

Ticker: BAKKA

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Elect Chairman of Meeting	For	For
2	Receive Board's Report	For	For
3	Approve Financial Statements and Statutory Reports	For	For
4	Approve Allocation of Income and Dividends of DKK 3.65 Per Share	For	For
5.1	Reelect Johannes Jensen as Director	For	For
5.2	Reelect Teitur Samuelsen as Director	For	For
5.3	Reelect Annika Frederiksberg as Director	For	Against
	Blended Rationale: A vote AGAINST Item 5.3 is warranted, as there is also no remuneration committee.	Annika Frederiksberg is proposed as an executive direct	or while
5.4	Reelect Oystein Sandvik as Director	For	For
5.5	Reelect Einar Wathne as Director	For	For
6	Reelect Runi M. Hansen as Director and Board Chairman	For	Against
	Blended Rationale: A vote AGAINST Item 6 is warranted beca- committee.	use Rudi M. Hansen is non-independent and chairman of	f the audit
7	Approve Remuneration of Directors in the Amount of DKK 471,240 for Chairman, DKK 294,525 for Deputy Chairman, and DKK 235,620 for Other Directors; Approve Remuneration of Accounting Committee	For	For
8.1	Reelect Leif Eriksrod as Member of Election Committee	For	For
8.2	Reelect Eydun Rasmussen as Member of Election Committee	For	For
8.3	Reelect Gunnar i Lida as Chairman of Election Committee	For	For
9	Approve Remuneration of Election Committee in the Amount of DKK 24,000 for Chairman and 12,000 for Other Directors	For	For
10	Ratify P/F Januar as Auditors	For	For
11	Approve Remuneration Policy And Other Terms of Employment For Executive Management	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **Banco BTG Pactual SA**

Meeting Date: 04/09/2021

Country: Brazil

Meeting Type: Special

Ticker: BPAC11

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct
1	Approve 4-for-1 Stock Split	For	For
2	Approve Increase in Authorized Capital	For	Against
	Blended Rationale: A vote AGAINST this item is warranted because outstanding percent outstanding shares recommended under Sustainability Advisory Service	•	
3	Amend Articles 5 and 30 and Consolidate Bylaws	For	Against
	Blended Rationale: A vote AGAINST this request is warranted because:- The company has bundled unrelated article amendments preventing shareholders from voting on each proposed change separately;- The new authorized capital proposed by the company raises concerns regarding potential excessive dilution to current shareholders.		

#### **Banco BTG Pactual SA**

Meeting Date: 04/09/2021

Country: Brazil

Meeting Type: Annual

Ticker: BPAC11

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Meeting for Holders of Units		
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For
2	Approve Allocation of Income and Dividends	For	For
3	Do You Wish to Adopt Cumulative Voting for the Election of the Members of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	None	Abstain

blended Rationale: Under these items, the company presents snareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN vote recommendations are warranted for Items 3, 5, and 6.1-6.8 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.

### **Banco BTG Pactual SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructio
4.1	Elect Claudio Eugenio Stiller Galeazzi as Independent Director	For	Against
	individually. Although the company has met minimum re board fails to meet the growing expectations of institution Claudio Eugenio Stiller Galeazzi, Eduardo Henrique de M (Items 4.1, 4.2, 4.4 and 4.7) is warranted because of the non-independent nominee Guillermo Ortiz Martinez (Item because the nominee serves on more than five public co and Sofia de Fatima Esteves (Items 4.5 and 4.8) is warrante	ded elections, allowing shareholders to vote on each nominee gulatory requirements, the level of independence of the proposed and shareholders. As such, a vote AGAINST non-independent nominees ello Motta Loyo, John Huw Gwili Jenkins, and Roberto Balls Sallouti e proposed board's lack of independence. Moreover, a vote AGAINST in 4.3) is warranted due to the lack of overall board independence and impany boards. A vote FOR independent nominees Mark Clifford Maletz anted given that it would be counterproductive to vote against the totair nominee Nelson Azevedo Jobim (Item 4.6) is recommended thair.	
4.2	Elect Eduardo Henrique de Mello Motta Loyo as Director	For	Against
	individually. Although the company has met minimum re board fails to meet the growing expectations of institution Claudio Eugenio Stiller Galeazzi, Eduardo Henrique de M (Items 4.1, 4.2, 4.4 and 4.7) is warranted because of the non-independent nominee Guillermo Ortiz Martinez (Item because the nominee serves on more than five public co and Sofia de Fatima Esteves (Items 4.5 and 4.8) is warra	ed elections, allowing shareholders to vote on each nominee gulatory requirements, the level of independence of the proposed and shareholders. As such, a vote AGAINST non-independent nominees ello Motta Loyo, John Huw Gwili Jenkins, and Roberto Balls Sallouti e proposed board's lack of independence. Moreover, a vote AGAINST in 4.3) is warranted due to the lack of overall board independence and impany boards. A vote FOR independent nominees Mark Clifford Maletz ented given that it would be counterproductive to vote against the it chair nominee Nelson Azevedo Jobim (Item 4.6) is recommended lair.	
4.3	Elect Guillermo Ortiz Martinez as Director	For	Against
	individually. Although the company has met minimum re board fails to meet the growing expectations of institution Claudio Eugenio Stiller Galeazzi, Eduardo Henrique de M (Items 4.1, 4.2, 4.4 and 4.7) is warranted because of the non-independent nominee Guillermo Ortiz Martinez (Item because the nominee serves on more than five public co and Sofia de Fatima Esteves (Items 4.5 and 4.8) is warra	ed elections, allowing shareholders to vote on each nominee gulatory requirements, the level of independence of the proposed nal shareholders. As such, a vote AGAINST non-independent nominees ello Motta Loyo, John Huw Gwili Jenkins, and Roberto Balls Sallouti e proposed board's lack of independence. Moreover, a vote AGAINST in 4.3) is warranted due to the lack of overall board independence and impany boards. A vote FOR independent nominees Mark Clifford Maletz ented given that it would be counterproductive to vote against the it chair nominee Nelson Azevedo Jobim (Item 4.6) is recommended hair.	
4.4	Elect John Huw Gwili Jenkins as Director	For	Against
	individually. Although the company has met minimum re board fails to meet the growing expectations of institution Claudio Eugenio Stiller Galeazzi, Eduardo Henrique de M. (Items 4.1, 4.2, 4.4 and 4.7) is warranted because of the non-independent nominee Guillermo Ortiz Martinez (Item because the nominee serves on more than five public co and Sofia de Fatima Esteves (Items 4.5 and 4.8) is warra independent directors. Additionally, a vote FOR incumber	ed elections, allowing shareholders to vote on each nominee gulatory requirements, the level of independence of the proposed nal shareholders. As such, a vote AGAINST non-independent nominees lello Motta Loyo, John Huw Gwili Jenkins, and Roberto Balls Sallouti e proposed board's lack of independence. Moreover, a vote AGAINST in 4.3) is warranted due to the lack of overall board independence and impany boards. A vote FOR independent nominees Mark Clifford Maletz santed given that it would be counterproductive to vote against the totair nominee Nelson Azevedo Jobim (Item 4.6) is recommended nair.	
	given the lack of known concerns regarding the board cl		
.5	given the lack of known concerns regarding the board cl Elect Mark Clifford Maletz as Independent Director	For	For

## **Banco BTG Pactual SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4.7	Elect Roberto Balls Sallouti as Director	For	Against
	Claudio Eugenio Stiller Galeazzi, Eduardo Henrique de Mello M (Items 4.1, 4.2, 4.4 and 4.7) is warranted because of the proponon-independent nominee Guillermo Ortiz Martinez (Item 4.3, because the nominee serves on more than five public companand Sofia de Fatima Esteves (Items 4.5 and 4.8) is warranted	ory requirements, the level of independence of the proposed hareholders. As such, a vote AGAINST non-independent nominees notta Loyo, John Huw Gwili Jenkins, and Roberto Balls Sallouti posed board's lack of independence. Moreover, a vote AGAINST ) is warranted due to the lack of overall board independence and by boards. A vote FOR independent nominees Mark Clifford Maletz	
4.8	Elect Sofia De Fatima Esteves as Independent Director	For	For
5	In Case Cumulative Voting Is Adopted, Do You Wish to Equally Distribute Your Votes Amongst the Nominees below?	None	Abstain
		r Items 3, 5, and 6.1-6.8 in the absence of publicly-available	
6.1	Percentage of Votes to Be Assigned - Elect Claudio Eugenio Stiller Galeazzi as Independent Director	None	Abstain
		r Items 3, 5, and 6.1-6.8 in the absence of publicly-available	
6.2	Percentage of Votes to Be Assigned - Elect Eduardo Henrique de Mello Motta Loyo as Director	None	Abstain
		r Items 3, 5, and 6.1-6.8 in the absence of publicly-available	
6.3	Percentage of Votes to Be Assigned - Elect Guillermo Ortiz Martinez as Director	None	Abstain
		r Items 3, 5, and 6.1-6.8 in the absence of publicly-available	

### **Banco BTG Pactual SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructi
6.4	Percentage of Votes to Be Assigned - Elect John Huw Gwili Jenkins as Director	None	Abstain
		Items 3, 5, and 6.1-6.8 in the absence of publicly-available	
6.5	Percentage of Votes to Be Assigned - Elect Mark Clifford Maletz as Independent Director	None	Abstain
		Items 3, 5, and 6.1-6.8 in the absence of publicly-available	
6.6	Percentage of Votes to Be Assigned - Elect Nelson Azevedo Jobim as Director	None	Abstain
		Items 3, 5, and 6.1-6.8 in the absence of publicly-available	
6.7	Percentage of Votes to Be Assigned - Elect Roberto Balls Sallouti as Director	None	Abstain
		Items 3, 5, and 6.1-6.8 in the absence of publicly-available	
6.8	Percentage of Votes to Be Assigned - Elect Sofia De Fatima Esteves as Independent Director	None	Abstain
		Items 3, 5, and 6.1-6.8 in the absence of publicly-available	
7	As an Ordinary Shareholder, Would You like to Request a Separate Minority Election of a Member of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	None	For

minority board election up to the time of the meeting; and- The election of a minority representative to the board of directors would potentially improve the company's governance and provide greater board independence.

Date range covered: 04/01/2021 to 04/30/2021

#### **Banco BTG Pactual SA**

roposal umber	Proposal Text	Mgmt Rec	Vote Instruction	
8	As a Preferred Shareholder, Would You like to Request a Separate Minority Election of a Member of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	None	For	
	Blended Rationale: A vote FOR this item is warranted because:- separate minority board election up to the time of the meeting; directors would potentially improve the company's governance of	and- The election of a minority representative to the board		
9	In Case Neither Class of Shares Reaches the Minimum Quorum Required by the Brazilian Corporate Law to Elect a Board Representative in Separate Elections, Would You Like to Use Your Votes to Elect the Candidate with More Votes to Represent Both Classes?	None	For	
	Blended Rationale: A vote FOR this proposal is warranted becauestablishing a separate election for a minority board representathe board level.	• •		
10	Approve Remuneration of Company's Management	For	Against	
	Blended Rationale: A vote AGAINST this proposal is warranted because:- The figure reported by the company for the total compensation of its highest-paid executive does not appear inclusive of all elements of the officer's pay; and- The company has failed to disclose a rationale for the significant year-over-year increase proposed for the 2021 global compensation cap.			
11	Do You Wish to Request Installation of a Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	None	For	

company's governance and bring greater corporate oversight.

## **Bangkok Dusit Medical Services Public Co. Ltd.**

Meeting Date: 04/09/2021 Country: Thailand

> Ticker: BDMS Meeting Type: Annual

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Acknowledge Company's Performance		
2	Approve Financial Statements	For	For
3	Approve Allocation of Income and Dividend Payment	For	For
4.1	Elect Thongchai Jira-alongkorn as Director	For	For
4.2	Elect Kan Trakulhoon as Director	For	For
4.3	Elect Puttipong Prasarttong-Osoth as Director	For	For

## **Bangkok Dusit Medical Services Public Co. Ltd.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
4.4	Elect Chavalit Sethameteekul as Director	For	Against	
	Blended Rationale: A vote AGAINST the following nominees is been sanctioned for a price manipulation case, which raises se company Chavalit Sethameteekul (Item 4.4) is member of th			
	be a material failure of governance and oversight in relation to nominate Prasert Prasarttong-Osoth as director and allow Pora company's board for another term, despite the price manipula	amaporn Prasarttong-osoth to continue with the seat on the		
4.5	Elect Prasert Prasarttong-Osoth as Director	For	Against	
	Blended Rationale: A vote AGAINST the following nominees is been sanctioned for a price manipulation case, which raises se company Chavalit Sethameteekul (Item 4.4) is member of th be a material failure of governance and oversight in relation to nominate Prasert Prasarttong-Osoth as director and allow Porc company's board for another term, despite the price manipula			
4.6	Elect Veerathai Santiprabhob as Director	For	For	
4.7	Elect Predee Daochai as Director	For	For	
5	Approve Remuneration of Directors	For	For	
			For	
6	Approve EY Office Limited as Auditors and Authorize Board to Fix Their Remuneration	For	101	

Blended Rationale: A vote AGAINST this resolution is warranted given the lack of information.

## **China Telecom Corporation Limited**

Meeting Date: 04/09/2021 Country: China

Meeting Type: Special

Ticker: 728

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Plan for the Initial Public Offering and Listing of CNY Ordinary Shares (A Shares)	For	For
2	Authorize Board and Its Authorized Persons to Deal with All Matters in Relation to the Initial Public Offering and Listing of CNY Ordinary Shares (A Shares)	For	For
3	Approve Distribution Plan of Accumulated Profits Prior to the Initial Public Offering and Listing of CNY Ordinary Shares (A Shares)	For	For
4	Approve Use of Proceeds from the Initial Public Offering and Listing of CNY Ordinary Shares (A Shares)	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **China Telecom Corporation Limited**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5	Amend Articles of Association	For	For
6	Adopt Rules and Procedures Regarding General Meetings of Shareholders	For	For
7	Amend Rules and Procedures Regarding Meetings of Board of Directors	For	Against
	Blended Rationale: A vote AGAINST the amendments to Rules of the Boa proposed article amendments are not considered to adequately provide to	_	
8	Amend Rules and Procedures Regarding Meetings of Supervisory Committee	For	For
9	Approve Dilution of Immediate Returns Resulting from the Initial Public Offering of CNY Ordinary Shares (A Shares) and the Remedial Measures	For	For
10	Approve Price Stabilization Plan of A Shares within Three Years Following the Initial Public Offering and Listing of CNY Ordinary Shares (A Shares)	For	For
11	Approve Shareholders' Return within Three Years Following the Initial Public Offering and Listing of CNY Ordinary Shares (A Shares)	For	For
12	Approve Undertakings on the Information Disclosure in the Prospectus in Connection with the Initial Public Offering and Listing of CNY Ordinary Shares (A Shares)	For	For

## **China Telecom Corporation Limited**

Meeting Date: 04/09/2021

Country: China

Meeting Type: Special

Ticker: 728

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	CLASS MEETING FOR HOLDERS OF H SHARES		
1	Approve Plan for the Initial Public Offering and Listing of CNY Ordinary Shares (A Shares)	For	For
2	Authorize Board and Its Authorized Persons to Deal with All Matters in Relation to the Initial Public Offering and Listing of CNY Ordinary Shares (A Shares)	For	For
3	Approve Distribution Plan of Accumulated Profits Prior to the Initial Public Offering and Listing of CNY Ordinary Shares (A Shares)	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **China Telecom Corporation Limited**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4	Approve Use of Proceeds from the Initial Public Offering and Listing of CNY Ordinary Shares (A Shares)	For	For
5	Approve Dilution of Immediate Returns Resulting from the Initial Public Offering of CNY Ordinary Shares (A Shares) and the Remedial Measures	For	For
6	Approve Price Stabilization Plan of A Shares within Three Years Following the Initial Public Offering and Listing of CNY Ordinary Shares (A Shares)	For	For
7	Approve Undertakings on the Information Disclosure in the Prospectus in Connection with the Initial Public Offering and Listing of CNY Ordinary Shares (A Shares)	For	For

# **ICICI Lombard General Insurance Company Limited**

Meeting Date: 04/09/2021

Country: India

Meeting Type: Special

Ticker: 540716

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Postal Ballot		
1	Reelect Uday Chitale as Director	For	For
2	Reelect Suresh Kumar as Director	For	For
3	Reelect Ved Prakash Chaturvedi as Director	For	For

#### Kasikornbank Public Co. Ltd.

Meeting Date: 04/09/2021

Country: Thailand

Meeting Type: Annual

Ticker: KBANK

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Acknowledge Operations Report		
2	Approve Financial Statements	For	For
3	Approve Allocation of Income and Dividend Payment	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Kasikornbank Public Co. Ltd.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4.1	Elect Kobkarn Wattanavrangkul as Director	For	For
4.2	Elect Sujitpan Lamsam as Director	For	For
4.3	Elect Pipit Aneaknithi as Director	For	For
4.4	Elect Pipatpong Poshyanonda as Director	For	For
4.5	Elect Wiboon Khusakul as Director	For	For
5	Elect Suroj Lamsam as Director	For	For
6	Approve Names and Number of Directors Who Have Signing Authority	For	For
7	Approve Remuneration of Directors	For	For
8	Approve KPMG Phoomchai Audit Limited as Auditors and Authorize Board to Fix Their Remuneration	For	For
9	Amend Articles of Association	For	For
10	Other Business		

## **Koc Holding A.S.**

Meeting Date: 04/09/2021

Country: Turkey

Meeting Type: Annual

Ticker: KCHOL

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda		
1	Open Meeting and Elect Presiding Council of Meeting	For	For
2	Accept Board Report	For	For
3	Accept Audit Report	For	For
4	Accept Financial Statements	For	For
5	Approve Discharge of Board	For	For
6	Approve Allocation of Income	For	For
7	Amend Article 6 Re: Capital Related	For	Against
	Blended Rationale: A vote AGAINST this proposal is warranted because the potenceiling is not in line with commonly used safeguards regarding volume.	tial prolongation of the authorized capital	
8	Elect Directors	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Koc Holding A.S.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
9	Approve Remuneration Policy and Director Remuneration for 2020	For	For
10	Approve Director Remuneration	For	Against
	Blended Rationale: A vote AGAINST is warranted, as the company did not discloss shareholders from making an informed voting decision.	e the proposed board fees, which prevents	
11	Ratify External Auditors	For	For
12	Approve Upper Limit of Donations for the 2021 and Receive Information on Donations Made in 2020	For	Against
	Blended Rationale: This item warrants a vote AGAINST due to a lack of disclosure	on the resolution.	
13	Receive Information on Guarantees, Pledges and Mortgages Provided to Third Parties		
14	Grant Permission for Board Members to Engage in Commercial Transactions with Company and Be Involved with Companies with Similar Corporate Purpose	For	For
15	Wishes		

## **Krung Thai Bank Public Co., Ltd.**

Meeting Date: 04/09/2021

Country: Thailand

Meeting Type: Annual

Ticker: KTB

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Acknowledge Annual Report		
2	Approve Financial Statements	For	For
3	Approve Allocation of Income and Dividend Payment	For	For
4	Approve Remuneration of Directors	For	For
5.1	Elect Krairit Euchukanonchai as Director	For	For
5.2	Elect Poonnis Sakuntanaga as Director	For	For
5.3	Elect Thanwa Laohasiriwong as Director	For	For
5.4	Elect Teerapong Wongsiwawilas as Director	For	For
6	Approve EY Company Limited as Auditors and Authorize Board to Fix Their Remuneration	For	For
7	Other Business		

Date range covered: 04/01/2021 to 04/30/2021

## **Lyxor New Energy UCITS ETF (France)**

Meeting Date: 04/09/2021

Country: France

Meeting Type: Annual

Ticker: LYNRJ.EUR

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Ordinary Business		
1	Approve Financial Statements and Statutory Reports	For	
2	Approve Auditors' Special Report on Related-Party Transactions	For	
3	Authorize Filing of Required Documents/Other Formalities	For	

#### **PT United Tractors Tbk**

Meeting Date: 04/09/2021

Country: Indonesia

Meeting Type: Annual

Ticker: UNTR

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructi
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Allocation of Income	For	For
3	Elect Directors and Commissioners	For	Against
	Blended Rationale: A vote AGAINST this resolution is warrante decision.	d given the lack of information to make an informed vi	oting
4	Approve Remuneration of Directors and Commissioners	For	For
5	Approve Auditors	For	For
6	Amend Articles of Association	For	Against

voting decision.

#### **Rio Tinto Plc**

Meeting Date: 04/09/2021

Country: United Kingdom

Meeting Type: Annual

Ticker: RIO

Date range covered: 04/01/2021 to 04/30/2021

## **Rio Tinto Plc**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
1	Accept Financial Statements and Statutory Reports	For	For		
2	Approve Remuneration Policy	For	For		
3	Approve Remuneration Report for UK Law Purposes	For	Against		
	significant proportion of his outstanding LTIP awards, subject oversight and governance at the Juukan site clearly constitute	a "catastrophic environment event" which has "had a material and clawback provisions of the 2018 remuneration policy. In this			
4	Approve Remuneration Report for Australian Law Purposes	For	Against		
	Blended Rationale: A vote AGAINST this item is considered we significant proportion of his outstanding LTIP awards, subject oversight and governance at the Juukan site clearly constitute effect on the reputation" of Rio Tinto, as defined in the malus light, it is unclear why these provisions have not been more constituted.				
5	Re-elect Megan Clark as Director	For	Against		
	Blended Rationale: Item 5A vote AGAINST the re-election of Megan Clark is warranted:- As Chair of the Sustainability Committee, she is accountable for the failures in governance and risk management that contributed to the Juukan Gorge incident, including the lack of effective controls to properly manage the social and environmental risks and the relationships with indigenous communities. Items 6-7, 9-11, 13A vote FOR these candidates is warranted as no significant concerns have been identified. Item 8A vote FOR the re-election of Sam Laidlaw, Chair of the Remuneration Committee, is warranted, although it is not without concern for shareholders:- Significant concerns around remuneration governance in connection with the treatment of the outstanding LTIP awards belonging to the former CEO and other senior executives, given their roles in, and accountability for, the Juukan Gorge incident. The main reason for support is:- As Senior Independent Director, Laidlaw is leading the succession process for Simon Thompson as Board Chair. As such, a voting sanction is not considered to be in the best interests of the Company and its shareholders at this time. Item 12A vote FOR the re-election of Simon Thompson is considered warranted, although it is not without concern for shareholders:- As Board Chair, he is ultimately accountable for the Juukan Gorge incident, which represents a significant and irreparable failure in risk oversight and governance. The main reason for support is:- He intends to step down at the 2022 AGM. The extension of his tenure until the next AGM will provide stability and continuity during a period of transition for the Company.				
6	Re-elect Hinda Gharbi as Director	For	For		
7	Re-elect Simon Henry as Director	For	For		
8	Re-elect Sam Laidlaw as Director	For	For		
9	Re-elect Simon McKeon as Director	For	For		
10	Re-elect Jennifer Nason as Director	For	For		
11	Re-elect Jakob Stausholm as Director	For	For		
12	Re-elect Simon Thompson as Director	For	For		
13	Re-elect Ngaire Woods as Director	For	For		
14	Reappoint KPMG LLP as Auditors	For	For		

Date range covered: 04/01/2021 to 04/30/2021

## **Rio Tinto Plc**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
15	Authorise the Audit Committee to Fix Remuneration of Auditors	For	For
16	Authorise UK Political Donations and Expenditure	For	For
17	Approve Global Employee Share Plan	None	For
	Blended Rationale: A vote FOR this proposal is considered warranted, in the abse	nce of any overriding concerns.	
18	Approve UK Share Plan	For	For
19	Authorise Issue of Equity	For	For
20	Authorise Issue of Equity without Pre-emptive Rights	For	For
21	Authorise Market Purchase of Ordinary Shares	For	For
22	Authorise the Company to Call General Meeting with Two Weeks' Notice	For	For

# **Royal Bafokeng Platinum Ltd.**

Meeting Date: 04/09/2021

Country: South Africa

Meeting Type: Annual

Ticker: RBP

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for the Year Ended 31 December 2020	For	For
2	Re-elect Mike Rogers as Director	For	For
3	Re-elect Steve Phiri as Director	For	For
4	Re-elect Zanele Matlala as Director	For	For
5	Appoint KPMG as Auditors of the Company with Henning Opperman as the Individual Audit Representative	For	For
6	Re-elect Louisa Stephens as Chairman of the Audit and Risk Committee	For	For
7	Re-elect Mark Moffett as Member of the Audit and Risk Committee	For	For
8	Re-elect Zanele Matlala as Member of the Audit and Risk Committee	For	For
9	Re-elect Peter Ledger as Member of the Audit and Risk Committee	For	For
10	Authorise Board to Issue Shares for Cash	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Royal Bafokeng Platinum Ltd.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
11	Approve Remuneration Policy	For	For
12	Approve Remuneration Implementation Report	For	Against
	Blended Rationale: A vote AGAINST this item is warranted:- FSP awards granted during the year under review represent a substantial increase from the previous year. Further, certain targets are not considered sufficiently stretching, and the increased award sizes are not explained.		
13	Approve Non-executive Directors' Fees	For	For
14	Authorise Repurchase of Issued Share Capital	For	For

# **Straumann Holding AG**

Meeting Date: 04/09/2021

Country: Switzerland

Meeting Type: Annual

Ticker: STMN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Accept Financial Statements and Statutory Reports	For	Do Not Vote
1.2	Approve Remuneration Report	For	Do Not Vote
2	Approve Allocation of Income and Dividends of CHF 5.75 per Share	For	Do Not Vote
3	Approve Discharge of Board of Directors	For	Do Not Vote
4	Approve Fixed Remuneration of Directors in the Amount of CHF 2.7 Million	For	Do Not Vote
5.1	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 9 Million	For	Do Not Vote
5.2	Approve Long-Term Variable Remuneration of Executive Committee in the Amount of CHF 3.5 Million	For	Do Not Vote
5.3	Approve Short-Term Variable Remuneration of Executive Committee in the Amount of CHF 3.1 Million	For	Do Not Vote
6.1	Reelect Gilbert Achermann as Director and Board Chairman	For	Do Not Vote
6.2	Reelect Sebastian Burckhardt as Director	For	Do Not Vote
6.3	Reelect Marco Gadola as Director	For	Do Not Vote
6.4	Reelect Juan Gonzalez as Director	For	Do Not Vote

Date range covered: 04/01/2021 to 04/30/2021

## **Straumann Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
6.5	Reelect Beat Luethi as Director	For	Do Not Vote
6.6	Reelect Thomas Straumann as Director	For	Do Not Vote
6.7	Reelect Regula Wallimann as Director	For	Do Not Vote
6.8	Elect Petra Rumpf as Director	For	Do Not Vote
7.1	Appoint Beat Luethi as Member of the Compensation Committee	For	Do Not Vote
7.2	Appoint Regula Wallimann as Member of the Compensation Committee	For	Do Not Vote
7.3	Appoint Juan Gonzalez as Member of the Compensation Committee	For	Do Not Vote
8	Designate Neovius AG as Independent Proxy	For	Do Not Vote
9	Ratify Ernst & Young AG as Auditors	For	Do Not Vote
10	Transact Other Business (Voting)	For	Do Not Vote

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Accept Financial Statements and Statutory Reports	For	For
1.2	Approve Remuneration Report	For	For
2	Approve Allocation of Income and Dividends of CHF 5.75 per Share	For	For
3	Approve Discharge of Board of Directors	For	For
4	Approve Fixed Remuneration of Directors in the Amount of CHF 2.7 Million	For	For
5.1	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 9 Million	For	For
5.2	Approve Long-Term Variable Remuneration of Executive Committee in the Amount of CHF 3.5 Million	For	For
5.3	Approve Short-Term Variable Remuneration of Executive Committee in the Amount of CHF 3.1 Million	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Straumann Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
6.1	Reelect Gilbert Achermann as Director and Board Chairman	For	For
6.2	Reelect Sebastian Burckhardt as Director	For	For
6.3	Reelect Marco Gadola as Director	For	For
6.4	Reelect Juan Gonzalez as Director	For	For
6.5	Reelect Beat Luethi as Director	For	For
6.6	Reelect Thomas Straumann as Director	For	For
6.7	Reelect Regula Wallimann as Director	For	For
6.8	Elect Petra Rumpf as Director	For	For
7.1	Appoint Beat Luethi as Member of the Compensation Committee	For	For
7.2	Appoint Regula Wallimann as Member of the Compensation Committee	For	For
7.3	Appoint Juan Gonzalez as Member of the Compensation Committee	For	For
8	Designate Neovius AG as Independent Proxy	For	For
9	Ratify Ernst & Young AG as Auditors	For	For
10	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

### **Straumann Holding AG**

Meeting Date: 04/09/2021 Country: Switzerland

Meeting Type: Annual

Ticker: STMN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Share Re-registration Consent	For	Do Not Vote

### **TX Group AG**

Meeting Date: 04/09/2021 Country: Switzerland

Meeting Type: Annual

Ticker: TXGN

Date range covered: 04/01/2021 to 04/30/2021

## **TX Group AG**

Proposal			Vote		
Number	Proposal Text	Mgmt Rec	Instruct		
1	Accept Financial Statements and Statutory Reports	For	For		
2	Approve Allocation of Income and Omission of Dividends	For	For		
3	Approve Discharge of Board and Senior Management	For	For		
4.1.1	Reelect Pietro Supino as Director and Board Chairman	For	Against		
	Blended Rationale: Votes AGAINST the non-independent nominal Lamuniere, Sverre Munck, Konstantin Richter, Andreas Schulth establish sufficient independence levels at the board and its confurther warranted due to his combined role, which is a breach	ness and Christoph Tonini are warranted because of the failure to ommittees.A vote AGAINST the chairman/CEO Pietro Supino is			
4.1.2	Reelect Martin Kall as Director	For	Against		
	Blended Rationale: A vote AGAINST non-independent director	is warranted since the board is less than 1/3 independent.			
4.1.3	Reelect Pascale Bruderer as Director	For	Against		
	Blended Rationale: A vote AGAINST non-independent director is warranted since the board is less than 1/3 independent.				
4.1.4	Reelect Pierre Lamuniere as Director	For	Against		
	Blended Rationale: A vote AGAINST non-independent director	is warranted since the board is less than 1/3 independent.			
4.1.5	Reelect Sverre Munck as Director	For	Against		
	Blended Rationale: A vote AGAINST non-independent director	is warranted since the board is less than 1/3 independent.			
4.1.6	Reelect Konstantin Richter as Director	For	Against		
	Blended Rationale: A vote AGAINST non-independent director is warranted since the board is less than 1/3 independent.				
4.1.7	Reelect Andreas Schulthess as Director	For	Against		
	Blended Rationale: A vote AGAINST non-independent director	is warranted since the board is less than 1/3 independent.			
4.1.8	Reelect Christoph Tonini as Director	For	Against		
	Blended Rationale: A vote AGAINST non-independent director	is warranted since the board is less than 1/3 independent.			
4.2.1	Reappoint Martin Kall as Member of the Compensation Committee	For	Against		
	Blended Rationale: Votes AGAINST the non-independent nomin Lamuniere, Sverre Munck, Konstantin Richter, Andreas Schulth establish sufficient independence levels at the board and its confurther warranted due to his combined role, which is a breach	ness and Christoph Tonini are warranted because of the failure to ommittees.A vote AGAINST the chairman/CEO Pietro Supino is			
4.2.2	Reappoint Pierre Lamuniere as Member of the Compensation Committee	For	Against		

Blended Rationale: Votes AGAINST the non-independent nominees, Pietro Supino, Pascale Bruderer, Martin Kall, Pierre Lamuniere, Sverre Munck, Konstantin Richter, Andreas Schulthess and Christoph Tonini are warranted because of the failure to establish sufficient independence levels at the board and its committees. A vote AGAINST the chairman/CEO Pietro Supino is further warranted due to his combined role, which is a breach of market best practice.

Date range covered: 04/01/2021 to 04/30/2021

## **TX Group AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4.2.3	Reappoint Andreas Schulthess as Member of the Compensation Committee	For	Against
	Blended Rationale: Votes AGAINST the non-independent nomin Lamuniere, Sverre Munck, Konstantin Richter, Andreas Schulthe establish sufficient independence levels at the board and its con further warranted due to his combined role, which is a breach of	ess and Christoph Tonini are warranted because of the failure to nmittees.A vote AGAINST the chairman/CEO Pietro Supino is	
4.3	Designate Gabriela Wyss as Independent Proxy	For	For
4.4	Ratify PricewaterhouseCoopers AG as Auditors	For	For
5.1	Approve Remuneration of Directors in the Amount of CHF 2.5 Million	For	For
5.2	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 1.9 Million	For	For
5.3	Approve Variable Remuneration of Executive Committee in the Amount of CHF 531,410	For	Against
	Blended Rationale: Item 5.2 (Fixed Remuneration)A vote FOR t with market practice and does not raise significant concerns. Ite warranted because the company has not offered shareholders a are uncapped within the current system.	m 5.3 (Variable Remuneration)A vote AGAINST this item is	
6	Transact Other Business (Voting)	For	Against
	Blended Rationale: A vote AGAINST is warranted because:- This the proxy in case new voting items or counterproposals are intr directors; and- The content of these new items or counterpropo- best interest to vote against this item on a precautionary basis.	oduced at the meeting by shareholders or the board of	

## **United Breweries Limited**

Meeting Date: 04/09/2021 Country: India

Meeting Type: Special Ticker: 532478

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Payment of Remuneration to Rishi Pardal as Managing Director	For	For
2	Approve Payment of Remuneration to Shekhar Ramamurthy as Former Managing Director	For	For

#### **InterGlobe Aviation Limited**

Meeting Date: 04/10/2021 Country: India

Meeting Type: Special Ticker: 539448

Date range covered: 04/01/2021 to 04/30/2021

#### **InterGlobe Aviation Limited**

posal mber	Proposal Text	Mgmt Rec	Vote Instruction
	Postal Ballot		
	Approve Revision in the Remuneration of Ronojoy Dutta as Whole Time Director and	For	Against
	Chief Executive Officer by Way of Grant of Stock Options under InterGlobe Aviation		
	Limited - Employee Stock Option Scheme 2015		

Blended Rationale: A vote AGAINST is warranted for the proposed revision in the executive's pay terms as it will permit stock options to be issued with an exercise price at a steep discount to the market price as on date of grant and the vesting of these options will be completely time-based and not subject to any performance criteria. In addition, the proposed overall remuneration is deemed to be high compared to industry standards - particularly in this environment, when there are uncertainties on the further impact of the pandemic on the aviation industry. There is also a lack of compelling justification for his proposed minimum pay in the event of loss or inadequacy of profits.

## **Emaar Properties PJSC**

Meeting Date: 04/11/2021 Country: United Arab Emirates

Meeting Type: Annual Ticker: EMAAR

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Ordinary Business		
1	Approve Board Report on Company Operations and Financial Position for FY 2020	For	For
2	Approve Auditors' Report on Company Financial Statements for FY 2020	For	For
3	Accept Financial Statements and Statutory Reports for FY 2020	For	For
4	Approve Dividends of AED 0.10 per Share	For	For
5	Approve Board Remuneration Policy	For	For
6	Approve Remuneration of Directors	For	For
7	Approve Discharge of Directors for FY 2020	For	For
8	Approve Discharge of Auditors for FY 2020	For	For
9	Ratify Auditors and Fix Their Remuneration for FY 2021	For	For
10.1	Elect Mohammed Al Abbar as Director	None	Abstain
10.2	Elect Jammal bin Thaniyah as Director	None	Abstain

Date range covered: 04/01/2021 to 04/30/2021

## **Emaar Properties PJSC**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
10.3	Elect Ahmed Jawa as Director	None	Abstain	
10.4	Elect Ahmed Al Matroushi as Director	None	Abstain	
10.5	Elect Jassim Al Ali as Director	None	Abstain	
10.6	Elect Hilal Al Mari as Director	None	Abstain	
10.7	Elect Sultan Al Mansouri as Director	None	Abstain	
10.8	Elect Buti Al Mulla as Director	None	Abstain	
10.9	Elect Iman Abdulrazzaq as Director	None	Abstain	
10.10	Elect Anoud Al Marzouqi as Director	None	Abstain	
10.11	Elect Hanaa Al Bustani as Director	None	Abstain	
10.12	Elect Naylah Mousawi as Director	None	Abstain	
10.13	Elect Abdulwahid Al Ulamaa as Director	None	Abstain	
10.14	Elect Feisal Shah Kuttiyil as Director	None	Abstain	
10.15	Elect Iman Al Suweidi as Director	None	Abstain	
10.16	Elect Abdullah Al Shamsi as Director	None	Abstain	
11	Allow Directors to Engage in Commercial Transactions with Company	For	For	
12	Approve the Appointment of Representatives for the Shareholders to attend the General Meeting and Fix Their Remuneration	For	For	
	Extraordinary Business			
13	Approve Charitable Donations up to 2 Percent of Average Net Profits for the last Two Fiscal Years	For	For	
14	Amend Article of Bylaws Re: Related Parties	For	Against	
	Blanded Patienale: A veta ACAINCT this proposal is warranted as the proposed bylaw amendments are not in chareholders!			

Blended Rationale: A vote AGAINST this proposal is warranted as the proposed bylaw amendments are not in shareholders' interests.

## **SABIC Agri-Nutrients Co.**

**Meeting Date:** 04/11/2021 **Country:** Saudi Arabia

Meeting Type: Annual Ticker: 2020

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction

Ordinary Business

# **SABIC Agri-Nutrients Co.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Auditors' Report on Company Financial Statements for FY 2020	For	For
2	Accept Financial Statements and Statutory Reports for FY 2020	For	For
3	Approve Board Report on Company Operations for FY 2020	For	For
4	Ratify Auditors and Fix Their Remuneration for Q2, Q3, Q4 and Annual Statement of FY 2021 and Q1 of FY 2022	For	For
5	Approve Discharge of Directors for FY 2020	For	For
6	Approve Remuneration of Directors of SAR 1,400,000 for FY 2020	For	For
7	Approve Dividends of SAR 1 per Share for the First Half of FY 2020	For	For
8	Approve Dividends of SAR 1 per Share for the Second Half of FY 2020	For	For
9.1	Elect Mohammed Al Husni as Director	None	Abstain
	Blended Rationale: In the absence of sufficient information with regards to the cathese proposals are warranted.	ndidates up for election, ABSTAIN votes for	
9.2	Elect Ahmed Murad as Director	None	Abstain
	Blended Rationale: In the absence of sufficient information with regards to the cathese proposals are warranted.	andidates up for election, ABSTAIN votes for	
9.3	Elect Abdulazeez Al Mahmoud as Director	None	Abstain
	Blended Rationale: In the absence of sufficient information with regards to the cathese proposals are warranted.	andidates up for election, ABSTAIN votes for	
9.4	Elect Amr Kurdi as Director	None	Abstain
	Blended Rationale: In the absence of sufficient information with regards to the cathese proposals are warranted.	andidates up for election, ABSTAIN votes for	
9.5	Elect Abdulsalam Al Tuweijiri as Director	None	Abstain
	Blended Rationale: In the absence of sufficient information with regards to the cathese proposals are warranted.	andidates up for election, ABSTAIN votes for	
9.6	Elect Fahad Al Shueibi as Director	None	Abstain
	Blended Rationale: In the absence of sufficient information with regards to the cathese proposals are warranted.	andidates up for election, ABSTAIN votes for	
9.7	Elect Mustafa Al Suweij as Director	None	Abstain
	Blended Rationale: In the absence of sufficient information with regards to the cathese proposals are warranted.	andidates up for election, ABSTAIN votes for	
9.8	Elect Nael Fayiz as Director	None	Abstain
	Blended Rationale: In the absence of sufficient information with regards to the ca	andidates up for election, ABSTAIN votes for	

Blended Rationale: In the absence of sufficient information with regards to the candidates up for election, ABSTAIN votes for these proposals are warranted.

Date range covered: 04/01/2021 to 04/30/2021

## **SABIC Agri-Nutrients Co.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
9.9	Elect Abdullah Al Nimri as Director	None	Abstain	
	Blended Rationale: In the absence of sufficient information with regards to the cathese proposals are warranted.	andidates up for election, ABSTAIN votes for		
9.10	Elect Waleed Bamaarouf as Director	None	Abstain	
	Blended Rationale: In the absence of sufficient information with regards to the cathese proposals are warranted.	andidates up for election, ABSTAIN votes for		
9.11	Elect Talal Al Moammar as Director	None	Abstain	
	Blended Rationale: In the absence of sufficient information with regards to the countries the proposals are warranted.	andidates up for election, ABSTAIN votes for		
9.12	Elect Sultan Qaramish as Director	None	Abstain	
	Blended Rationale: In the absence of sufficient information with regards to the candidates up for election, ABSTAIN votes for these proposals are warranted.			
9.13	Elect Mujtaba Al Khuneizi as Director	None	Abstain	
	Blended Rationale: In the absence of sufficient information with regards to the countries these proposals are warranted.	andidates up for election, ABSTAIN votes for		
9.14	Elect Ahmed Al Madani as Director	None	Abstain	
	Blended Rationale: In the absence of sufficient information with regards to the countries these proposals are warranted.	andidates up for election, ABSTAIN votes for		
9.15	Elect Abdulwahab Abou Kweek as Director	None	Abstain	
	Blended Rationale: In the absence of sufficient information with regards to the candidates up for election, ABSTAIN votes for these proposals are warranted.			
10	Approve Increase Size of Audit Committee From 3 to 4 and Elect Youssef Al Suheibani as Member of Audit Committee	For	For	
11	Approve Interim Dividends Semi Annually or Quarterly for FY 2021	For	For	

# **Bangkok Bank Public Company Limited**

Meeting Date: 04/12/2021

Country: Thailand

Meeting Type: Annual

Ticker: BBL

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Acknowledge Operating Results		
2	Approve Financial Statements	For	For
3	Approve Allocation of Income and Dividend Payment	For	For
4.1	Elect Deja Tulananda as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Bangkok Bank Public Company Limited**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4.2	Elect Chokechai Niljianskul as Director	For	For
4.3	Elect Suvarn Thansathit as Director	For	For
4.4	Elect Chansak Fuangfu as Director	For	For
4.5	Elect Charamporn Jotikasthirabe as Director	For	For
5.1	Elect Chatchawin Charoen-Rajapark as Director	For	For
5.2	Elect Bundhit Eua-arporn as Director	For	For
5.3	Elect Parnsiree Amatayakul as Director	For	For
6	Acknowledge Remuneration of Directors		
7	Approve Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. as Auditors and Authorize Board to Fix Their Remuneration	For	For
8	Other Business	For	Against
	Planded Betianala, A vate ACATAICT this resolution is warmented a	is on the last of information	

Blended Rationale: A vote AGAINST this resolution is warranted given the lack of information.

## **Bossard Holding AG**

**Meeting Date:** 04/12/2021

Country: Switzerland

Meeting Type: Annual

Ticker: BOSN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports (Non-Voting)		
2.1	Accept Financial Statements and Statutory Reports	For	For
2.2	Approve Remuneration Report	For	For
2.3	Approve Discharge of Board and Senior Management	For	For
2.4	Approve Allocation of Income and Dividends of CHF 4.40 per Category A Registered Share and CHF 0.88 per Category B Registered Share	For	For
3.1	Elect David Dean as Director Representing Holders of Category A Registered Shares	For	For
3.2.1	Reelect Thomas Schmuckli as Director and as Board Chairman	For	For
3.2.2	Reelect Stefan Michel as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Bossard Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3.2.3	Reelect Rene Cotting as Director	For	For
3.2.4	Reelect Martin Kuehn as Director	For	For
3.2.5	Reelect Patricia Heidtman as Director	For	For
3.2.6	Reelect David Dean as Director	For	For
3.2.7	Elect Petra Ehmann as Director	For	For
3.2.8	Elect Marcel Keller as Director	For	For
3.3.1	Reappoint David Dean as Member of the Compensation Committee	For	For
3.3.2	Reappoint Stefan Michel as Member of the Compensation Committee	For	For
3.3.3	Reappoint Patricia Heidtman as Member of the Compensation Committee	For	For
3.3.4	Appoint Marcel Keller as Member of the Compensation Committee	For	For
3.4	Designate Rene Peyer as Independent Proxy	For	For
4	Ratify PricewaterhouseCoopers AG as Auditors	For	For
5.1	Approve Remuneration of Directors in the Amount of CHF 1.6 Million	For	For
5.2	Approve Remuneration of Executive Committee in the Amount of CHF 6 Million	For	For
6	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

#### **EDP Renovaveis SA**

Meeting Date: 04/12/2021 Country: Spain

Meeting Type: Annual

Ticker: EDPR

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Consolidated and Standalone Financial Statements	For	For
2	Approve Allocation of Income and Dividends	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **EDP Renovaveis SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3	Approve Consolidated and Standalone Management Reports, and Corporate Governance Report	For	For
4	Approve Non-Financial Information Statement	For	For
5	Appraise Management of Company and Approve Vote of Confidence to Board of Directors and Executive Committee	For	For
6a	Reelect Miguel Stilwell de Andrade as Director	For	For
6b	Reelect Rui Manuel Rodrigues Lopes Teixeira as Director	For	For
6c	Reelect Vera de Morais Pinto Pereira Carneiro as Director	For	For
6d	Reelect Ana Paula Garrido de Pina Marques as Director	For	For
6e	Reelect Manuel Menendez Menendez as Director	For	For
6f	Reelect Acacio Liberado Mota Piloto as Director	For	For
6g	Reelect Allan J. Katz as Director	For	For
6h	Reelect Joan Avalyn Dempsey as Director	For	For
6i	Elect Antonio Sarmento Gomes Mota as Director	For	For
6j	Elect Miguel Nuno Simoes Nunes Ferreira Setas as Director	For	For
6k	Elect Rosa Maria Garcia Garcia as Director	For	For
61	Elect Jose Manuel Felix Morgado as Director	For	For
7	Approve Remuneration Policy	For	For
8	Renew PricewaterhouseCoopers as Auditor	For	For
9	Approve Capital Raising	For	For
10	Approve Dividends Charged Against Reserves	For	For
11	Authorize Board to Ratify and Execute Approved Resolutions	For	For

## **HusCompagniet A/S**

Meeting Date: 04/12/2021 Country: Denmark

Meeting Type: Annual

Ticker: HUSCO

Date range covered: 04/01/2021 to 04/30/2021

## **HusCompagniet A/S**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Receive Report of Board		
2	Accept Financial Statements and Statutory Reports	For	For
3	Approve Allocation of Income and Dividends of DKK 3 Per Share	For	For
4	Approve Discharge of Management and Board	For	For
5	Approve Remuneration Report (Advisory Vote)	For	Against
	Blended Rationale: A vote AGAINST this item is warranted become to market standards, particularly with regard to-ex-post disclosing the performance criteria; lacking performance conditions for the bonus in connection to the IPO of the company.	sure of STI performance targets and individual achievem	ents of
6	Approve Remuneration of Directors in the Amount of DKK 900,000 for Chairman, DKK 600,000 for Vice Chairman, and DKK 300,000 for Other Directors; Approve Remuneration for Committee Work	For	For
7.a	Reelect Claus V. Hemmingsen as Director	For	Abstain
	Blended Rationale: A vote FOR candidates Mads Munkholt Ditle warranted due to a lack of concern regarding the suitability of warranted because candidate Claus Hemmingsen is overboarde	these individuals in particular.A vote ABSTAIN Item 7.a. i	•
7.b	Reelect Anja B. Eriksson as Director	For	For
7.c	Reelect Ylva Ekborn as Director	For	For
7.d	Reelect Mads Munkholt Ditlevsen as Director	For	For
7.e	Elect Bo Rygaard as New Director	For	For
7.f	Elect Stig Pastwa as New Director	For	For
8	Ratify Ernst & Young as Auditors	For	For
9	Other Proposals from Board or Shareholders (None Submitted)		
10	Other Business		

# **Info Edge (India) Limited**

Meeting Date: 04/12/2021 Country: India

Meeting Type: Court Ticker: 532777

Date range covered: 04/01/2021 to 04/30/2021

### Info Edge (India) Limited

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Court-Ordered Meeting for Equity Shareholders		
1	Approve Scheme of Amalgamation	For	For

## **Jardine Strategic Holdings Ltd.**

Meeting Date: 04/12/2021

Country: Bermuda

Meeting Type: Special

Ticker: J37

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve the Amalgamation Agreement	For	Against
	Blended Rationale: A vote AGAINST this item is warranted on acc time of depressed valuations due to COVID-19, while the NAV, as offer price; The committee handling the deal supposedly did not stock transaction to capture the upside from unwinding the cong, against the deal would leave the option to minorities of exercising	s estimated by the Company, is 76.2 percent highed t have the opportunity to propose alternative transa nomerate discount) or shop for alternative bids; and	er than the actions (e.g.

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve the Amalgamation Agreement	For	Abstain

Blended Rationale: A vote AGAINST this item is warranted on account of:- The deal is a related party transaction coming at a time of depressed valuations due to COVID-19, while the NAV, as estimated by the Company, is 76.2 percent higher than the offer price;- The committee handling the deal supposedly did not have the opportunity to propose alternative transactions (e.g. stock transaction to capture the upside from unwinding the conglomerate discount) or shop for alternative bids; and-Voting against the deal would leave the option to minorities of exercising appraisal rights.

## Kesko Oyj

Meeting Date: 04/12/2021

Country: Finland

Meeting Type: Annual

Ticker: KESKOB

Proposal		Vote
Number Proposal Text	Mgmt Rec	Instruction

Open Meeting

Date range covered: 04/01/2021 to 04/30/2021

# Kesko Oyj

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
2	Call the Meeting to Order		
3	Designate Inspector or Shareholder Representative(s) of Minutes of Meeting		
4	Acknowledge Proper Convening of Meeting		
5	Prepare and Approve List of Shareholders		
6	Receive CEO's Review		
7	Receive Financial Statements and Statutory Reports		
8	Accept Financial Statements and Statutory Reports	For	For
9	Approve Allocation of Income and Dividends of EUR 0.75 Per Share	For	For
10	Approve Discharge of Board and President	For	For
11	Approve Remuneration Report (Advisory Vote)	For	Against
	Blended Rationale: A vote AGAINST this item is warranted because:- the perform CEO participate, has performance periods of less than three years; and- there is the year under review.		
12	Approve Remuneration of Directors in the Amount of EUR 102,000 for Chairman; EUR 63,000 for Vice Chairman, and EUR 47,500 for Other Directors; Approve Meeting Fees; Approve Remuneration for Committee Work	For	For
13	Fix Number of Directors at Seven	For	For
14	Reelect Esa Kiiskinen, Peter Fagernas, Jennica Fagerholm, Piia Karhu and Toni Pokela as Directors; Elect Timo Ritakallio and Jussi Perala as New Directors	For	For
15	Approve Remuneration of Auditors	For	For
16	Ratify Deloitte as Auditors	For	For
17	Approve Issuance of up to 40 Million Class B Shares without Preemptive Rights	For	For
18	Approve Charitable Donations of up to EUR 300,000	For	For
19	Close Meeting		

## **Minerva SA**

Meeting Date: 04/12/2021 Country: Brazil

Meeting Type: Annual Ticker: BEEF3

Date range covered: 04/01/2021 to 04/30/2021

## **Minerva SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruc
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For
2	Accept Management Statements for Fiscal Year Ended Dec. 31, 2020	For	For
3	Approve Capital Budget	For	For
4	Approve Allocation of Income and Dividends	For	For
5	Install Fiscal Council	For	For
6	Fix Number of Fiscal Council Members at Three	For	For
7.1	Elect Dorival Antonio Bianchi as Fiscal Council Member and Marcelo Scaff Padilha as Alternate	For	For
7.2	Elect Franklin Saldanha Neiva Filho as Fiscal Council Member and Pedro Teixeira Dall'agnol as Alternate	For	For
7.3	Elect Luiz Manoel Gomes Junior as Fiscal Council Member and Ricardo Alves de Oliveira as Alternate	For	For
8	As an Ordinary Shareholder, Would You Like to Request a Separate Election of a Member of the Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	None	Abstain
	Blended Rationale: An ABSTAIN vote for this item is warranted had not disclosed a fiscal council candidate nominated by ordino prevents international institutional shareholders voting by proxy	ary minority shareholders; and- Lack of timely disclosure	
9	Approve Remuneration of Company's Management and Fiscal Council	For	For
10	Do You Wish to Request Installation of a Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	None	For

#### **Minerva SA**

Meeting Date: 04/12/2021 Country: Brazil

company's governance and bring greater corporate oversight.

Meeting Type: Special

Ticker: BEEF3

Date range covered: 04/01/2021 to 04/30/2021

## **Minerva SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Amend Article 5 to Reflect Changes in Capital	For	For
2	Consolidate Bylaws	For	For
3	Authorize Board to Ratify and Execute Approved Resolutions	For	For

# **Neoenergia SA**

Meeting Date: 04/12/2021

Country: Brazil

Meeting Type: Special

Ticker: NEOE3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve New Indemnification Agreement between the Company and the Directors and Fiscal Council Members	For	Against
	Blended Rationale: A vote AGAINST this proposal is warranted because:- Altho mechanism to attract and retain qualified administrators, the terms disclosed b overly broad, without providing financial limits for the proposed indemnification. The general terms disclosed by the company appear to allow indemnity covera authority and in the event of settlements and plea deal agreements with Brazili investigations regarding alleged corruption practices.	y the company are vague and appear to be n coverage and with no term expiration; and- ge in the event of a final guilty ruling by court	
2	Amend Articles and Consolidate Bylaws	For	For

## **Neoenergia SA**

Meeting Date: 04/12/2021

Country: Brazil

Meeting Type: Annual

Ticker: NEOE3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For
2	Approve Allocation of Income and Dividends	For	For
3	Approve Capital Budget	For	For

#### **Neoenergia SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4.1	Elect Jose Ignacio Sanchez Galan as Director and Jesus Martinez Perez as Alternate	For	For
	Blended Rationale: Rationale: Whilst we recognise the past ins Company's stake and influence in the project is not sufficient et time.	stance of E&S concerns at the Belo Monte dam project, the enough to justify a vote against the chairman's re-election at this	
4.2	Elect Jose Sainz Armada as Director and Alejandro Roman Arroyo as Alternate	For	Against
	of independence of the proposed board fails to meet the grow. AGAINST non-independent director nominees Mario Jose Ruiz-Alexandre Alves de Souza, Denisio Augusto Liberato Delfino, D (Santiago) Martinez Garrido, and Jose Sainz Armada is warramindependence. Significant risks to shareholders stemming from which reflects a failure by the board to proficiently guard again risks Votes AGAINST board chair Jose Ignacio (Ignacio) Sancultimately shoulders the most responsibility amongst all board	the company has met minimum regulatory requirements, the level ing expectations of institutional shareholders. As such, a vote a stage Larrain, Pedro Azagra Blazquez, Marcio de Souza, aniel Alcain Lopez, Jose Angel Marra Rodriguez, Santiago Matias at the in light of the proposed board's lack of severe ESG controversies have been identified at the company, and manage material environmental, social and governance of the Galan are warranted given that the chair of the board members for failing to effectively supervise the management of the behald the most accountable for poor board oversight of ESG minees Juan Manuel Eguiagaray Ucelay, Cristiano Frederico	
4.3	Elect Daniel Alcain Lopez as Director	For	Against
	of independence of the proposed board fails to meet the grow. AGAINST non-independent director nominees Mario Jose Ruiz-Alexandre Alves de Souza, Denisio Augusto Liberato Delfino, D (Santiago) Martinez Garrido, and Jose Sainz Armada is warramindependence. Significant risks to shareholders stemming from which reflects a failure by the board to proficiently guard again risks Votes AGAINST board chair Jose Ignacio (Ignacio) Sancultimately shoulders the most responsibility amongst all board	the company has met minimum regulatory requirements, the level ing expectations of institutional shareholders. As such, a vote a stage Larrain, Pedro Azagra Blazquez, Marcio de Souza, aniel Alcain Lopez, Jose Angel Marra Rodriguez, Santiago Matias at the in light of the proposed board's lack of severe ESG controversies have been identified at the company, and manage material environmental, social and governance of the Galan are warranted given that the chair of the board members for failing to effectively supervise the management of the behald the most accountable for poor board oversight of ESG minees Juan Manuel Eguiagaray Ucelay, Cristiano Frederico	
4.4	Elect Mario Jose Ruiz-Tagle Larrain as Director and Tomas Enrique Guijarro Rojas as Alternate	For	Against

Blended Rationale: The company has adopted the best governance practice of presenting unbundled elections, allowing shareholders to vote on each nominee individually. Although the company has met minimum regulatory requirements, the level of independence of the proposed board fails to meet the growing expectations of institutional shareholders. As such, a vote AGAINST non-independent director nominees Mario Jose Ruiz-Tagle Larrain, Pedro Azagra Blazquez, Marcio de Souza, Alexandre Alves de Souza, Denisio Augusto Liberato Delfino, Daniel Alcain Lopez, Jose Angel Marra Rodriguez, Santiago Matias (Santiago) Martinez Garrido, and Jose Sainz Armada is warranted in light of the proposed board's lack of independence. Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. - Votes AGAINST board chair Jose Ignacio (Ignacio) Sanchez Galan are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR independent director nominees Juan Manuel Eguiagaray Ucelay, Cristiano Frederico Ruschmann, and Isabel Garcia Tejerina is warranted as it would be counter-productive to oppose independent director nominees.

Date range covered: 04/01/2021 to 04/30/2021

Miguel Gallardo Corrales as Alternate

#### **Neoenergia SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4.5	Elect Pedro Azagra Blazquez as Director and	For	Against

Blended Rationale: The company has adopted the best governance practice of presenting unbundled elections, allowing shareholders to vote on each nominee individually. Although the company has met minimum regulatory requirements, the level of independence of the proposed board fails to meet the growing expectations of institutional shareholders. As such, a vote AGAINST non-independent director nominees Mario Jose Ruiz-Tagle Larrain, Pedro Azagra Blazquez, Marcio de Souza, Alexandre Alves de Souza, Denisio Augusto Liberato Delfino, Daniel Alcain Lopez, Jose Angel Marra Rodriguez, Santiago Matias (Santiago) Martinez Garrido, and Jose Sainz Armada is warranted in light of the proposed board's lack of independence. Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. - Votes AGAINST board chair Jose Ignacio (Ignacio) Sanchez Galan are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR independent director nominees Juan Manuel Eguiagaray Ucelay, Cristiano Frederico Ruschmann, and Isabel Garcia Tejerina is warranted as it would be counter-productive to oppose independent director

4.6 Elect Santiago Matias Martinez Garrido as For Against
Director and Justo Garzon as Alternate

Blended Rationale: The company has adopted the best governance practice of presenting unbundled elections, allowing shareholders to vote on each nominee individually. Although the company has met minimum regulatory requirements, the level of independence of the proposed board fails to meet the growing expectations of institutional shareholders. As such, a vote AGAINST non-independent director nominees Mario Jose Ruiz-Tagle Larrain, Pedro Azagra Blazquez, Marcio de Souza, Alexandre Alves de Souza, Denisio Augusto Liberato Delfino, Daniel Alcain Lopez, Jose Angel Marra Rodriguez, Santiago Matias (Santiago) Martinez Garrido, and Jose Sainz Armada is warranted in light of the proposed board's lack of independence. Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. - Votes AGAINST board chair Jose Ignacio (Ignacio) Sanchez Galan are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR independent director nominees Juan Manuel Eguiagaray Ucelay, Cristiano Frederico Ruschmann, and Isabel Garcia Tejerina is warranted as it would be counter-productive to oppose independent director nominees.

4.7 Elect Jose Angel Marra Rodriguez as Director For Against

Blended Rationale: The company has adopted the best governance practice of presenting unbundled elections, allowing shareholders to vote on each nominee individually. Although the company has met minimum regulatory requirements, the level of independence of the proposed board fails to meet the growing expectations of institutional shareholders. As such, a vote AGAINST non-independent director nominees Mario Jose Ruiz-Tagle Larrain, Pedro Azagra Blazquez, Marcio de Souza, Alexandre Alves de Souza, Denisio Augusto Liberato Delfino, Daniel Alcain Lopez, Jose Angel Marra Rodriguez, Santiago Matias (Santiago) Martinez Garrido, and Jose Sainz Armada is warranted in light of the proposed board's lack of independence. Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. - Votes AGAINST board chair Jose Ignacio (Ignacio) Sanchez Galan are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR independent director nominees Juan Manuel Eguiagaray Ucelay, Cristiano Frederico Ruschmann, and Isabel Garcia Tejerina is warranted as it would be counter-productive to oppose independent director nominees.

Date range covered: 04/01/2021 to 04/30/2021

## **Neoenergia SA**

Director

roposal lumber	Proposal Text	Mgmt Rec	Vote Instruct
4.8	Elect Denisio Augusto Liberato Delfino as Director and Joao Ernesto de Lima Mesquita as Alternate	For	Against
	Blended Rationale: The company has adopted the best governance practice of presenting unbundled elections, allowing shareholders to vote on each nominee individually. Although the company has met minimum regulatory requirements, the level of independence of the proposed board fails to meet the growing expectations of institutional shareholders. As such, a vote AGAINST non-independent director nominees Mario Jose Ruiz-Tagle Larrain, Pedro Azagra Blazquez, Marcio de Souza, Alexandre Alves de Souza, Denisio Augusto Liberato Delfino, Daniel Alcain Lopez, Jose Angel Marra Rodriguez, Santiago Matias (Santiago) Martinez Garrido, and Jose Sainz Armada is warranted in light of the proposed board's lack of independence. Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks Votes AGAINST board chair Jose Ignacio (Ignacio) Sanchez Galan are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR independent director nominees Juan Manuel Eguiagaray Ucelay, Cristiano Frederico Ruschmann, and Isabel Garcia Tejerina is warranted as it would be counter-productive to oppose independent director nominees.		
9	Elect Marcio de Souza as Director and Lauro Sander as Alternate	For	Against
	shareholders to vote on each nominee individually. Althou of independence of the proposed board fails to meet the AGAINST non-independent director nominees Mario Jose Alexandre Alves de Souza, Denisio Augusto Liberato Delfii (Santiago) Martinez Garrido, and Jose Sainz Armada is we independence. Significant risks to shareholders stemming which reflects a failure by the board to proficiently guard risks Votes AGAINST board chair Jose Ignacio (Ignacio) ultimately shoulders the most responsibility amongst all brisks to the company and its shareholders, and should the risk exposures at the firm. A vote FOR independent directors	overnance practice of presenting unbundled elections, allowing light the company has met minimum regulatory requirements, the level growing expectations of institutional shareholders. As such, a vote Ruiz-Tagle Larrain, Pedro Azagra Blazquez, Marcio de Souza, no, Daniel Alcain Lopez, Jose Angel Marra Rodriguez, Santiago Matias arranted in light of the proposed board's lack of firom severe ESG controversies have been identified at the company, against and manage material environmental, social and governance Sanchez Galan are warranted given that the chair of the board coard members for failing to effectively supervise the management of erefore be held the most accountable for poor board oversight of ESG for nominees Juan Manuel Eguiagaray Ucelay, Cristiano Frederico would be counter-productive to oppose independent director	
10	Elect Alexandre Alves de Souza as Director and Arthur Prado da Silva as Alternate	For	Against
	shareholders to vote on each nominee individually. Althou of independence of the proposed board fails to meet the AGAINST non-independent director nominees Mario Jose Alexandre Alves de Souza, Denisio Augusto Liberato Delfii (Santiago) Martinez Garrido, and Jose Sainz Armada is we independence. Significant risks to shareholders stemming which reflects a failure by the board to proficiently guard risks Votes AGAINST board chair Jose Ignacio (Ignacio) ultimately shoulders the most responsibility amongst all brisks to the company and its shareholders, and should the risk exposures at the firm. A vote FOR independent directors	overnance practice of presenting unbundled elections, allowing algorithms the company has met minimum regulatory requirements, the level growing expectations of institutional shareholders. As such, a vote Ruiz-Tagle Larrain, Pedro Azagra Blazquez, Marcio de Souza, no, Daniel Alcain Lopez, Jose Angel Marra Rodriguez, Santiago Matias formanted in light of the proposed board's lack of form severe ESG controversies have been identified at the company, against and manage material environmental, social and governance Sanchez Galan are warranted given that the chair of the board open members for failing to effectively supervise the management of erefore be held the most accountable for poor board oversight of ESG for nominees Juan Manuel Eguiagaray Ucelay, Cristiano Frederico would be counter-productive to oppose independent director	
.11	Elect Juan Manuel Eguiagary as Independent Director	For	For
2	Elect Isabel Garcia-Tejerina as Independent	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Neoenergia SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4.13	Elect Cristiano Frederico Ruschmann as Independent Director	For	For
5	In Case Cumulative Voting Is Adopted, Do You Wish to Equally Distribute Your Votes Amongst the Nominees below?	None	Abstain
	Blended Rationale: Under these items, the company presented using cumulative voting, under the terms of Article 141 of the Bremote voting card issued by the Brazilian Securities Regulator companies. ABSTAIN vote recommendations are warranted for 1 information, disclosed in a timely manner, regarding a cumulati	razilian Corporate Law, in accordance with the rules of the (CVM), and mandatory for all publicly-traded Brazilian tems 5, 6.1-6.13 in the absence of publicly-available	
	IF CUMULATIVE VOTE IS ADOPTED - If Voting FOR Item 5: Votes Are Distributed in Equal % Amongst Nominees Voted FOR. An AGAINST Vote Is Required If Supporting Candidate(s) Under Cumulative and Not Supporting Any Director(s)/Slate Under Majority Voting		
6.1	Percentage of Votes to Be Assigned - Elect Jose Ignacio Sanchez Galan as Director and Jesus Martinez Perez as Alternate	None	Abstain
	Blended Rationale: Under these items, the company presented using cumulative voting, under the terms of Article 141 of the Bremote voting card issued by the Brazilian Securities Regulator companies. ABSTAIN vote recommendations are warranted for 1 information, disclosed in a timely manner, regarding a cumulati	razilian Corporate Law, in accordance with the rules of the (CVM), and mandatory for all publicly-traded Brazilian tems 5, 6.1-6.13 in the absence of publicly-available	
6.2	Percentage of Votes to Be Assigned - Elect Jose Sainz Armada as Director and Alejandro Roman Arroyo as Alternate	None	Abstain
	Blended Rationale: Under these items, the company presented using cumulative voting, under the terms of Article 141 of the Bremote voting card issued by the Brazilian Securities Regulator companies. ABSTAIN vote recommendations are warranted for 1 information, disclosed in a timely manner, regarding a cumulati	razilian Corporate Law, in accordance with the rules of the (CVM), and mandatory for all publicly-traded Brazilian tems 5, 6.1-6.13 in the absence of publicly-available	
6.3	Percentage of Votes to Be Assigned - Elect Daniel Alcain Lopez as Director	None	Abstain
	Blended Rationale: Under these items, the company presented using cumulative voting, under the terms of Article 141 of the Bremote voting card issued by the Brazilian Securities Regulator companies. ABSTAIN vote recommendations are warranted for 1 information, disclosed in a timely manner, regarding a cumulati	razilian Corporate Law, in accordance with the rules of the (CVM), and mandatory for all publicly-traded Brazilian tems 5, 6.1-6.13 in the absence of publicly-available	
6.4	Percentage of Votes to Be Assigned - Elect Mario Jose Ruiz-Tagle Larrain as Director and	None	Abstain

companies. ABSTAIN vote recommendations are warranted for Items 5, 6.1-6.13 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.

Date range covered: 04/01/2021 to 04/30/2021

## **Neoenergia SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
6.5	Percentage of Votes to Be Assigned - Elect Pedro Azagra Blazquez as Director and Miguel Gallardo Corrales as Alternate	None	Abstain
	Blended Rationale: Under these items, the company presented using cumulative voting, under the terms of Article 141 of the remote voting card issued by the Brazilian Securities Regulato companies. ABSTAIN vote recommendations are warranted for information, disclosed in a timely manner, regarding a cumulation.	Brazilian Corporate Law, in accordance with the rules of the r (CVM), and mandatory for all publicly-traded Brazilian r Items 5, 6.1-6.13 in the absence of publicly-available	
6.6	Percentage of Votes to Be Assigned - Elect Santiago Matias Martinez Garrido as Director and Justo Garzon as Alternate	None	Abstain
	Blended Rationale: Under these items, the company presented using cumulative voting, under the terms of Article 141 of the remote voting card issued by the Brazilian Securities Regulato companies. ABSTAIN vote recommendations are warranted for information, disclosed in a timely manner, regarding a cumula	Brazilian Corporate Law, in accordance with the rules of the r (CVM), and mandatory for all publicly-traded Brazilian Items 5, 6.1-6.13 in the absence of publicly-available	
6.7	Percentage of Votes to Be Assigned - Elect Jose Angel Marra Rodriguez as Director	None	Abstain
	Blended Rationale: Under these items, the company presented using cumulative voting, under the terms of Article 141 of the remote voting card issued by the Brazilian Securities Regulato companies. ABSTAIN vote recommendations are warranted for information, disclosed in a timely manner, regarding a cumula	Brazilian Corporate Law, in accordance with the rules of the r (CVM), and mandatory for all publicly-traded Brazilian r Items 5, 6.1-6.13 in the absence of publicly-available	
6.8	Percentage of Votes to Be Assigned - Elect Denisio Augusto Liberato Delfino as Director and Joao Ernesto de Lima Mesquita as Alternate	None	Abstain
	Blended Rationale: Under these items, the company presented using cumulative voting, under the terms of Article 141 of the remote voting card issued by the Brazilian Securities Regulato companies. ABSTAIN vote recommendations are warranted for information, disclosed in a timely manner, regarding a cumula	Brazilian Corporate Law, in accordance with the rules of the r (CVM), and mandatory for all publicly-traded Brazilian r Items 5, 6.1-6.13 in the absence of publicly-available	
6.9	Percentage of Votes to Be Assigned - Elect Marcio de Souza as Director and Lauro Sander as Alternate	None	Abstain
	Blended Rationale: Under these items, the company presented using cumulative voting, under the terms of Article 141 of the remote voting card issued by the Brazilian Securities Regulato companies. ABSTAIN vote recommendations are warranted for information, disclosed in a timely manner, regarding a cumulation.	Brazilian Corporate Law, in accordance with the rules of the r (CVM), and mandatory for all publicly-traded Brazilian rates 5, 6.1-6.13 in the absence of publicly-available	
6.10	Percentage of Votes to Be Assigned - Elect Alexandre Alves de Souza as Director and Arthur Prado da Silva as Alternate	None	Abstain
	Blended Rationale: Under these items, the company presented using cumulative voting, under the terms of Article 141 of the remote voting card issued by the Brazilian Securities Regulator companies. ABSTAIN vote recommendations are warranted for information, disclosed in a timely manner, regarding a cumulative disclosed in a timely manner, regarding a cumulative disclosed in a timely manner.	Brazilian Corporate Law, in accordance with the rules of the r (CVM), and mandatory for all publicly-traded Brazilian Items 5, 6.1-6.13 in the absence of publicly-available	

information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.

Date range covered: 04/01/2021 to 04/30/2021

## **Neoenergia SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
6.11	Percentage of Votes to Be Assigned - Elect Juan Manuel Eguiagary as Independent Director	None	Abstain		
	Blended Rationale: Under these items, the company presented shareholders with the option to elect the board of directors using cumulative voting, under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies.ABSTAIN vote recommendations are warranted for Items 5, 6.1-6.13 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.				
6.12	Percentage of Votes to Be Assigned - Elect Isabel Garcia-Tejerina as Independent Director	None	Abstain		
	Blended Rationale: Under these items, the company presented shareholders with the option to elect the board of directors using cumulative voting, under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN vote recommendations are warranted for Items 5, 6.1-6.13 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.				
6.13	Percentage of Votes to Be Assigned - Elect Cristiano Frederico Ruschmann as Independent Director	None	Abstain		
	Blended Rationale: Under these items, the company presented shareholders with the option to elect the board of directors using cumulative voting, under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies.ABSTAIN vote recommendations are warranted for Items 5, 6.1-6.13 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.				
7.1	Elect Francesco Gaudio as Fiscal Council Member and Jose Antonio Lamenza as Alternate	For	For		
7.2	Elect Eduardo Valdes Sanchez as Fiscal Council Member and Glaucia Janice Nitsche as Alternate	For	For		
7.3	Elect Joao Guilherme Lamenza as Fiscal Council Member and Antonio Carlos Lopes as Alternate	For	For		
7.4	Elect Marcos Tadeu de Siqueira as Fiscal Council Member and Paulo Cesar Simplicio da Silva as Alternate	For	For		
8	Approve Remuneration of Company's Management and Fiscal Council	For	For		

## **Petroleo Brasileiro SA**

Meeting Date: 04/12/2021 Country: Brazil

Meeting Type: Special Ticker: PETR4

## **Petroleo Brasileiro SA**

roposal lumber	Proposal Text	Mgmt Rec	Vote Instruct
1	Remove Directors	For	Against
	(Item 1) due to the governance concerns regarding the government of its CEO. However, shareho of the controlling shareholder, the Brazilian federal government shareholders to voice their concerns with the process (or lace executive director carried out by the Brazilian government. As against the proposed management slate (Item 3), voting exercommented. In the event the election is carried out under	k of thereof) for the replacement of the company's CEO and though Sustainability Advisory Services recommends to vote ecution requirements established by third parties mandate a vote ader the cumulative voting scenario. As such, a contentious FOR is cumulative voting, which requires the support of 5 percent of the eeting, the instructions for Item 3 will be disregarded and the votes	
2	Do You Wish to Adopt Cumulative Voting for the Election of the Members of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	None	For
	voting card issued by the Brazilian Securities Regulator (CVN companies. Minority shareholders have disclosed the names of process (Item 8.9-8.11). As such, there are a total of 11 can cumulative voting election in two sets of items:- Items 6.1-6. Nominees of controlling shareholder and nominees of minority shareholder board candidates, vote recommendation	of three board nominees to be elected under the cumulative voting didates for eight board seats. The company has presented the .8: Nominees of controlling shareholder Items 8.1-8.11. ity shareholders. To support the election of the independent ns are as follows: - Item 2 (request cumulative voting): FOR- Items management nominees under cumulative voting): ABSTAIN- Items	
3	Elect Directors	For	For
1	In Case There is Any Change to the Board Slate Composition, May Your Votes Still be Counted for the Proposed Slate?	None	Against
		d because potential changes in the board slate composition can be anticipated by shareholders at this time. As such, due to the lack prevented from making an informed voting decision.	
5	In Case Cumulative Voting Is Adopted, Do You Wish to Equally Distribute Your Votes Amongst the Nominees below?	None	Abstain
	election of directors under the terms of Article 141 of the Bra voting card issued by the Brazilian Securities Regulator (CVM companies.Minority shareholders have disclosed the names of process (Item 8.9-8.11). As such, there are a total of 11 can cumulative voting election in two sets of items:- Items 6.1-6. Nominees of controlling shareholder and nominees of minorial	of three board nominees to be elected under the cumulative voting didates for eight board seats. The company has presented the .8: Nominees of controlling shareholder Items 8.1-8.11.	

5, 6.1-6.8, and 8.1-8.8 (equal distribution of votes amongst management nominees under cumulative voting): ABSTAIN- Items

7 and 8.9-8.11 (equal distribution of votes amongst minority board nominees under cumulative voting): FOR

#### Petroleo Brasileiro SA

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
	APPLIES ONLY IF CUMULATIVE VOTING IS		

APPLIES ONLY IF COMULATIVE VOTING IS
ADOPTED - If You Vote FOR on Item 5, Votes
Will Be Automatically Distributed in Equal %
Amongst The Nominees voted FOR below. If
You Vote AGST, Contact Your Client Service
Rep to Disproportionately Allocate % of Votes

6.1 Percentage of Votes to Be Assigned - Elect
Eduardo Bacellar Leal Ferreira as Director

None

Abstain

Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. Minority shareholders have disclosed the names of three board nominees to be elected under the cumulative voting process (Item 8.9-8.11). As such, there are a total of 11 candidates for eight board seats. The company has presented the cumulative voting election in two sets of items:- Items 6.1-6.8: Nominees of controlling shareholder.- Items 8.1-8.11.

Nominees of controlling shareholder and nominees of minority shareholders. To support the election of the independent minority shareholder board candidates, vote recommendations are as follows:- Item 2 (request cumulative voting): FOR- Items 5, 6.1-6.8, and 8.1-8.8 (equal distribution of votes amongst management nominees under cumulative voting): ABSTAIN- Items 7 and 8.9-8.11 (equal distribution of votes amongst minority board nominees under cumulative voting): FOR

6.2 Percentage of Votes to Be Assigned - Elect Joaquim Silva e Luna as Director None

Abstain

Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. Minority shareholders have disclosed the names of three board nominees to be elected under the cumulative voting process (Item 8.9-8.11). As such, there are a total of 11 candidates for eight board seats. The company has presented the cumulative voting election in two sets of items:- Items 6.1-6.8: Nominees of controlling shareholder.- Items 8.1-8.11.

Nominees of controlling shareholder and nominees of minority shareholders. To support the election of the independent minority shareholder board candidates, vote recommendations are as follows:- Item 2 (request cumulative voting): FOR- Items 5, 6.1-6.8, and 8.1-8.8 (equal distribution of votes amongst management nominees under cumulative voting): FOR

6.3 Percentage of Votes to Be Assigned - Elect Ruy Flaks Schneider as Independent Director None

Abstain

Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. Minority shareholders have disclosed the names of three board nominees to be elected under the cumulative voting process (Item 8.9-8.11). As such, there are a total of 11 candidates for eight board seats. The company has presented the cumulative voting election in two sets of items:- Items 6.1-6.8: Nominees of controlling shareholder.- Items 8.1-8.11. Nominees of controlling shareholder and nominees of minority shareholders. To support the election of the independent minority shareholder board candidates, vote recommendations are as follows:- Item 2 (request cumulative voting): FOR- Items 5, 6.1-6.8, and 8.1-8.8 (equal distribution of votes amongst management nominees under cumulative voting): ABSTAIN- Items 7 and 8.9-8.11 (equal distribution of votes amongst minority board nominees under cumulative voting): FOR

## **Petroleo Brasileiro SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
6.4	Percentage of Votes to Be Assigned - Elect Marcio Andrade Weber as Independent Director	None	Abstain
	election of directors under the terms of Article 141 of the Br voting card issued by the Brazilian Securities Regulator (CVI companies. Minority shareholders have disclosed the names process (Item 8.9-8.11). As such, there are a total of 11 car cumulative voting election in two sets of items:- Items 6.1-6 Nominees of controlling shareholder and nominees of minor minority shareholder board candidates, vote recommendation	of three board nominees to be elected under the cumulative voting andidates for eight board seats. The company has presented the 6.8: Nominees of controlling shareholder Items 8.1-8.11. eity shareholders. To support the election of the independent ons are as follows: - Item 2 (request cumulative voting): FOR- Items management nominees under cumulative voting): ABSTAIN- Items	
6.5	Percentage of Votes to Be Assigned - Elect Murilo Marroquim de Souza as Independent Director	None	Abstain
	election of directors under the terms of Article 141 of the Br voting card issued by the Brazilian Securities Regulator (CVI companies. Minority shareholders have disclosed the names process (Item 8.9-8.11). As such, there are a total of 11 car cumulative voting election in two sets of items:- Items 6.1-6 Nominees of controlling shareholder and nominees of minor minority shareholder board candidates, vote recommendation	of three board nominees to be elected under the cumulative voting additates for eight board seats. The company has presented the 6.8: Nominees of controlling shareholder Items 8.1-8.11. eity shareholders. To support the election of the independent ons are as follows: - Item 2 (request cumulative voting): FOR- Items management nominees under cumulative voting): ABSTAIN- Items	
6.6	Percentage of Votes to Be Assigned - Elect Sonia Julia Sulzbeck Villalobos as Independent Director	None	Abstain
	election of directors under the terms of Article 141 of the Br voting card issued by the Brazilian Securities Regulator (CVI companies. Minority shareholders have disclosed the names process (Item 8.9-8.11). As such, there are a total of 11 car cumulative voting election in two sets of items:- Items 6.1-6 Nominees of controlling shareholder and nominees of minor minority shareholder board candidates, vote recommendation	of three board nominees to be elected under the cumulative voting andidates for eight board seats. The company has presented the 6.8: Nominees of controlling shareholder Items 8.1-8.11. eity shareholders. To support the election of the independent ons are as follows: - Item 2 (request cumulative voting): FOR- Items management nominees under cumulative voting): ABSTAIN- Items	
6.7	Percentage of Votes to Be Assigned - Elect Cynthia Santana Silveira as Independent Director	None	Abstain
	election of directors under the terms of Article 141 of the Br voting card issued by the Brazilian Securities Regulator (CVI companies. Minority shareholders have disclosed the names process (Item 8.9-8.11). As such, there are a total of 11 car cumulative voting election in two sets of items:- Items 6.1-6 Nominees of controlling shareholder and nominees of minor minority shareholder board candidates, vote recommendation	of three board nominees to be elected under the cumulative voting addidates for eight board seats. The company has presented the 5.8: Nominees of controlling shareholder Items 8.1-8.11.	

5, 6.1-6.8, and 8.1-8.8 (equal distribution of votes amongst management nominees under cumulative voting): ABSTAIN- Items

7 and 8.9-8.11 (equal distribution of votes amongst minority board nominees under cumulative voting): FOR

Date range covered: 04/01/2021 to 04/30/2021

#### **Petroleo Brasileiro SA**

8.1

Percentage of Votes to Be Assigned - Elect

Eduardo Bacellar Leal Ferreira as Director

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
6.8	Percentage of Votes to Be Assigned - Elect Ana Silvia Corso Matte as Independent Director	None	Abstain
	election of directors under the terms of Article 141 of the Bravoting card issued by the Brazilian Securities Regulator (CVM companies. Minority shareholders have disclosed the names of process (Item 8.9-8.11). As such, there are a total of 11 cancumulative voting election in two sets of items:—Items 6.1-6. Nominees of controlling shareholder and nominees of minority shareholder board candidates, vote recommendation	of three board nominees to be elected under the cumulative voting didates for eight board seats. The company has presented the .8: Nominees of controlling shareholder Items 8.1-8.11. ty shareholders. To support the election of the independent nos are as follows: - Item 2 (request cumulative voting): FOR- Items management nominees under cumulative voting): ABSTAIN- Items	
7	In Case Cumulative Voting Is Adopted, Do You Wish to Equally Distribute Your Votes Amongst the Nominees below?	None	For
	election of directors under the terms of Article 141 of the Bravoting card issued by the Brazilian Securities Regulator (CVM companies. Minority shareholders have disclosed the names of process (Item 8.9-8.11). As such, there are a total of 11 cancumulative voting election in two sets of items:—Items 6.1-6. Nominees of controlling shareholder and nominees of minority shareholder board candidates, vote recommendation	of three board nominees to be elected under the cumulative voting didates for eight board seats. The company has presented the .8: Nominees of controlling shareholder Items 8.1-8.11. ty shareholders. To support the election of the independent nos are as follows: - Item 2 (request cumulative voting): FOR- Items management nominees under cumulative voting): ABSTAIN- Items	
	APPLIES ONLY IF CUMULATIVE VOTING IS ADOPTED - If You Vote FOR on Item 7, Votes Will Be Automatically Distributed in Equal % Amongst The Nominees voted FOR below. If You Vote AGST, Contact Your Client Service Rep to Disproportionately Allocate % of Votes		

Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. Minority shareholders have disclosed the names of three board nominees to be elected under the cumulative voting process (Item 8.9-8.11). As such, there are a total of 11 candidates for eight board seats. The company has presented the cumulative voting election in two sets of items:- Items 6.1-6.8: Nominees of controlling shareholder.- Items 8.1-8.11. Nominees of controlling shareholder and nominees of minority shareholders. To support the election of the independent minority shareholder board candidates, vote recommendations are as follows:- Item 2 (request cumulative voting): FOR- Items 5, 6.1-6.8, and 8.1-8.8 (equal distribution of votes amongst management nominees under cumulative voting): ABSTAIN- Items 7 and 8.9-8.11 (equal distribution of votes amongst minority board nominees under cumulative voting): FOR

None

Abstain

#### **Petroleo Brasileiro SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructio	
8.2	Percentage of Votes to Be Assigned - Elect Joaquim Silva e Luna as Director	None	Abstain	
	election of directors under the terms of Article 141 of the Bra voting card issued by the Brazilian Securities Regulator (CVM companies.Minority shareholders have disclosed the names of process (Item 8.9-8.11). As such, there are a total of 11 can cumulative voting election in two sets of items:- Items 6.1-6. Nominees of controlling shareholder and nominees of minority minority shareholder board candidates, vote recommendation	of three board nominees to be elected under the cumulative voting didates for eight board seats. The company has presented the .8: Nominees of controlling shareholder Items 8.1-8.11. ty shareholders. To support the election of the independent ns are as follows: - Item 2 (request cumulative voting): FOR- Items management nominees under cumulative voting): ABSTAIN- Items		
8.3	Percentage of Votes to Be Assigned - Elect Ruy Flaks Schneider as Independent Director	None	Abstain	
	election of directors under the terms of Article 141 of the Bra voting card issued by the Brazilian Securities Regulator (CVM companies. Minority shareholders have disclosed the names of process (Item 8.9-8.11). As such, there are a total of 11 can cumulative voting election in two sets of items:- Items 6.1-6. Nominees of controlling shareholder and nominees of minority minority shareholder board candidates, vote recommendation	of three board nominees to be elected under the cumulative voting didates for eight board seats. The company has presented the .8: Nominees of controlling shareholder Items 8.1-8.11. ty shareholders. To support the election of the independent ns are as follows: - Item 2 (request cumulative voting): FOR- Items management nominees under cumulative voting): ABSTAIN- Items		
8.4	Percentage of Votes to Be Assigned - Elect Marcio Andrade Weber as Independent Director	None	Abstain	
	Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. Minority shareholders have disclosed the names of three board nominees to be elected under the cumulative voting process (Item 8.9-8.11). As such, there are a total of 11 candidates for eight board seats. The company has presented the cumulative voting election in two sets of items:- Items 6.1-6.8: Nominees of controlling shareholder Items 8.1-8.11. Nominees of controlling shareholder and nominees of minority shareholders. To support the election of the independent minority shareholder board candidates, vote recommendations are as follows:- Item 2 (request cumulative voting): FOR- Items 5, 6.1-6.8, and 8.1-8.8 (equal distribution of votes amongst management nominees under cumulative voting): FOR			
8.5	Percentage of Votes to Be Assigned - Elect Murilo Marroquim de Souza as Independent Director	None	Abstain	
	election of directors under the terms of Article 141 of the Bra voting card issued by the Brazilian Securities Regulator (CVN companies.Minority shareholders have disclosed the names of process (Item 8.9-8.11). As such, there are a total of 11 can cumulative voting election in two sets of items:- Items 6.1-6. Nominees of controlling shareholder and nominees of minority minority shareholder board candidates, vote recommendation	of three board nominees to be elected under the cumulative voting didates for eight board seats. The company has presented the .8: Nominees of controlling shareholder Items 8.1-8.11.		

5, 6.1-6.8, and 8.1-8.8 (equal distribution of votes amongst management nominees under cumulative voting): ABSTAIN- Items

7 and 8.9-8.11 (equal distribution of votes amongst minority board nominees under cumulative voting): FOR

## **Petroleo Brasileiro SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
8.6	Percentage of Votes to Be Assigned - Elect Sonia Julia Sulzbeck Villalobos as Independent Director	None	Abstain
	election of directors under the terms of Article 141 of the E voting card issued by the Brazilian Securities Regulator (CV companies. Minority shareholders have disclosed the names process (Item 8.9-8.11). As such, there are a total of 11 ca cumulative voting election in two sets of items:- Items 6.1- Nominees of controlling shareholder and nominees of minority shareholder board candidates, vote recommendate	s of three board nominees to be elected under the cumulative voting andidates for eight board seats. The company has presented the 6.8: Nominees of controlling shareholder Items 8.1-8.11. wity shareholders. To support the election of the independent ions are as follows: - Item 2 (request cumulative voting): FOR- Items at management nominees under cumulative voting): ABSTAIN- Items	
8.7	Percentage of Votes to Be Assigned - Elect Cynthia Santana Silveira as Independent Director	None	Abstain
	election of directors under the terms of Article 141 of the E voting card issued by the Brazilian Securities Regulator (CV companies.Minority shareholders have disclosed the names process (Item 8.9-8.11). As such, there are a total of 11 ca cumulative voting election in two sets of items:- Items 6.1- Nominees of controlling shareholder and nominees of minority shareholder board candidates, vote recommendate	s of three board nominees to be elected under the cumulative voting andidates for eight board seats. The company has presented the 6.8: Nominees of controlling shareholder Items 8.1-8.11. wity shareholders. To support the election of the independent ions are as follows: - Item 2 (request cumulative voting): FOR- Items at management nominees under cumulative voting): ABSTAIN- Items	
8.8	Percentage of Votes to Be Assigned - Elect Ana Silvia Corso Matte as Independent Director	None	Abstain
	election of directors under the terms of Article 141 of the E voting card issued by the Brazilian Securities Regulator (CV companies. Minority shareholders have disclosed the names process (Item 8.9-8.11). As such, there are a total of 11 ca cumulative voting election in two sets of items:- Items 6.1- Nominees of controlling shareholder and nominees of minority shareholder board candidates, vote recommendate	s of three board nominees to be elected under the cumulative voting andidates for eight board seats. The company has presented the 6.8: Nominees of controlling shareholder Items 8.1-8.11. wity shareholders. To support the election of the independent ions are as follows: - Item 2 (request cumulative voting): FOR- Items at management nominees under cumulative voting): ABSTAIN- Items	
8.9	Percentage of Votes to Be Assigned - Elect Leonardo Pietro Antonelli as Director Appointed by Minority Shareholder	None	For
	election of directors under the terms of Article 141 of the E voting card issued by the Brazilian Securities Regulator (CV companies.Minority shareholders have disclosed the names process (Item 8.9-8.11). As such, there are a total of 11 cc cumulative voting election in two sets of items:- Items 6.1- Nominees of controlling shareholder and nominees of minority shareholder board candidates, vote recommendation	s of three board nominees to be elected under the cumulative voting andidates for eight board seats. The company has presented the	

5, 6.1-6.8, and 8.1-8.8 (equal distribution of votes amongst management nominees under cumulative voting): ABSTAIN- Items

7 and 8.9-8.11 (equal distribution of votes amongst minority board nominees under cumulative voting): FOR

Date range covered: 04/01/2021 to 04/30/2021

## **Petroleo Brasileiro SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction			
8.10	Percentage of Votes to Be Assigned - Elect Marcelo Gasparino da Silva as Director Appointed by Minority Shareholder	None	For			
	Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. Minority shareholders have disclosed the names of three board nominees to be elected under the cumulative voting process (Item 8.9-8.11). As such, there are a total of 11 candidates for eight board seats. The company has presented the cumulative voting election in two sets of items:- Items 6.1-6.8: Nominees of controlling shareholder Items 8.1-8.11. Nominees of controlling shareholder and nominees of minority shareholders. To support the election of the independent minority shareholder board candidates, vote recommendations are as follows:- Item 2 (request cumulative voting): FOR- Items 5, 6.1-6.8, and 8.1-8.8 (equal distribution of votes amongst management nominees under cumulative voting): FOR					
8.11	Percentage of Votes to Be Assigned - Elect Pedro Rodrigues Galvao de Medeiros as Director Appointed by Minority Shareholder	None	For			
	election of directors under the terms of Article 141 of the Bra voting card issued by the Brazilian Securities Regulator (CVM, companies.Minority shareholders have disclosed the names of process (Item 8.9-8.11). As such, there are a total of 11 cand cumulative voting election in two sets of items:- Items 6.1-6.4 Nominees of controlling shareholder and nominees of minority minority shareholder board candidates, vote recommendation	f three board nominees to be elected under the cumulative voting didates for eight board seats. The company has presented the 8: Nominees of controlling shareholder Items 8.1-8.11. by shareholders. To support the election of the independent is are as follows: - Item 2 (request cumulative voting): FOR- Items in an agement nominees under cumulative voting): ABSTAIN- Items				
9	Elect Eduardo Bacellar Leal Ferreira as Board Chairman	For	For			
10	In the Event of a Second Call, the Voting Instructions Contained in this Remote Voting Card May Also be Considered for the Second Call?	None	For			

## **Telia Co. AB**

Meeting Date: 04/12/2021 Country: Sweden

Meeting Type: Annual Ticker: TELIA

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

Date range covered: 04/01/2021 to 04/30/2021

## **Telia Co. AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5	Acknowledge Proper Convening of Meeting	For	For
6	Receive Financial Statements and Statutory Reports		
7	Accept Financial Statements and Statutory Reports	For	For
8	Approve Allocation of Income and Dividends of SEK 2.00 Per Share	For	For
9.1	Approve Discharge of Ingrid Bonde	For	For
9.2	Approve Discharge of Rickard Gustafson	For	For
9.3	Approve Discharge of Lars-Johan Jarnheimer	For	For
9.4	Approve Discharge of Jeanette Jager	For	For
9.5	Approve Discharge of Olli-Pekka Kallasvuo	For	For
9.6	Approve Discharge of Nina Linander	For	For
9.7	Approve Discharge of Jimmy Maymann	For	For
9.8	Approve Discharge of Anna Settman	For	For
9.9	Approve Discharge of Olaf Swantee	For	For
9.10	Approve Discharge of Martin Tiveus	For	For
9.11	Approve Discharge of Agneta Ahlstrom	For	For
9.12	Approve Discharge of Stefan Carlsson	For	For
9.13	Approve Discharge of Hans Gustavsson	For	For
9.14	Approve Discharge of Martin Saaf	For	For
9.15	Approve Discharge of Allison Kirkby	For	For
9.16	Approve Discharge of Christian Luiga	For	For
10	Approve Remuneration Report	For	For
11	Determine Number of Directors (8) and Deputy Directors (0) of Board	For	For
12	Approve Remuneration of Directors in the Amount of SEK 1.9 Million to Chair, SEK 900,000 to Vice Chair and SEK 640,000 to Other Directors; Approve Remuneration for Committee Work	For	For
13.1	Reelect Ingrid Bonde as Director	For	For
13.2	Elect Luisa Delgado as New Director	For	For
13.3	Reelect Rickard Gustafson as Director	For	For
13.4	Reelect Lars-Johan Jarnheimer as Director	For	For
13.5	Reelect Jeanette Jager as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Telia Co. AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
13.6	Reelect Nina Linander as Director	For	For
13.7	Reelect Jimmy Maymann as Director	For	For
13.8	Reelect Martin Tiveus as Director	For	For
14.1	Reelect Lars-Johan Jarnheimer as Board Chair	For	For
14.2	Elect Ingrid Bonde as Vice Chair	For	For
15	Determine Number of Auditors (1) and Deputy Auditors (0)	For	For
16	Approve Remuneration of Auditors	For	For
17	Ratify Deloitte as Auditors	For	For
18	Approve Nominating Committee Procedures	For	For
19	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	For	For
20.a	Approve Performance Share Program 2021/2024 for Key Employees	For	For
20.b	Approve Equity Plan Financing Through Transfer of Shares	For	For
	Shareholder Proposals Submitted by Oliver Brown		
21	Approve 1:3 Reverse Stock Split	Against	Against
	Shareholder Proposal Submitted by Carl Axel Bruno		
22	Company Shall Review its Routines around that Letters Shall be Answered within Two Months from the Date of Receipt	Against	Against

# **VZ Holding AG**

Meeting Date: 04/12/2021 Country: Switzerland

Meeting Type: Annual

Ticker: VZN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Discharge of Board and Senior Management	For	For
3	Approve Allocation of Income and Dividends of CHF 1.23 per Share	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **VZ Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
4.1.1	Reelect Fred Kindle as Director and Board Chairman	For	Against	
	Blended Rationale: Votes AGAINST incumbent board chair Fred R	Kindle are warranted for lack of gender diversity on the board.		
4.1.2	Reelect Roland Iff as Director	For	Against	
	Blended Rationale: Votes AGAINST the non-independent nomine the failure to establish a majority-independent audit committee,	· ·		
4.1.3	Reelect Albrecht Langhart as Director	For	Against	
	Blended Rationale: Votes AGAINST the non-independent nomine the failure to establish a majority-independent audit committee,	· ·		
4.1.4	Reelect Roland Ledergerber as Director	For	For	
4.1.5	Reelect Olivier de Perregaux as Director	For	For	
4.2.1	Reappoint Fred Kindle as Member of the Compensation Committee	For	Against	
	Blended Rationale: Votes AGAINST incumbent board chair Fred R	Kindle are warranted for lack of gender diversity on the board.		
4.2.2	Reappoint Roland Ledergerber as Member of the Compensation Committee	For	For	
5	Designate Keller KLG as Independent Proxy	For	For	
6	Ratify PricewaterhouseCoopers AG as Auditors	For	For	
7.1	Approve Remuneration of Directors in the Amount of CHF 410,000	For	For	
7.2	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 4.5 Million	For	For	
7.3	Approve Variable Remuneration of Executive Committee in the Amount of CHF 2.1 Million	For	For	
8	Transact Other Business (Voting)	For	Against	

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

## A. O. Smith Corporation

Meeting Date: 04/13/2021 Country: USA

Country, USA

Meeting Type: Annual

Ticker: AOS			

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Ronald D. Brown	For	Withhold

Date range covered: 04/01/2021 to 04/30/2021

# **A. O. Smith Corporation**

roposal lumber	Proposal Text	Mgmt Rec	Vote Instruction
	•	"We are voting against the election of these directors are their be considered independent. We believe that greater independent	
1.2	Elect Director Ilham Kadri	For	For
	Blended Rationale: A vote FOR the director nominees is	warranted.	
1.3	Elect Director Idelle K. Wolf	For	Withhold
	•	"We are voting against the election of these directors are their be considered independent. We believe that greater independent	
1.4	Elect Director Gene C. Wulf	For	Withhold
	•	"We are voting against the election of these directors are their be considered independent. We believe that greater independent	
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
	Blended Rationale: A vote FOR this proposal is warrante some legacy concerns are identified, the pay programs	ed as pay for performance are reasonably aligned at this time. Although are sufficiently performance-based.	
3	Ratify Ernst & Young LLP as Auditors	For	For
	Blended Rationale: A vote FOR this proposal to ratify the	e auditor is warranted.	

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
1.1	Elect Director Ronald D. Brown	For	Withhold	
	Blended Rationale: Pictet Rationale (for all three items): "We individual tenure substantially exceeds our threshold to be corepresentation would benefit minority shareholders."			
1.2	Elect Director Ilham Kadri	For	For	
1.3	Elect Director Idelle K. Wolf	For	Withhold	
	Blended Rationale: Pictet Rationale (for all three items): "We individual tenure substantially exceeds our threshold to be corepresentation would benefit minority shareholders."			
1.4	Elect Director Gene C. Wulf	For	Withhold	
	Blended Rationale: Pictet Rationale (for all three items): "We are voting against the election of these directors are their individual tenure substantially exceeds our threshold to be considered independent. We believe that greater independent representation would benefit minority shareholders."			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	
3	Ratify Ernst & Young LLP as Auditors	For	For	

Date range covered: 04/01/2021 to 04/30/2021

### Almarai Co. Ltd.

Meeting Date: 04/13/2021 Country: Saudi Arabia

Meeting Type: Annual

Ticker: 2280

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
	Ordinary Business			
1	Approve Auditors' Report on Company Financial Statements for FY 2020	For	For	
2	Accept Financial Statements and Statutory Reports for FY 2020	For	For	
3	Approve Board Report on Company Operations for FY 2020	For	For	
4	Approve Dividends of SAR 1 per Share for FY 2020	For	For	
5	Approve Discharge of Directors for FY 2020	For	For	
6	Approve Remuneration of Directors of SAR 1,800,000 for FY 2020	For	For	
7	Ratify Auditors and Fix Their Remuneration for FY 2021 and FY 2022, and Q1 of FY 2023	For	For	
8	Approve Related Party Transactions Re: Al Nafoura Catering	For	For	
9	Approve Related Party Transactions Re: Arabian Shield Insurance Co	For	For	
10	Approve Related Party Transactions Re: Mobile Telecommunication Company Saudi Arabia	For	For	
11	Approve Related Party Transactions Re: Panda Retail Company	For	For	
12	Approve Related Party Transactions Re: United Sugar Co	For	For	
13	Approve Related Party Transactions Re: Afia International Company	For	For	
14	Approve Related Party Transactions Re: Herfy Food Services	For	For	
15	Approve Related Party Transactions Re: National Commercial Bank	For	For	
16	Approve Related Party Transactions Re: National Commercial Bank	For	For	
17	Approve Related Party Transactions Re: Saudi British Bank	For	For	
18	Approve Related Party Transactions Re: Saudi British Bank	For	For	
19	Approve Related Party Transactions Re: Banque Saudi Fransi	For	For	

Date range covered: 04/01/2021 to 04/30/2021

### Almarai Co. Ltd.

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
20	Approve Related Party Transactions Re: Banque Saudi Fransi	For	For		
21	Approve Related Party Transactions Re: Saudi Telecom Company	For	For		
22	Approve Related Party Transactions Re: SAMBA Financial Group	For	For		
23	Elect Waleed Fatani as Director	For	For		
24	Allow Suleiman Al Muheidib to Be Involved with Other Companies	For	For		
25	Allow Badr Al Issa to Be Involved with Other Companies	For	For		
26	Allow Waleed Fatani to Be Involved with Other Companies	For	For		
27	Authorize Share Repurchase Program Up to 10 Million Shares to be Allocated to Employee Share Scheme and Authorize the Board to Execute Approved Resolution	For	Against		
	Blended Rationale: A vote AGAINST this proposal is warranted due to lack of disclosure regarding the participants of the incentive plan, the vesting period as well as sufficient level of information regarding the performance conditions.				
28	Approve Authorization of the Board Regarding Future Related Party Transactions According to Article 71 of the Companies Law	For	For		
29	Approve Deletion of Article 27 of Bylaws Re: Executive Committee	For	For		

## **Change Healthcare Inc.**

Meeting Date: 04/13/2021 Country: USA

Meeting Type: Special Ticker: CHNG

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

## **Dometic Group AB**

Meeting Date: 04/13/2021 Country: Sweden

Meeting Type: Annual Ticker: DOM

Date range covered: 04/01/2021 to 04/30/2021

# **Dometic Group AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Elect Chairman of Meeting	For	For
2.1	Designate Magnus Billing as Inspector of Minutes of Meeting	For	For
2.2	Designate Jan Sarlvik as Inspector of Minutes of Meeting	For	For
3	Prepare and Approve List of Shareholders	For	For
4	Approve Agenda of Meeting	For	For
5	Acknowledge Proper Convening of Meeting	For	For
6	Receive Financial Statements and Statutory Reports		
7.a	Accept Financial Statements and Statutory Reports	For	For
7.b	Approve Allocation of Income and Dividends of SEK 2.30 Per Share	For	For
7.c.1	Approve Discharge of Fredrik Cappelen	For	For
7.c.2	Approve Discharge of Erik Olsson	For	For
7.c.3	Approve Discharge of Helene Vibbleus	For	For
7.c.4	Approve Discharge of Jacqueline Hoogerbrugge	For	For
7.c.5	Approve Discharge of Magnus Yngen	For	For
7.c.6	Approve Discharge of Peter Sjolander	For	For
7.c.7	Approve Discharge of Rainer E. Schmuckle	For	For
7.c.8	Approve Discharge of Juan Vargues	For	For
8	Determine Number of Members (8) and Deputy Members (0) of Board; Determine Number of Auditors (1) and Deputy Auditors (0)	For	For
9.1	Approve Remuneration of Directors in the Amount of SEK 1.1 Million for Chairman and SEK 450,000 for Other Directors; Approve Remuneration for Committee Work	For	For
9.2	Approve Remuneration of Auditors	For	For
10.1	Reelect Fredrik Cappelen as Director	For	For
10.2	Reelect Erik Olsson as Director	For	For
10.3	Reelect Helene Vibbleus as Director	For	For
10.4	Reelect Jacqueline Hoogerbrugge as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Dometic Group AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
10.5	Reelect Magnus Yngen as Director	For	For	
10.6	Reelect Peter Sjolander as Director	For	For	
10.7	Reelect Rainer E. Schmuckle as Director	For	For	
10.8	Elect Mengmeng Du as New Director	For	For	
10.9	Relect Fredrik Cappelen as Board Chair	For	For	
11	Ratify PricewaterhouseCoopers as Auditors	For	For	
12	Authorize Chairman of Board and Representatives of Three of Company's Largest Shareholders to Serve on Nominating Committee	For	For	
13	Approve Remuneration Report	For	Against	
	Blended Rationale: A vote AGAINST this item is warranted because:- inflight changes were made to LTIPs causing short performance periods;- there is no retrospective disclosure of performance conditions for the LTIPs;- there are concerns with the alignment of pay for performance in LTIPs; and- the company has deviated from the policy by granting several sign-on bonuses for forfeited awards.			
14	Approve Issuance of up to 10 Percent of Share Capital without Preemptive Rights	For	For	
15	Amend Articles Re: Collecting of Proxies and Postal Voting	For	For	

## **Fifth Third Bancorp**

Meeting Date: 04/13/2021

Country: USA

Meeting Type: Annual

Ticker: FITB

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
1a	Elect Director Nicholas K. Akins	For	For
1b	Elect Director B. Evan Bayh, III	For	For
1c	Elect Director Jorge L. Benitez	For	For
1d	Elect Director Katherine B. Blackburn	For	For
1e	Elect Director Emerson L. Brumback	For	For
1f	Elect Director Greg D. Carmichael	For	For
1g	Elect Director Linda W. Clement-Holmes	For	For
1h	Elect Director C. Bryan Daniels	For	For
1i	Elect Director Mitchell S. Feiger	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Fifth Third Bancorp**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
1j	Elect Director Thomas H. Harvey	For	For		
1k	Elect Director Gary R. Heminger	For	For		
11	Elect Director Jewell D. Hoover	For	For		
1m	Elect Director Eileen A. Mallesch	For	For		
1n	Elect Director Michael B. McCallister	For	For		
10	Elect Director Marsha C. Williams	For	For		
2	Ratify Deloitte & Touche LLP as Auditors	For	For		
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For		
4	Advisory Vote on Say on Pay Frequency	One Year	One Year		
5	Approve Omnibus Stock Plan	For	For		
	Blended Rationale: Based on 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 plan allows broad discretion to accelerate vesting				
6	Eliminate Supermajority Vote Requirement	For	For		
7	Eliminate Cumulative Voting	For	For		

## **Genmab A/S**

Meeting Date: 04/13/2021

Country: Denmark

Meeting Type: Annual

Ticker: GMAB

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
1	Receive Report of Board		
2	Accept Financial Statements and Statutory Reports; Approve Discharge of Management and Board	For	For
3	Approve Allocation of Income and Omission of Dividends	For	For
4	Approve Remuneration Report (Advisory Vote)	For	For
5.a	Reelect Deirdre P. Connelly as Director	For	For
5.b	Reelect Pernille Erenbjerg as Director	For	For
5.c	Reelect Rolf Hoffmann as Director	For	For
5.d	Reelect Paolo Paoletti as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Genmab A/S**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5.e	Reelect Jonathan Peacock as Director	For	For
5.f	Reelect Anders Gersel Pedersen as Director	For	For
6	Ratify PricewaterhouseCoopers as Auditors	For	For
7.a	Approve Remuneration of Directors in the Amount of DKK 1.2 Million for Chairman, DKK 900,000 for Vice Chairman, and DKK 600,000 for Other Directors (if item 7.b is Approved); Approve Remuneration for Committee Work; Approve Meeting Fees	For	Against
	Blended Rationale: A vote AGAINST this item is warranted, as the proprelation to comparable domestic peers.	oosed director fees can be considered exc	ressive in
7.b	Amendment to Remuneration Policy for Board of Directors and Executive Management (base fee multiplier for Chair and Deputy Chair)	For	For
7.c	Adoption of amended Remuneration Policy for Board of Directors and Executive Management (certain other changes)	For	For
7.d	Authorize Share Repurchase Program	For	For
7.e	Approve Creation of DKK 5.5 Million Pool of Capital with Preemptive Rights; Approve Creation of DKK 5.5 Million Pool of Capital without Preemptive Rights; Maximum Increase in Share Capital under Both Authorizations up to DKK 5.5 Million	For	For
7.f	Approve Issuance of Warrants without Preemptive Rights; Approve Creation of DKK 750,000 Pool of Capital to Guarantee Conversion Rights	For	For
7.g	Allow Shareholder Meetings to be Held by Electronic Means Only	For	For
8	Authorize Editorial Changes to Adopted Resolutions in Connection with Registration with Danish Authorities	For	For
9	Other Business		

## **HP Inc.**

Meeting Date: 04/13/2021 Country: USA

Meeting Type: Annual

Ticker: HPQ

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Aida M. Alvarez	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **HP Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1b	Elect Director Shumeet Banerji	For	For
1c	Elect Director Robert R. Bennett	For	For
1d	Elect Director Charles "Chip" V. Bergh	For	For
1e	Elect Director Stacy Brown-Philpot	For	For
1f	Elect Director Stephanie A. Burns	For	For
1g	Elect Director Mary Anne Citrino	For	For
1h	Elect Director Richard L. Clemmer	For	For
1i	Elect Director Enrique J. Lores	For	For
1j	Elect Director Judith "Jami" Miscik	For	For
1k	Elect Director Subra Suresh	For	For
2	Ratify Ernst & Young LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
4	Provide Right to Act by Written Consent	Against	For
	Blended Rationale: A vote FOR this proposal is warranted given that the ability to	act by written consent would enhance	

Blended Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.

## **Indutrade AB**

Meeting Date: 04/13/2021

Country: Sweden

Meeting Type: Annual

Ticker: INDT

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Elect Chairman of Meeting	For	For
2.1	Designate Henrik Didner as Inspector of Minutes of Meeting	For	For
2.2	Designate Anders Oscarsson as Inspector of Minutes of Meeting	For	For
3	Prepare and Approve List of Shareholders	For	For
4	Approve Agenda of Meeting	For	For
5	Acknowledge Proper Convening of Meeting	For	For
6	Receive Financial Statements and Statutory Reports		

Date range covered: 04/01/2021 to 04/30/2021

### **Indutrade AB**

11.1d

Reelect Bengt Kjell as Director

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7	Receive Auditor's Report on Application of Guidelines for Remuneration for Executive Management		
8.a	Accept Financial Statements and Statutory Reports	For	For
8.b	Approve Allocation of Income and Dividends of SEK 1.80 Per Share	For	For
8.c	Approve Record Date for Dividend Payment	For	For
8.d.1	Approve Discharge of Bo Annvik	For	For
8.d.2	Approve Discharge of Susanna Campbell	For	For
8.d.3	Approve Discharge of Anders Jernhall	For	For
8.d.4	Approve Discharge of Bengt Kjell	For	For
8.d.5	Approve Discharge of Ulf Lundahl	For	For
8.d.6	Approve Discharge of Katarina Martinson	For	For
8.d.7	Approve Discharge of Krister Mellve	For	For
8.d.8	Approve Discharge of Lars Pettersson	For	For
9.1	Determine Number of Members (8) and Deputy Members (0) of Board	For	For
9.2	Determine Number of Auditors (1) and Deputy Auditors (0)	For	For
10.1	Approve Remuneration of Directors in the Amount of SEK 620,000 for Chairman, SEK 465,000 for Deputy Chairman and SEK 310,000 for Other Directors; Approve Remuneration for Committee Work	For	For
10.2	Approve Remuneration of Auditors	For	For
11.1a	Reelect Bo Annvik as Director	For	For
11.1b	Reelect Susanna Campbell as Director	For	For
11.1c	Reelect Anders Jernhall as Director	For	Against
	Blended Rationale: A vote FOR candidates Susanna Campbell and Krister Mellve (a a lack of concern regarding the suitability of these individuals in particular. A vote warranted due to this role as CEO of the company. A vote AGAINST candidates Ka and Lars Pettersson (Items 11.1.c, 11.1.e, 11.1.f and 11.1.h) is warranted due to an insufficient level of overall independence. A vote AGAINST candidate Bengt Kje considered overboarded.	FOR candidate Bo Annvik (Item 11.1.a) is htarina Martinson, Anders Jernhall, Ulf Lundahl their non-independent status on a board with	

For

Against

Blended Rationale: A vote FOR candidates Susanna Campbell and Krister Mellve (Items 11.1.b and 11.1.g) is warranted due to a lack of concern regarding the suitability of these individuals in particular. A vote FOR candidate Bo Annvik (Item 11.1.a) is warranted due to this role as CEO of the company. A vote AGAINST candidates Katarina Martinson, Anders Jernhall, Ulf Lundahl and Lars Pettersson (Items 11.1.c, 11.1.e, 11.1.f and 11.1.h) is warranted due to their non-independent status on a board with an insufficient level of overall independence. A vote AGAINST candidate Bengt Kjell (Item 11.1.d) is warranted due to him being considered overboarded.

Date range covered: 04/01/2021 to 04/30/2021

## **Indutrade AB**

Number	Proposal Text	Mgmt Rec	Vote Instruction
11.1e	Reelect Ulf Lundahl as Director	For	Against
	a lack of concern regarding the suitability of these individual warranted due to this role as CEO of the company. A vote AC and Lars Pettersson (Items 11.1.c, 11.1.e, 11.1.f and 11.1.f.	ell and Krister Mellve (Items 11.1.b and 11.1.g) is warranted due to ls in particular.A vote FOR candidate Bo Annvik (Item 11.1.a) is GAINST candidates Katarina Martinson, Anders Jernhall, Uf Lundahl n) is warranted due to their non-independent status on a board with T candidate Bengt Kjell (Item 11.1.d) is warranted due to him being	
11.1f	Reelect Katarina Martinson as Director	For	Against
	a lack of concern regarding the suitability of these individual warranted due to this role as CEO of the company. A vote Ac and Lars Pettersson (Items 11.1.c, 11.1.e, 11.1.f and 11.1.f.	ell and Krister Mellve (Items 11.1.b and 11.1.g) is warranted due to ls in particular.A vote FOR candidate Bo Annvik (Item 11.1.a) is GAINST candidates Katarina Martinson, Anders Jernhall, Uf Lundahl n) is warranted due to their non-independent status on a board with T candidate Bengt Kjell (Item 11.1.d) is warranted due to him being	
11.1g	Reelect Krister Mellve as Director	For	For
11.1h	Reelect Lars Pettersson as Director	For	Against
	a lack of concern regarding the suitability of these individual warranted due to this role as CEO of the company. A vote AC and Lars Pettersson (Items 11.1.c, 11.1.e, 11.1.f and 11.1.f.	ell and Krister Mellve (Items 11.1.b and 11.1.g) is warranted due to ls in particular.A vote FOR candidate Bo Annvik (Item 11.1.a) is GAINST candidates Katarina Martinson, Anders Jernhall, Ulf Lundahl n) is warranted due to their non-independent status on a board with T candidate Bengt Kjell (Item 11.1.d) is warranted due to him being	
11.2	a lack of concern regarding the suitability of these individual warranted due to this role as CEO of the company. A vote Ac and Lars Pettersson (Items 11.1.c, 11.1.e, 11.1.f and 11.1.f. an insufficient level of overall independence. A vote AGAINS	ls in particular.A vote FOR candidate Bo Annvik (Item 11.1.a) is GAINST candidates Katarina Martinson, Anders Jernhall, Ulf Lundahl n) is warranted due to their non-independent status on a board with	Against
11.2	a lack of concern regarding the suitability of these individual warranted due to this role as CEO of the company. A vote Act and Lars Pettersson (Items 11.1.c, 11.1.e, 11.1.f and 11.1.f. an insufficient level of overall independence. A vote AGAINS considered overboarded.  Reelect Katarina Martinson as Board Chair	ls in particular.A vote FOR candidate Bo Annvik (Item 11.1.a) is GAINST candidates Katarina Martinson, Anders Jernhall, Ulf Lundahl n) is warranted due to their non-independent status on a board with T candidate Bengt Kjell (Item 11.1.d) is warranted due to him being	Against
11.2	a lack of concern regarding the suitability of these individual warranted due to this role as CEO of the company. A vote AG and Lars Pettersson (Items 11.1.c, 11.1.e, 11.1.f and 11.1.f. an insufficient level of overall independence. A vote AGAINS considered overboarded.  Reelect Katarina Martinson as Board Chair  Blended Rationale: A vote AGAINST this item is warranted by	Is in particular.A vote FOR candidate Bo Annvik (Item 11.1.a) is GAINST candidates Katarina Martinson, Anders Jernhall, Ulf Lundahl n) is warranted due to their non-independent status on a board with T candidate Bengt Kjell (Item 11.1.d) is warranted due to him being For	Against For
	a lack of concern regarding the suitability of these individual warranted due to this role as CEO of the company. A vote AC and Lars Pettersson (Items 11.1.c, 11.1.e, 11.1.f and 11.1.f. an insufficient level of overall independence. A vote AGAINST considered overboarded.  Reelect Katarina Martinson as Board Chair  Blended Rationale: A vote AGAINST this item is warranted by is not supported.	Is in particular.A vote FOR candidate Bo Annvik (Item 11.1.a) is GAINST candidates Katarina Martinson, Anders Jernhall, Ulf Lundahl a) is warranted due to their non-independent status on a board with T candidate Bengt Kjell (Item 11.1.d) is warranted due to him being  For  necause the election of Katarina Martinson to the board of directors	
12	a lack of concern regarding the suitability of these individual warranted due to this role as CEO of the company. A vote Ac and Lars Pettersson (Items 11.1.c, 11.1.e, 11.1.f and 11.1.f. an insufficient level of overall independence. A vote AGAINST considered overboarded.  Reelect Katarina Martinson as Board Chair  Blended Rationale: A vote AGAINST this item is warranted to is not supported.  Ratify PricewaterhouseCoopers as Auditors  Approve Remuneration Policy And Other Terms of Employment For Executive	Is in particular.A vote FOR candidate Bo Annvik (Item 11.1.a) is GAINST candidates Katarina Martinson, Anders Jernhall, Ulf Lundahl a) is warranted due to their non-independent status on a board with T candidate Bengt Kjell (Item 11.1.d) is warranted due to him being  For  Decause the election of Katarina Martinson to the board of directors  For	For
12 13	a lack of concern regarding the suitability of these individual warranted due to this role as CEO of the company. A vote AC and Lars Pettersson (Items 11.1.c, 11.1.e, 11.1.f and 11.1.f. an insufficient level of overall independence. A vote AGAINST considered overboarded.  Reelect Katarina Martinson as Board Chair  Blended Rationale: A vote AGAINST this item is warranted by is not supported.  Ratify PricewaterhouseCoopers as Auditors  Approve Remuneration Policy And Other Terms of Employment For Executive Management	Is in particular.A vote FOR candidate Bo Annvik (Item 11.1.a) is GAINST candidates Katarina Martinson, Anders Jernhall, Ulf Lundahl a) is warranted due to their non-independent status on a board with T candidate Bengt Kjell (Item 11.1.d) is warranted due to him being  For  Decause the election of Katarina Martinson to the board of directors  For  For	For For
12 13	a lack of concern regarding the suitability of these individual warranted due to this role as CEO of the company. A vote Act and Lars Pettersson (Items 11.1.c, 11.1.e, 11.1.f and 11.1.f. an insufficient level of overall independence. A vote AGAINST considered overboarded.  Reelect Katarina Martinson as Board Chair  Blended Rationale: A vote AGAINST this item is warranted by is not supported.  Ratify PricewaterhouseCoopers as Auditors  Approve Remuneration Policy And Other Terms of Employment For Executive Management  Approve Remuneration Report  Approve Performance Share Incentive Plan	Is in particular.A vote FOR candidate Bo Annvik (Item 11.1.a) is GAINST candidates Katarina Martinson, Anders Jernhall, Ulf Lundahl a) is warranted due to their non-independent status on a board with T candidate Bengt Kjell (Item 11.1.d) is warranted due to him being  For  Decause the election of Katarina Martinson to the board of directors  For  For  For	For For

## **IQVIA Holdings Inc.**

Meeting Date: 04/13/2021 Country: USA

Meeting Type: Annual

Ticker: IQV

Date range covered: 04/01/2021 to 04/30/2021

## **IQVIA Holdings Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructio	
1.1	Elect Director Ari Bousbib	For	For	
1.2	Elect Director John M. Leonard	For	For	
1.3	Elect Director Todd B. Sisitsky	For	Withhold	
	Blended Rationale: WITHHOLD votes are warranted for the compensation committee member Todd Sisitsky in the absence of say-on-pay proposal on the ballot. Following last year's failed say-on-pay vote, the company engaged with shareholders, disclosed their specific concerns regarding the pay programs, and made changes to the programs to address those issues. Further, STI payouts are primarily based on objective goals with improved disclosure and LTI awards are targeted to be half performance-based with multi-year goals. However, the relative TSR metric is not particularly rigorous, the CEO's base salary and bonus target remain relatively high, and the COVID-19 related adjustment to closing-cycle performance shares increased the payouts, which is generally not viewed as appropriate by shareholders. A vote FOR the remaining director nominees is warranted.			
2	Advisory Vote on Say on Pay Frequency	None	One Year	
	Blended Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay.			
3a	Eliminate Supermajority Vote Requirement to Amend Bylaws	For	For	
3b	Eliminate Supermajority Vote Requirement for	For	For	
	Removal of Directors			

# **Newron Pharmaceuticals SpA**

Meeting Date: 04/13/2021

Country: Italy

Meeting Type: Annual

Ticker: NWRN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Ordinary Business		
1	Approve Financial Statements, Statutory Reports, and Allocation of Income	For	For

# **OC Oerlikon Corp. AG**

Meeting Date: 04/13/2021

Country: Switzerland

Meeting Type: Annual

Ticker: OERL

Date range covered: 04/01/2021 to 04/30/2021

# **OC Oerlikon Corp. AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Allocation of Income and Dividends of CHF 0.35 per Share	For	For
3	Approve Discharge of Board of Directors	For	For
4.1.1	Reelect Michael Suess as Director and Board Chairman	For	For
4.1.2	Reelect Paul Adams as Director	For	For
4.1.3	Reelect Irina Matveeva as Director	For	For
4.1.4	Reelect Alexey Moskov as Director	For	For
4.1.5	Reelect Gerhard Pegam as Director	For	For
4.1.6	Reelect Suzanne Thoma as Director	For	For
4.2	Elect Juerg Fedier as Director	For	For
5.1.1	Reappoint Michael Suess as Member of the Human Resources Committee	For	For
5.1.2	Reappoint Alexey Moskov as Member of the Human Resources Committee	For	For
5.1.3	Reappoint Gerhard Pegam as Member of the Human Resources Committee	For	For
5.1.4	Reappoint Suzanne Thoma as Member of the Human Resources Committee	For	For
5.2	Appoint Paul Adams as Member of the Human Resources Committee	For	For
6	Ratify PricewaterhouseCoopers AG as Auditors	For	For
7	Designate Proxy Voting Services GmbH as Independent Proxy	For	For
8	Approve Remuneration Report	For	For
9	Approve Remuneration of Directors in the Amount of CHF 2.6 Million from the 2021 AGM Until 2022 AGM	For	For
10	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 4 Million for the Period July 1, 2021 - June 30, 2022	For	For
11	Approve Variable Remuneration of Executive Committee in the Amount of CHF 3.4 Million for the Period Jan. 1 - Dec. 31, 2020	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **OC Oerlikon Corp. AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
12	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

## **Saudi Basic Industries Corp.**

Meeting Date: 04/13/2021 Country: Saudi Arabia

Meeting Type: Annual Ticker: 2010

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructi
	Ordinary Business		
1	Approve Auditors' Report on Company Financial Statements for FY 2020	For	For
2	Accept Financial Statements and Statutory Reports for FY 2020	For	For
3	Approve Board Report on Company Operations for FY 2020	For	For
4	Ratify Auditors and Fix Their Remuneration for Q2, Q3, Q4 and Annual Statement of FY 2021 and Q1 of FY 2022	For	For
5	Approve Dividends of SAR 1.50 per Share for the First Half of FY 2020	For	For
6	Approve Dividends of SAR 1.50 per Share for the Second Half of FY 2020	For	For
7	Amend Audit Committee Charter	For	Against
	Blended Rationale: A vote AGAINST is warranted as the prop	osed amendment is not in shareholders' interest.	
8	Elect Khalid Al Dabbagh as Director	For	For
9	Elect Ziyad Al Murshad as Director	For	For
10	Elect Olivier Thorel as Director	For	For
11	Approve Increase Size of Audit Committee From 4 to 5 and Elect Salah Al Hariqi as Member of Audit Committee	For	For
12	Approve Discharge of Directors for FY 2020	For	For
13	Approve Interim Dividends Semi Annually or Quarterly for FY 2021	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Swedish Match AB**

Meeting Date: 04/13/2021

Country: Sweden

Meeting Type: Annual

Ticker: SWMA

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
		-	For
1	Open Meeting; Elect Chairman of Meeting	For	
2	Prepare and Approve List of Shareholders	For	For
3	Designate Peter Lundkvist and Filippa Gerstadt Inspectors of Minutes of Meeting	For	For
4	Acknowledge Proper Convening of Meeting	For	For
5	Approve Agenda of Meeting	For	For
6	Approve Remuneration Report	For	For
7	Accept Financial Statements and Statutory Reports	For	For
8	Approve Allocation of Income and Dividends of SEK 15.00 Per Share	For	For
9.a	Approve Discharge of Charles A. Blixt	For	For
9.b	Approve Discharge of Andrew Cripps	For	For
9.c	Approve Discharge of Jacqueline Hoogerbrugge	For	For
9.d	Approve Discharge of Conny Carlsson	For	For
9.e	Approve Discharge of Alexander Lacik	For	For
9.f	Approve Discharge of Pauline Lindwall	For	For
9.g	Approve Discharge of Wenche Rolfsen	For	For
9.h	Approve Discharge of Joakim Westh	For	For
9.i	Approve Discharge of Patrik Engelbrektsson	For	For
9.j	Approve Discharge of Par-Ola Olausson	For	For
9.k	Approve Discharge of Dragan Popovic	For	For
9.1	Approve Discharge of Lars Dahlgren	For	For
10	Determine Number of Members (8) and Deputy Members (0) of Board	For	For
11	Approve Remuneration of Directors in the Amount of SEK 2.25 million to Chair, SEK 1.04 Million to Vice Chair and SEK 900,000 to Other Directors; Approve Remuneration for Committee Work	For	For
12.a	Reelect Charles A. Blixt as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Swedish Match AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
12.b	Reelect Andrew Cripps as Director	For	For
12.c	Reelect Jacqueline Hoogerbrugge as Director	For	For
12.d	Reelect Conny Carlsson as Director	For	For
12.e	Reelect Alexander Lacik as Director	For	For
12.f	Reelect Pauline Lindwall as Director	For	For
12.g	Reelect Wenche Rolfsen as Director	For	For
12.h	Reelect Joakim Westh as Director	For	For
12.i	Reelect Conny Karlsson as Board Chair	For	For
12.j	Reelect Andrew Cripps as Deputy Director	For	For
13	Determine Number of Auditors (1) and Deputy Auditors (0)	For	For
14	Approve Remuneration of Auditors	For	For
15	Ratify Deloitte as Auditors	For	For
16.a	Approve SEK 10.8 Million Reduction in Share Capital via Share Cancellation	For	For
16.b	Approve Bonus Issue	For	For
17	Authorize Share Repurchase Program	For	For
18	Authorize Reissuance of Repurchased Shares	For	For
19	Approve Issuance of Shares up to 10 Per cent of Share Capital without Preemptive Rights	For	For
20.a	Amend Articles Re: Equity-Related; Set Minimum (SEK 200 Million) and Maximum (SEK 800 Million) Share Capital; Set Minimum (1 Billion) and Maximum (4 Billion) Number of Shares	For	For
20.b	Approve 10:1 Stock Split	For	For
21	Amend Articles of Association Re: Editorial Changes	For	For

# **Tecan Group AG**

Meeting Date: 04/13/2021 Country: Switzerland

Meeting Type: Annual

Ticker: TECN

Date range covered: 04/01/2021 to 04/30/2021

## **Tecan Group AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2.1	Approve Allocation of Income and Dividends of CHF 1.15 per Share	For	For
2.2	Approve Transfer of CHF 13.1 Million from Legal Reserves to Free Reserves and Repayment of CHF 1.15 per Share	For	For
3	Approve Discharge of Board and Senior Management	For	For
4.1.1	Reelect Lukas Braunschweiler as Director	For	For
4.1.2	Reelect Oliver Fetzer as Director	For	For
4.1.3	Reelect Heinrich Fischer as Director	For	For
4.1.4	Reelect Karen Huebscher as Director	For	For
4.1.5	Reelect Christa Kreuzburg as Director	For	For
4.1.6	Reelect Daniel Marshak as Director	For	For
4.2	Reelect Lukas Braunschweiler as Board Chairman	For	For
4.3.1	Reappoint Oliver Fetzer as Member of the Compensation Committee	For	For
4.3.2	Reappoint Christa Kreuzburg as Member of the Compensation Committee	For	For
4.3.3	Reappoint Daniel Marshak as Member of the Compensation Committee	For	For
4.4	Ratify Ernst & Young AG as Auditors	For	For
4.5	Designate Proxy Voting Services GmbH as Independent Proxy	For	For
5.1	Approve Remuneration Report (Non-Binding)	For	For
5.2	Approve Remuneration of Directors in the Amount of CHF 1.3 Million	For	For
5.3	Approve Remuneration of Executive Committee in the Amount of CHF 18.5 Million	For	For
6	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

Date range covered: 04/01/2021 to 04/30/2021

### **Tegma Gestao Logistica SA**

Meeting Date: 04/13/2021 Coun

Country: Brazil

Meeting Type: Annual Ticker: TGMA3

posal mber	Proposal Text	Mgmt Rec	Vote Instruct		
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For		
2	Approve Capital Budget	For	For		
3	Approve Allocation of Income and Dividends	For	For		
4	Fix Number of Directors at Six	For	For		
5	Do You Wish to Adopt Cumulative Voting for the Election of the Members of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	None	For		
	the Brazilian Corporate Law?  Blended Rationale: We support this proposal as it enables minorities to appoint independent directors.				
		miles to appoint masperialite an octors.			
5	Elect Directors	For	Against		
5	Elect Directors  Blended Rationale: A vote AGAINST this item is warranted because	For ause, despite meeting the minimum independence requirement according to the proposed board's level of independence fails to	Against		
5 7	Elect Directors  Blended Rationale: A vote AGAINST this item is warranted become fithe Novo Mercado listing segment of the Sao Paulo Stock Expressed the expectations of institutional investors. A vote AGAINS	For ause, despite meeting the minimum independence requirement according to the proposed board's level of independence fails to	Against Against		
	Elect Directors  Blended Rationale: A vote AGAINST this item is warranted become the Novo Mercado listing segment of the Sao Paulo Stock Expensed the expectations of institutional investors. A vote AGAINS board.  In Case There is Any Change to the Board Slate Composition, May Your Votes Still be Counted for the Proposed Slate?  Blended Rationale: A vote AGAINST this request is warranted to	For  ause, despite meeting the minimum independence requirement schange (B3), the proposed board's level of independence fails to T this item is further warranted due to lack of diversity on the  None  Descause potential changes in the board slate composition can anticipated by shareholders at this time. As such, due to the lack			

Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN vote recommendations are warranted for Items 5, 8 and 9.1-9.6 in the absence of publicly available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.

IF CUMULATIVE VOTE IS ADOPTED - If Voting FOR Item 8: Votes Are Distributed in Equal % Amongst Nominees Voted FOR. An AGAINST Vote Is Required If Supporting Candidate(s) Under Cumulative and Not Supporting Any Director(s)/Slate Under Majority Voting Date range covered: 04/01/2021 to 04/30/2021

## **Tegma Gestao Logistica SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
9.1	Percentage of Votes to Be Assigned - Elect Fernando Luiz Schettino Moreira as Director and Paulo Ernesto do Valle Baptista as Alternate	None	Abstain	
	Blended Rationale: Under these items, the company presents selection of directors under the terms of Article 141 of the Brazi voting card issued by the Brazilian Securities Regulator (CVM), companies. ABSTAIN vote recommendations are warranted for information, disclosed in a timely manner, regarding a cumulating the second companies.	and mandatory for all publicly-traded Brazilian Items 5, 8 and 9.1-9.6 in the absence of publicly available		
9.2	Percentage of Votes to Be Assigned - Elect Evandro Luiz Coser as Director and Otacilio Coser Filho as Alternate	None	Abstain	
	Blended Rationale: Under these items, the company presents selection of directors under the terms of Article 141 of the Brazil voting card issued by the Brazilian Securities Regulator (CVM), companies. ABSTAIN vote recommendations are warranted for information, disclosed in a timely manner, regarding a cumulation.	and mandatory for all publicly-traded Brazilian Items 5, 8 and 9.1-9.6 in the absence of publicly available		
9.3	Percentage of Votes to Be Assigned - Elect Mario Sergio Moreira Franco as Director and Francisco Creso Junqueira Franco Junior as Alternate	None	Abstain	
	Blended Rationale: Under these items, the company presents selection of directors under the terms of Article 141 of the Brazi voting card issued by the Brazilian Securities Regulator (CVM), companies. ABSTAIN vote recommendations are warranted for information, disclosed in a timely manner, regarding a cumulating the second security of the second seco	and mandatory for all publicly-traded Brazilian Items 5, 8 and 9.1-9.6 in the absence of publicly available		
9.4	Percentage of Votes to Be Assigned - Elect Orlando Machado Junior as Director and Maria Bernadette Barbieri Coser de Orem as Alternate	None	Abstain	
	Blended Rationale: Under these items, the company presents selection of directors under the terms of Article 141 of the Brazilian Securities Regulator (CVM), companies. ABSTAIN vote recommendations are warranted for information, disclosed in a timely manner, regarding a cumulation.	and mandatory for all publicly-traded Brazilian Items 5, 8 and 9.1-9.6 in the absence of publicly available		
9.5	Percentage of Votes to Be Assigned - Elect Murilo Cesar Lemos dos Santos Passos as Independent Director and Vanessa Claro Lopes as Alternate	None	Abstain	

companies. ABSTAIN vote recommendations are warranted for Items 5, 8 and 9.1-9.6 in the absence of publicly available

information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.

Date range covered: 04/01/2021 to 04/30/2021

## **Tegma Gestao Logistica SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
9.6	Percentage of Votes to Be Assigned - Elect Decio Carbonari de Almeida as Independent Director and Mario Bardella Junior as Alternate	None	Abstain
	Blended Rationale: Under these items, the company presents shareholders with election of directors under the terms of Article 141 of the Brazilian Corporate Law voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for companies. ABSTAIN vote recommendations are warranted for Items 5, 8 and 9. information, disclosed in a timely manner, regarding a cumulative voting requesting the state of the s	w, in accordance with the rules of the remote or all publicly-traded Brazilian 1-9.6 in the absence of publicly available	
10	As an Ordinary Shareholder, Would You like to Request a Separate Minority Election of a Member of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	None	For
11	Elect Murilo Cesar Lemos dos Santos Passos as Board Chairman and Evandro Luiz Cose as Vice-Chairman	For	For
12	Do You Wish to Request Installation of a Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	None	For
13	Fix Number of Fiscal Council Members at Three	For	For
14	Elect Fiscal Council Members	For	For
15	In Case One of the Nominees Leaves the Fiscal Council Slate Due to a Separate Minority Election, as Allowed Under Articles 161 and 240 of the Brazilian Corporate Law, May Your Votes Still Be Counted for the Proposed Slate?	None	Against
	Blended Rationale: A vote AGAINST this request is warranted because lack of tininstitutional investors from making an informed voting decision.	nely disclosure prevents international	
16	As an Ordinary Shareholder, Would You Like to Request a Separate Election of a Member of the Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	None	Abstain
	Blended Rationale: An ABSTAIN vote for this item is warranted because:- By the had not disclosed a fiscal council candidate nominated by ordinary minority sharn prevents international institutional shareholders voting by proxy from making info	eholders; and- Lack of timely disclosure	
17	Approve Remuneration of Company's Management and Fiscal Council	For	For
18	Rectify Remuneration of Company's Management and Fiscal Council for 2020	For	For

Ticker: BK

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

Meeting Date: 04/13/2021 Country: USA

Meeting Type: Annual

Date range covered: 04/01/2021 to 04/30/2021

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

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruc
1a	Elect Director Linda Z. Cook	For	For
1b	Elect Director Joseph J. Echevarria	For	For
1c	Elect Director Thomas P. "Todd" Gibbons	For	For
1d	Elect Director M. Amy Gilliland	For	For
1e	Elect Director Jeffrey A. Goldstein	For	For
1f	Elect Director K. Guru Gowrappan	For	For
1g	Elect Director Ralph Izzo	For	For
1h	Elect Director Edmund F. "Ted" Kelly	For	For
1i	Elect Director Elizabeth E. Robinson	For	For
1j	Elect Director Samuel C. Scott, III	For	For
1k	Elect Director Frederick O. Terrell	For	For
11	Elect Director Alfred W. "AI" Zollar	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify KPMG LLP as Auditors	For	For
4	Reduce Ownership Threshold for Shareholders to Request Action by Written Consent	Against	For

Blended Rationale: A vote FOR this proposal is warranted. A reduction in the ownership threshold required to request a record date to initiate written consent would provide for a more meaningful written consent right for shareholders.

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

Meeting Date: 04/13/2021 Country: Canada

Meeting Type: Annual

Ticker: BNS

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Nora A. Aufreiter	For	For
1.2	Elect Director Guillermo E. Babatz	For	For
1.3	Elect Director Scott B. Bonham	For	For
1.4	Elect Director Lynn K. Patterson	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### The Bank of Nova Scotia

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.5	Elect Director Michael D. Penner	For	For
1.6	Elect Director Brian J. Porter	For	For
1.7	Elect Director Una M. Power	For	For
1.8	Elect Director Aaron W. Regent	For	For
1.9	Elect Director Calin Rovinescu	For	For
1.10	Elect Director Susan L. Segal	For	For
1.11	Elect Director L. Scott Thomson	For	For
1.12	Elect Director Benita M. Warmbold	For	For
2	Ratify KPMG LLP as Auditors	For	For
3	Advisory Vote on Executive Compensation Approach	For	Against

Blended Rationale: A vote AGAINST this non-binding advisory vote is warranted at this time. The quantitative pay-for-performance screen has identified a high concern driven by the bank's relative degree of pay-and-performance alignment (RDA), measured against a comparable group of companies. This comes after in last year's report, Sustainability Advisory Services identified a medium concern driven by RDA as well. As such, it appears the misalignment between company performance and CEO pay increased. While the CEO's total direct compensation decreased by 7 percent over the last fiscal year, a comparison of the bank's pay-for-performance against its banking peers shows a misalignment. The bank's one-, three-, and five-year TSR was the lowest among its banking peers, while the CEO's compensation was ranked near the top. An assessment of the bank's operational performance against its banking peers, as measured by operating leverage and ROE shows similar underperformance. Additionally, EPS, another key performance metric used in setting variable compensation, has been declining as well and went from \$6.90 in 2018, to \$6.72 in 2019, to \$5.43 in 2020. The bank's business performance factor used to establish the CEO's variable compensation is based on these same operational metrics and was only reduced by three factor points (from 91 to 88) based on relative performance. The bank's achievement of a business performance score of 91 prior to adjustment indicates that the bank appears to have set relatively low performance targets. Furthermore, the bank's fiscal 2020 targets were set below the actual results achieved in fiscal 2019. In addition, unlike prior years, the bank did not disclose target thresholds for STIP metrics. In light of the aforementioned, there appears to be a pay-for-performance disconnect at this time.

Shareholder Proposals

4.5

4.6

4.4 SP 1: Produce a Report on Loans Made by the Against For Bank in Support of the Circular Economy

Blended Rationale: A vote FOR this proposal is warranted as shareholders would benefit from additional information regarding the company's sustainability commitments and management of related risks

SP 2: Disclose the Compensation Ratio (Equity Ratio) Used by the Compensation Committee

Against

Against

SP 3: Set a Diversity Target of More than 40% of the Board Members for the Next Five

Against

Against

### **Zug Estates Holding AG**

Years

Meeting Date: 04/13/2021 Country: Switzerland

Meeting Type: Annual Ticker: ZUGN

Date range covered: 04/01/2021 to 04/30/2021

### **Zug Estates Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructi
1.1	Accept Financial Statements and Statutory Reports	For	For
1.2	Approve Remuneration Report	For	Against
	Blended Rationale: A vote AGAINST the remuneration report is remuneration report is poor by market standards and does not - Based on the description in the remuneration report, it appea of executive management is subject to a considerable degree of	allow for an independent assessment of remuneration pract ors that the determination of variable compensation for mem	tices.
2	Approve Allocation of Income and Dividends of CHF 4.40 per Category A Registered Share and CHF 44.00 per Category B Registered Share	For	For
3.1	Approve Remuneration of Directors in the Amount of CHF 800,000	For	For
3.2	Approve Remuneration of Executive Committee in the Amount of CHF 1.2 Million	For	For
4	Approve Discharge of Board and Senior Management	For	For
5.1	Elect Armin Meier as Shareholder Representative of Series B Registered Shares	For	Against
5.2.1	Reelect Beat Schwab as Director	For	Against
	Blended Rationale: A vote AGAINST non-independent director	is warranted since the board is less than 1/3 independent.	
5.2.2	Reelect Annelies Buhofer as Director	For	Against
	Blended Rationale: A vote AGAINST non-independent director	is warranted since the board is less than 1/3 independent.	
5.2.3	Reelect Armin Meier as Director	For	Against
	Blended Rationale: A vote AGAINST non-independent director	is warranted since the board is less than 1/3 independent.	
5.2.4	Reelect Johannes Stoeckli as Director	For	Against
	Blended Rationale: A vote AGAINST non-independent director	is warranted since the board is less than 1/3 independent.	
5.2.5	Reelect Martin Wipfli as Director	For	Against
	Blended Rationale: A vote AGAINST non-independent director	is warranted since the board is less than 1/3 independent.	
5.3	Reelect Beat Schwab as Board Chairman	For	Against
	Diameter of Deticated and Second Seco	NCT the assessed assessing as Best Colourb Assessing Heading	

Blended Rationale: Board elections (Items 5.1-5.3)Votes AGAINST the proposed nominees Beat Schwab, Annelies Haecki Buhofer, Armin Meier, Martin Wipfli, and Johannes Stoeckli are warranted because all nominees are non-independent. A vote AGAINST Martin Wipfli to the board is further warranted because he holds an excessive number of mandates at listed companies. Committee elections (Item 5.4.1-5.4.2)Votes AGAINST the proposed nominees are warranted because their election to the board does not warrant support.

Date range covered: 04/01/2021 to 04/30/2021

# **Zug Estates Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
5.4.1	Reappoint Armin Meier as Member of the Personnel and Compensation Committee	For	Against	
	Blended Rationale: Board elections (Items 5.1-5.3)Votes AGAIN Buhofer, Armin Meier, Martin Wipfli, and Johannes Stoeckli are AGAINST Martin Wipfli to the board is further warranted because companies. Committee elections (Item 5.4.1-5.4.2)Votes AGAIN to the board does not warrant support.	warranted because all nominees are non-independent. A vote		
5.4.2	Reappoint Martin Wipfli as Member of the Personnel and Compensation Committee	For	Against	
	Blended Rationale: Board elections (Items 5.1-5.3)Votes AGAII Buhofer, Armin Meier, Martin Wipfli, and Johannes Stoeckli are AGAINST Martin Wipfli to the board is further warranted because companies. Committee elections (Item 5.4.1-5.4.2)Votes AGAIN to the board does not warrant support.	warranted because all nominees are non-independent. A vote		
5.5	Designate Blum & Partner AG as Independent Proxy	For	For	
5.6	Ratify Ernst & Young AG as Auditors	For	For	
6	Transact Other Business (Voting)	For	Against	
	Blended Rationale: A vote AGAINST is warranted because:- The the proxy in case new voting items or counterproposals are interested directors; and- The content of these any new items or counterproposals are interested by the same of these and the same of these and the same of the sa	proposals is not known at this time. Therefore, it is in		

## **Airbus SE**

Meeting Date: 04/14/2021 Country: Netherlands

Meeting Type: Annual

Ticker: AIR

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda		
1	Open Meeting		
2.1	Discussion on Company's Corporate Governance Structure		
2.2	Receive Report on Business and Financial Statements		
2.3	Receive Explanation on Company's Reserves and Dividend Policy		
3	Discussion of Agenda Items		
4.1	Adopt Financial Statements	For	For
4.2	Approve Discharge of Non-Executive Members of the Board of Directors	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Airbus SE**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4.3	Approve Discharge of Executive Members of the Board of Directors	For	For
4.4	Ratify Ernst & Young Accountants LLP as Auditors	For	For
4.5	Approve Implementation of Remuneration Policy	For	For
4.6	Reelect Rene Obermann as Non-Executive Director	For	For
4.7	Reelect Amparo Moraleda as Non-Executive Director	For	For
4.8	Reelect Victor Chu as Non-Executive Director	For	For
4.9	Reelect Jean-Pierre Clamadieu as Non-Executive Director	For	For
4.10	Grant Board Authority to Issue Shares Up To 0.51 Percent of Issued Capital and Exclude Preemptive Rights Re: ESOP and LTIP Plans	For	For
4.11	Grant Board Authority to Issue Shares Up To 1.15 Percent of Issued Capital and Exclude Preemptive Rights Re: Company Funding	For	For
4.12	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For
4.13	Approve Cancellation of Repurchased Shares	For	For
5	Close Meeting		

# **Capitaland Integrated Commercial Trust**

Meeting Date: 04/14/2021 Country: Singapore

Meeting Type: Annual

Ticker: C38U

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Adopt Report of the Trustee, Statement by the Manager, and Audited Financial Statements and Auditors' Report	For	For
2	Approve KPMG LLP as Auditors and Authorize Manager to Fix Their Remuneration	For	For
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	For	For
4	Authorize Unit Repurchase Program	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **CIMIC Group Limited**

Meeting Date: 04/14/2021 Country: Australia

Meeting Type: Annual Ticker: CIM

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
2	Approve Remuneration Report	For	For
3.1	Elect Russell Chenu as Director	For	For
3.2	Elect Peter Sassenfeld as Director	For	For
3.3	Elect Kathryn Spargo as Director	For	For
4	Approve the Amendments to the Company's Constitution	For	Against

Blended Rationale: A vote AGAINST this resolution is warranted. The proposed amended constitution includes provisions that would permit general meetings to be held by virtual-only means using technology, which is considered problematic at this time. While there is recognition of the potential benefits of participation at shareholder meetings via electronic means, concerns are raised for any moves to completely eliminate any physical shareholder attendance at meetings, given that virtual-only meetings may impact on holding directors publicly accountable or hinder meaningful exchanges between directors and shareholders. It is considered that virtual-only meetings may have a negative impact of shareholder rights, and there is no benefit for shareholders in supporting this proposal at this time. Going forward, constitutional language reflecting a hybrid meeting format, which provides for physical attendance concurrently with the use of technology to hold meetings, does not impact negatively on shareholder rights. It is recognised that there is a case for greater flexibility in meeting formats given the current global health pandemic, however, this has been addressed by the temporary relief enacted by the Australian Government Treasurer and in announcements by the Australian Securities and Investments Commission which have provided an exemption from complying with the Corporations Act regarding holding physical meetings and allowing virtual-only meetings.

#### Compania Cervecerias Unidas SA

Meeting Date: 04/14/2021

Country: Chile

Meeting Type: Annual

Ticker: CCU

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Receive Chairman's Report	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	For	For
3	Approve Allocation of Income and Dividends of CLP 139.17 per Share	For	For
4	Present Dividend Policy and Distribution Procedures	For	For
5	Elect Directors	For	Against

Blended Rationale: A vote AGAINST this item is warranted because:- The names of the director candidates are not disclosed;- The company has bundled the election of directors into a single voting item; and- Undisclosed bundled director election proposals disenfranchise shareholders voting by proxy.

Date range covered: 04/01/2021 to 04/30/2021

## **Compania Cervecerias Unidas SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
6	Approve Remuneration of Directors	For	For
7	Approve Remuneration and Budget of Directors' Committee	For	For
8	Approve Remuneration and Budget of Audit Committee	For	For
9	Appoint Auditors	For	For
10	Designate Risk Assessment Companies	For	For
11	Receive Directors' Committee Report on Activities	For	For
12	Receive Report Regarding Related-Party Transactions	For	For
13	Other Business	For	Against
	Blended Rationale: A vote AGAINST this request is warranted since it cannot be k	known what issues will be raised under this	

Blended Rationale: A vote AGAINST this request is warranted since it cannot be known what issues will be raised under this agenda item.

## **EDP-Energias de Portugal SA**

Meeting Date: 04/14/2021 Country: Portugal

Meeting Type: Annual

Ticker: EDP

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Individual and Consolidated Financial Statements and Statutory Reports	For	For
2	Approve Allocation of Income	For	For
3.1	Appraise Management of Company and Approve Vote of Confidence to Management Board	For	For
3.2	Appraise Supervision of Company and Approve Vote of Confidence to Supervisory Board	For	For
3.3	Appraise Work Performed by Statutory Auditor and Approve Vote of Confidence to Statutory Auditor	For	For
4	Authorize Repurchase and Reissuance of Shares	For	For
5	Authorize Repurchase and Reissuance of Repurchased Debt Instruments	For	For
6	Authorize Increase in Capital Up to 10 Percent via Issuance of Equity or Equity-Linked Securities without Preemptive Rights	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **EDP-Energias de Portugal SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7	Amend Articles	For	For
8	Eliminate Preemptive Rights	For	For
9	Approve Statement on Remuneration Policy Applicable to Executive Board	For	For
10	Approve Statement on Remuneration Policy Applicable to Other Corporate Bodies	For	For
11.1	Elect Corporate Bodies for 2021-2023 Term	For	For
11.2	Appoint PricewaterhouseCoopers & Associados - Sociedade de Revisores de Contas, Lda. as Auditor and Aurelio Adriano Rangel Amado as Alternate for 2021-2023 Term	For	For
11.3	Elect General Meeting Board for 2021-2023 Term	For	For
11.4	Elect Remuneration Committee for 2021-2023 Term	For	For
11.5	Approve Remuneration of Remuneration Committee Members	For	For
11.6	Elect Environment and Sustainability Board for 2021-2023 Term	For	For

## **Geberit AG**

Meeting Date: 04/14/2021 Country: Switzerland

Meeting Type: Annual

Ticker: GEBN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Allocation of Income and Dividends of CHF 11.40 per Share	For	For
3	Approve Discharge of Board of Directors	For	For
4.1.1	Reelect Albert Baehny as Director and Board Chairman	For	For
4.1.2	Reelect Felix Ehrat as Director	For	For
4.1.3	Reelect Werner Karlen as Director	For	For
4.1.4	Reelect Bernadette Koch as Director	For	For
4.1.5	Reelect Eunice Zehnder-Lai as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Geberit AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4.1.6	Elect Thomas Bachmann as Director	For	For
4.2.1	Reappoint Werner Karlen as Member of the Compensation Committee	For	For
4.2.2	Reappoint Eunice Zehnder-Lai as Member of the Compensation Committee	For	For
4.2.3	Appoint Thomas Bachmann as Member of the Compensation Committee	For	For
5	Designate Roger Mueller as Independent Proxy	For	For
6	Ratify PricewaterhouseCoopers AG as Auditors	For	For
7.1	Approve Remuneration Report	For	For
7.2	Approve Remuneration of Directors in the Amount of CHF 2.4 Million	For	For
7.3	Approve Remuneration of Executive Committee in the Amount of CHF 11.5 Million	For	For
8	Approve CHF 116,709 Reduction in Share Capital as Part of the Share Buyback Program via Cancellation of Repurchased Shares	For	For
9	Transact Other Business (Voting)	For	Against
	Blended Rationale: A vote AGAINST is warranted because:- This	s item concerns additional instructions from the share	holder to

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

## **Gurit Holding AG**

Meeting Date: 04/14/2021 Country: Switzerland

Meeting Type: Annual

Ticker: GUR

Proposal lumber	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Allocation of Income and Dividends of CHF 30 per Bearer Share and CHF 6 per Registered Share	For	For
3	Approve Discharge of Board and Senior Management	For	For
4.1	Reelect Peter Leupp as Director and Board Chairman	For	Against

Blended Rationale: A vote AGAINST non-independent director is warranted since the board is less than 1/3 independent.

Date range covered: 04/01/2021 to 04/30/2021

# **Gurit Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
4.2.1	Reelect Stefan Breitenstein as Director	For	Against		
	Blended Rationale: A vote AGAINST non-independent director is warranted since t	he board is less than 1/3 independent.			
4.2.2	Reelect Bettina Gerharz-Kalte as Director	For	Against		
	Blended Rationale: A vote AGAINST non-independent director is warranted since t	he board is less than 1/3 independent.			
4.2.3	Reelect Nick Huber as Director	For	Against		
	Blended Rationale: A vote AGAINST non-independent director is warranted since t	he board is less than 1/3 independent.			
4.2.4	Reelect Philippe Royer as Director	For	Against		
	Blended Rationale: A vote AGAINST non-independent director is warranted since t	he board is less than 1/3 independent.			
4.3	Elect Rudolf Hadorn as Director	For	Against		
	Blended Rationale: A vote AGAINST non-independent director is warranted since t	he board is less than 1/3 independent.			
4.4.1	Reappoint Bettina Gerharz-Kalte as Member of the Compensation Committee	For	Against		
	Blended Rationale: Votes AGAINST the proposed board and compensation commit failure to establish sufficient independence levels.	tee nominees are warranted because of the			
4.4.2	Reappoint Nick Huber as Member of the Compensation Committee	For	Against		
	Blended Rationale: Votes AGAINST the proposed board and compensation commit failure to establish sufficient independence levels.	ttee nominees are warranted because of the			
4.4.3	Reappoint Peter Leupp as Member of the Compensation Committee	For	Against		
	Blended Rationale: Votes AGAINST the proposed board and compensation commit failure to establish sufficient independence levels.	ttee nominees are warranted because of the			
4.5	Designate Brunner Knobel Rechtsanwaelte as Independent Proxy	For	For		
4.6	Ratify PricewaterhouseCoopers AG as Auditors	For	For		
5	Approve Remuneration Report	For	Against		
	Blended Rationale: A vote AGAINST the remuneration report is warranted because:- RSUs awarded under the LTI appear to be measured over a one-year period only 50 percent of the target shares are granted regardless of performance and RSUs are not subject to any performance conditions after the grant date Non-executive directors receive retirement benefits, which might jeopardize their independence.				
6	Approve Fixed Remuneration of Directors in the Amount of CHF 1.2 Million	For	For		
7	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 3.3 Million for the Period July 1, 2021 - June 30, 2022	For	For		
8	Approve Performance-Based Remuneration of Executive Committee in the Amount of CHF 3.8 Million for the Period January 1, 2021 - December 31, 2021	For	For		

Date range covered: 04/01/2021 to 04/30/2021

## **Gurit Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
9	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

# **Hewlett Packard Enterprise Company**

Meeting Date: 04/14/2021

Country: USA

Meeting Type: Annual

Ticker: HPE

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct
1a	Elect Director Daniel Ammann	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1b	Elect Director Pamela L. Carter	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1c	Elect Director Jean M. Hobby	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1d	Elect Director George R. Kurtz	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1e	Elect Director Raymond J. Lane	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1f	Elect Director Ann M. Livermore	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1g	Elect Director Antonio F. Neri	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1h	Elect Director Charles H. Noski	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1i	Elect Director Raymond E. Ozzie	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1j	Elect Director Gary M. Reiner	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		

Date range covered: 04/01/2021 to 04/30/2021

# **Hewlett Packard Enterprise Company**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1k	Elect Director Patricia F. Russo	For	For
	Blended Rationale: A vote FOR the director nominees is warran	ted.	
11	Elect Director Mary Agnes Wilderotter	For	For
	Blended Rationale: A vote FOR the director nominees is warran	ted.	
2	Ratify Ernst & Young LLP as Auditors	For	For
	Blended Rationale: A vote FOR this proposal to ratify the auditor	or is warranted.	
3	Approve Omnibus Stock Plan	For	For
	Blended Rationale: Based on the Equity Plan Scorecard evaluate	ion (EPSC), a vote FOR this proposal is warranted.	
4	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
	Blended Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned. While the committee applied its discretion to the annual incentive payouts, the rationale and the magnitude of the adjustment is reasonable and adjustment details were sufficiently disclosed.		
5	Advisory Vote on Say on Pay Frequency	One Year	One Year

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Daniel Ammann	For	For
1b	Elect Director Pamela L. Carter	For	For
1c	Elect Director Jean M. Hobby	For	For
1d	Elect Director George R. Kurtz	For	For
1e	Elect Director Raymond J. Lane	For	For
1f	Elect Director Ann M. Livermore	For	For
	Blended Rationale: A vote AGAINST Ann Livermore is warranted for serving as a committee.	non-independent member of a key board	
1g	Elect Director Antonio F. Neri	For	For
1h	Elect Director Charles H. Noski	For	For
1i	Elect Director Raymond E. Ozzie	For	For
1j	Elect Director Gary M. Reiner	For	For
1k	Elect Director Patricia F. Russo	For	For
11	Elect Director Mary Agnes Wilderotter	For	For
2	Ratify Ernst & Young LLP as Auditors	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Hewlett Packard Enterprise Company**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3	Approve Omnibus Stock Plan	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
5	Advisory Vote on Say on Pay Frequency	One Year	One Year

# **Husqvarna AB**

Meeting Date: 04/14/2021

Country: Sweden

Meeting Type: Annual

Ticker: HUSQ.B

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Open Meeting		
2	Elect Chairman of Meeting	For	For
3	Prepare and Approve List of Shareholders	For	For
4	Approve Agenda of Meeting	For	For
5	Designate Inspector(s) of Minutes of Meeting	For	For
6	Acknowledge Proper Convening of Meeting	For	For
7.a	Accept Financial Statements and Statutory Reports	For	For
7.b	Approve Allocation of Income and Dividends of SEK 2.40 Per Share	For	For
7.c1	Approve Discharge of Board Member Tom Johnstone	For	For
7.c2	Approve Discharge of Board Member Ulla Litzen	For	For
7.c3	Approve Discharge of Board Member Katarina Martinson	For	For
7.c4	Approve Discharge of Board Member Bertrand Neuschwander	For	For
7.c5	Approve Discharge of Board Member Daniel Nodhall	For	For
7.c6	Approve Discharge of Board Member Lars Pettersson	For	For
7.c7	Approve Discharge of Board Member Christine Robins	For	For
7.c8	Approve Discharge of CEO Henric Andersson	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Husqvarna AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
8.a	Determine Number of Members (8) and Deputy Members (0) of Board	For	For
8.b	Determine Number of Auditors (1) and Deputy Auditors (0)	For	For
9	Approve Remuneration of Directors in the Amount of SEK 2.08 Million to Chairman and SEK 600,000 to Other Directors; Approve Remuneration for Committee Work; Approve Meeting Fees	For	For
10.a1	Reelect Tom Johnstone as Director	For	Abstain
	Blended Rationale: A vote ABSTAIN for candidates Tom Johnstone, Katarina Mai warranted due to their non-independent status on a board with an insufficient le board members is warranted due to their independent status on the board.	•	
10.a2	Reelect Katarina Martinson as Director	For	Abstain
	Blended Rationale: A vote ABSTAIN for candidates Tom Johnstone, Katarina Mai warranted due to their non-independent status on a board with an insufficient le board members is warranted due to their independent status on the board.	•	
10.a3	Reelect Bertrand Neuschwander as Director	For	For
10.a4	Reelect Daniel Nodhall as Director	For	Abstain
	Blended Rationale: A vote ABSTAIN for candidates Tom Johnstone, Katarina Mai warranted due to their non-independent status on a board with an insufficient le board members is warranted due to their independent status on the board.		
10.a5	Reelect Lars Pettersson as Director	For	Abstain
	Blended Rationale: A vote ABSTAIN for candidates Tom Johnstone, Katarina Mar warranted due to their non-independent status on a board with an insufficient le board members is warranted due to their independent status on the board.	•	
10.a6	Reelect Christine Robins as Director	For	For
10.a7	Reelect Henric Andersson as Director	For	For
10.a8	Elect Ingrid Bonde as New Director	For	For
10.b	Elect Tom Johnstone as Board Chairman	For	Abstain
	Blended Rationale: A vote ABSTAIN this item is warranted because the election not supported.	of Tom Johnstone to the board of directors is	
11.a	Ratify KPMG as Auditors	For	For
11.b	Approve Remuneration of Auditors	For	For
12	Approve Remuneration Report	For	For
13	Approve Remuneration Policy And Other Terms of Employment For Executive Management	For	For
14	Approve Performance Share Incentive Program LTI 2021	For	Against

Blended Rationale: A vote AGAINST this proposal is warranted because performance targets for the vesting of shares are not disclosed, making it impossible for shareholders to gauge the program's incentivizing effect on employees.

Date range covered: 04/01/2021 to 04/30/2021

## **Husqvarna AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
15	Approve Equity Plan Financing	For	Against		
	Blended Rationale: A vote AGAINST this proposal is warranted because performance targets for the vesting of shares are not disclosed, making it impossible for shareholders to gauge the program's incentivizing effect on employees.				
16	Approve Issuance of 57.6 Million Class B Shares without Preemptive Rights	For	For		
17	Amend Articles Re: Participation at General Meetings	For	For		
18	Close Meeting				

# **Julius Baer Gruppe AG**

Meeting Date: 04/14/2021 Country: Switzerland

Meeting Type: Annual

Ticker: BAER

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
1.1	Accept Financial Statements and Statutory Reports	For	For
1.2	Approve Remuneration Report	For	For
2	Approve Allocation of Income and Dividends of CHF 1.75 per Share	For	For
3	Approve Discharge of Board and Senior Management	For	For
4.1	Approve Remuneration of Board of Directors in the Amount of CHF 3.9 Million from 2021 AGM Until 2022 AGM	For	For
4.2.1	Approve Variable Cash-Based Remuneration of Executive Committee in the Amount of CHF 11.6 Million for Fiscal 2020	For	For
4.2.2	Approve Variable Share-Based Remuneration of Executive Committee in the Amount of CHF 11.5 Million for Fiscal 2021	For	For
4.2.3	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 9.2 Million for Fiscal 2021	For	For
5.1.1	Reelect Romeo Lacher as Director	For	For
5.1.2	Reelect Gilbert Achermann as Director	For	For
5.1.3	Reelect Heinrich Baumann as Director	For	For
5.1.4	Reelect Richard Campbell-Breeden as Director	For	For
5.1.5	Reelect Ivo Furrer as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Julius Baer Gruppe AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5.1.6	Reelect Claire Giraut as Director	For	For
5.1.7	Reelect Kathryn Shih as Director	For	For
5.1.8	Reelect Eunice Zehnder-Lai as Director	For	For
5.1.9	Reelect Olga Zoutendijk as Director	For	For
5.2	Elect David Nicol as Director	For	For
5.3	Reelect Romeo Lacher as Board Chairman	For	For
5.4.1	Reappoint Gilbert Achermann as Member of the Compensation Committee	For	For
5.4.2	Reappoint Richard Campbell-Breeden as Member of the Compensation Committee	For	For
5.4.3	Appoint Kathryn Shih as Member of the Compensation Committee (as per Sep. 1, 2020)	For	For
5.4.4	Reappoint Eunice Zehnder-Lai as Member of the Compensation Committee	For	For
6	Ratify KPMG AG as Auditors	For	For
7	Designate Marc Nater as Independent Proxy	For	For
8	Approve CHF 51,700 Reduction in Share Capital as Part of the Share Buyback Program via Cancellation of Repurchased Shares	For	For
9	Amend Articles Re: Editorial Changes	For	For
10	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

## **Komax Holding AG**

Meeting Date: 04/14/2021 Country: Switzerland

Meeting Type: Annual Ticker: KOMN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Discharge of Board and Senior Management	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Komax Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3	Approve Allocation of Income and Omission of Dividends	For	For
4.1.1	Reelect Beat Kaelin as Director and Board Chairman	For	For
4.1.2	Reelect David Dean as Director	For	For
4.1.3	Reelect Andreas Haeberli as Director	For	For
4.1.4	Reelect Kurt Haerri as Director	For	For
4.1.5	Reelect Mariel Hoch as Director	For	For
4.1.6	Reelect Roland Siegwart as Director	For	For
4.2.1	Reappoint Andreas Haeberli as Member of the Compensation Committee	For	For
4.2.2	Reappoint Beat Kaelin as Member of the Compensation Committee	For	For
4.2.3	Reappoint Roland Siegwart as Member of the Compensation Committee	For	For
4.3	Designate Thomas Tschuemperlin as Independent Proxy	For	For
4.4	Ratify PricewaterhouseCoopers AG as Auditors	For	For
5.1	Approve Remuneration Report (Non-Binding)	For	For
5.2	Approve Remuneration of Directors in the Amount of CHF 1.1 Million	For	For
5.3	Approve Remuneration of Executive Committee in the Amount of CHF 5.2 Million	For	For
6	Transact Other Business (Voting)	For	Against
	Blended Rationale: A vote AGAINST is warranted because:- This item concerns ac	ditional instructions from the shareholder to	

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

## **Koninklijke Ahold Delhaize NV**

Meeting Date: 04/14/2021 Country: Netherlands

Meeting Type: Annual

Ticker: AD

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
		<b>3</b> · · ·	

Annual Meeting Agenda

1 Open Meeting

Date range covered: 04/01/2021 to 04/30/2021

# **Koninklijke Ahold Delhaize NV**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
2	Receive Report of Management Board (Non-Voting)		
3	Receive Explanation on Company's Reserves and Dividend Policy		
4	Adopt Financial Statements	For	For
5	Approve Dividends of EUR 0.90 Per Share	For	For
6	Approve Remuneration Report	For	For
7	Approve Discharge of Management Board	For	For
8	Approve Discharge of Supervisory Board	For	For
9	Elect Jan Zijderveld to Supervisory Board	For	For
10	Elect Bala Subramanian to Supervisory Board	For	For
11	Ratify PricewaterhouseCoopers Accountants N.V as Auditors	For	For
12	Grant Board Authority to Issue Shares Up to 10 Percent of Issued Capital	For	For
13	Authorize Board to Exclude Preemptive Rights from Share Issuances	For	For
14	Authorize Board to Acquire Common Shares	For	For
15	Approve Cancellation of Repurchased Shares	For	For
16	Close Meeting		

# **Lenzing AG**

Meeting Date: 04/14/2021

Country: Austria

Meeting Type: Annual

Ticker: LNZ

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2020 (Non-Voting)		
2	Approve Discharge of Management Board for Fiscal Year 2020	For	For
3	Approve Discharge of Supervisory Board for Fiscal Year 2020	For	For
4	Approve Remuneration of Supervisory Board Members for Fiscal Year 2020	For	For
5	Approve Remuneration of Supervisory Board Members for Fiscal Year 2021	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Lenzing AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
6.1	Elect Peter Edelmann as Supervisory Board Member	For	For	
6.2	Elect Stefan Fida as Supervisory Board Member	For	For	
6.3	Elect Markus Fuerst as Supervisory Board Member	For	Against	
	Blended Rationale: Votes FOR the proposed nominess Peter Edelmar to lack of concerns. A vote AGAINST the proposed nominee Markus F would exceed four years.			
6.4	Elect Thomas Prinzhorn as Supervisory Board Member	For	For	
7	Approve Remuneration Report	For	Against	
	Blended Rationale: A vote AGAINST the remuneration report is warranted because discretionary payments are a component of the remuneration system and special awards were granted during the period under review, which is a breach of market best practice.			
8	Approve Remuneration Policy	For	Against	
	Blended Rationale: A vote AGAINST this resolution is warranted because:- The proposed policy contains significant scope for the award of discretionary payments. Such payments represent a serious breach of good remuneration practices and falls short of market best practice standards.			
9	Ratify KPMG Austria GmbH as Auditors for Fiscal Year 2021	For	For	
10.1	New/Amended Proposals from Shareholders	None	Against	
	Blended Rationale: Votes AGAINST these items are warranted because shareholder to the proxy in case new or amended voting items are in the management and/or supervisory boards (Item 10.2); and-The continuous this time. Therefore, it is in shareholders' best interest to warranteed to be shareholders.	ntroduced at the meeting by shareholders (Ite content of these new items or counterproposa	em 10.a) or Is is not	
10.2	New/Amended Proposals from Management and Supervisory Board	None	Against	
	Blended Rationale: Votes AGAINST these items are warranted because shareholder to the proxy in case new or amended voting items are in the management and/or supervisory boards (Item 10.2); and-The continuous this time. Therefore, it is in shareholders' best interest to vote the supervisory boards (Item 10.2); and the continuous this time.	ntroduced at the meeting by shareholders (Ite content of these new items or counterproposa	em 10.a) or Is is not	

# **Minth Group Limited**

**Meeting Date:** 04/14/2021 **Country:** Cayman Islands

Meeting Type: Special

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve CNY Share Issue and the Specific Mandate	For	For

Ticker: 425

Date range covered: 04/01/2021 to 04/30/2021

# **Minth Group Limited**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
2	Authorize Board to Handle All Matters in Relation to the CNY Share Issue	For	For
3	Approve Plan for Distribution of Profits Accumulated before the CNY Share Issue	For	For
4	Approve Policy for Stabilization of the Price of the CNY Shares for the Three Years after the CNY Share Issue	For	For
5	Approve Profits Distribution Policy and the Dividend Return Plan for the Three Years after the CNY Share Issue	For	For
6	Approve Use of Proceeds from the CNY Share Issue	For	For
7	Approve Remedial Measures for the Potential Dilution of Immediate Returns by the CNY Share Issue	For	For
8	Approve Undertakings and the Corresponding Binding Measures in Connection with the CNY Share Issue	For	For
9	Approve Rules of Procedure for General Meetings of Shareholders	For	For
10	Approve Rules of Procedure for Board Meetings	For	For
11	Authorize Board to Handle All Matters in Relation to the Ordinary Resolutions	For	For
12	Amend Articles of Association	For	For

## **Petroleo Brasileiro SA**

Meeting Date: 04/14/2021 Country: Brazil

Meeting Type: Special

Ticker: PETR4

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Absorption of Companhia de Desenvolvimento e Modernizacao de Plantas IndustriaisS.A. (CDMPI)	For	For
2	In the Event of a Second Call, the Voting Instructions Contained in this Remote Voting Card May Also be Considered for the Second Call?	None	For

Blended Rationale: A vote FOR this administrative request is warranted.

Date range covered: 04/01/2021 to 04/30/2021

### **Petroleo Brasileiro SA**

Meeting Date: 04/14/2021

Country: Brazil

Meeting Type: Annual

Ticker: PETR4

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For
2	Approve Allocation of Income and Dividends	For	For
3	Elect Fiscal Council Members	For	Abstain
	Blended Rationale: An ABSTAIN vote recommendation is warrar minority shareholders to concentrate their votes on the election under Item 5 of this meeting agenda.	•	
4	In Case One of the Nominees Leaves the Fiscal Council Slate Due to a Separate Minority Election, as Allowed Under Articles 161 and 240 of the Brazilian Corporate Law, May Your Votes Still Be Counted for the Proposed Slate?	None	Against
	Blended Rationale: A vote AGAINST this request is warranted be institutional investors from making an informed voting decision.	, , , , , , , , , , , , , , , , , , ,	
5	Elect Patricia Valente Stierli as Fiscal Council Member and Robert Juenemann as Alternate Appointed by Minority Shareholder	None	For
	Blended Rationale: A vote FOR this item is warranted because:- appointed by minority shareholders have been disclosed;- Then There are no known concerns regarding the proposed minority voting instructions if they seek to elect a specific candidate.	e is no indication of competing minority ordinary nomine	
6	Approve Remuneration of Company's Management and Fiscal Council	For	For
7	In the Event of a Second Call, the Voting Instructions Contained in this Remote Voting Card May Also be Considered for the Second Call?	None	For

## **Petroleo Brasileiro SA**

Meeting Date: 04/14/2021

Country: Brazil

Meeting Type: Annual

Ticker: PETR4

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction

Meeting for Preferred Shareholders

Date range covered: 04/01/2021 to 04/30/2021

### **Petroleo Brasileiro SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Elect Michele da Silva Gonsales Torres as Fiscal Council Member and Antonio Emilio Bastos de Aguiar Freire as Alternate Appointed by Preferred Shareholder	None	For
	Blended Rationale: A vote FOR this item is warranted because:- appointed by minority preferred shareholders have been disclos nominees; and- There are no known concerns regarding the pro-	red;- There is no indication of competing minority preferro	ed
2	In the Event of a Second Call, the Voting Instructions Contained in this Remote Voting	None	For

# **Randon SA Implementos e Participacoes**

Meeting Date: 04/14/2021

Country: Brazil

Meeting Type: Annual

Ticker: RAPT4

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Meeting for Preferred Shareholders		
1	As a Preferred Shareholder, Would You like to Request a Separate Minority Election of a Member of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	None	For
2	Do You Wish to Request Installation of a Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	None	For

# **Royal KPN NV**

**Meeting Date:** 04/14/2021

Country: Netherlands

Meeting Type: Annual

Ticker: KPN

Proposal			Vote
	Proposal Text	Mgmt Rec	Instruction
		<b></b>	

Annual Meeting Agenda

1 Open Meeting and Announcements

Date range covered: 04/01/2021 to 04/30/2021

# **Royal KPN NV**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
2	Receive Report of Management Board (Non-Voting)		
3	Adopt Financial Statements	For	For
4	Approve Remuneration Report	For	For
5	Receive Explanation on Company's Reserves and Dividend Policy		
6	Approve Dividends of EUR 0.13 Per Share	For	For
7	Approve Discharge of Management Board	For	For
8	Approve Discharge of Supervisory Board	For	For
9	Ratify Ernst & Young Accountants LLP as Auditors	For	For
10	Opportunity to Make Recommendations		
11	Elect E.J.C. Overbeek to Supervisory Board	For	For
12	Elect G.J.A. van de Aast to Supervisory Board	For	For
13	Announce Vacancies on the Supervisory Board		
14	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For
15	Approve Reduction in Share Capital through Cancellation of Shares	For	For
16	Grant Board Authority to Issue Shares Up to 10 Percent of Issued Capital	For	For
17	Authorize Board to Exclude Preemptive Rights from Share Issuances	For	For
18	Other Business (Non-Voting)		
19	Close Meeting		

# **Seagate Technology Plc**

Meeting Date: 04/14/2021 Country: Ireland

Meeting Type: Court

Ticker: STX

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Court Meeting		
1	Approve Scheme of Arrangement	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Seagate Technology Plc**

Meeting Date: 04/14/2021

Country: Ireland

Meeting Type: Special

Ticker: STX

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Scheme of Arrangement	For	For
2	Amend Constitution	For	For
3	Approve Creation of Distributable Reserves	For	For
4	Adjourn Meeting	For	For

# **Smith & Nephew Plc**

Meeting Date: 04/14/2021

Country: United Kingdom

Meeting Type: Annual

Ticker: SN

			Vala
Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Remuneration Report	For	For
3	Approve Final Dividend	For	For
4	Re-elect Roland Diggelmann as Director	For	For
5	Re-elect Erik Engstrom as Director	For	For
6	Re-elect Robin Freestone as Director	For	For
7	Elect John Ma as Director	For	For
8	Elect Katarzyna Mazur-Hofsaess as Director	For	For
9	Elect Rick Medlock as Director	For	For
10	Elect Anne-Francoise Nesmes as Director	For	For
11	Re-elect Marc Owen as Director	For	For
12	Re-elect Roberto Quarta as Director	For	Against
	Blended Rationale: Votes AGAINST incumbent Nominating Committee chair Robe diversity on the board. Votes FOR the remaining nominees are warranted.	rto Quarta are warranted for lack of gender	
13	Re-elect Angie Risley as Director	For	For
14	Elect Bob White as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Smith & Nephew Plc**

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

### **Sulzer AG**

Meeting Date: 04/14/2021

Country: Switzerland

Meeting Type: Annual

Ticker: SUN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Accept Financial Statements and Statutory Reports	For	For
1.2	Approve Remuneration Report (Non-Binding)	For	For
2	Approve Allocation of Income and Dividends of CHF 4.00 per Share	For	For
3	Approve Discharge of Board and Senior Management	For	For
4.1	Approve Remuneration of Directors in the Amount of CHF 3 Million	For	For
4.2	Approve Remuneration of Executive Committee in the Amount of CHF 19.5 Million	For	For
5.1	Reelect Peter Loescher as Director and Board Chairman	For	For
5.2.1	Reelect Hanne Sorensen as Director	For	For
5.2.2	Reelect Matthias Bichsel as Director	For	For
5.2.3	Reelect Mikhail Lifshitz as Director	For	For
5.2.4	Reelect Alexey Moskov as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **Sulzer AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5.2.5	Reelect Gerhard Roiss as Director	For	For
5.3.1	Elect Suzanne Thoma as Director	For	For
5.3.2	Elect David Metzger as Director	For	For
6.1.1	Reappoint Hanne Sorensen as Member of the Compensation Committee	For	For
6.1.2	Reappoint Gerhard Roiss as Member of the Compensation Committee	For	For
6.2	Appoint Suzanne Thoma as Member of the Compensation Committee	For	For
7	Ratify KPMG AG as Auditors	For	For
8	Designate Proxy Voting Services GmbH as Independent Proxy	For	For
9	Approve Creation of CHF 17,000 Pool of Conditional Capital for Bonds or Similar Debt Instruments	For	For
10	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

### **TORM PIc**

Meeting Date: 04/14/2021 Country: United Kingdom

Meeting Type: Annual Ticker: TRMD.A

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Remuneration Report	For	For
3	Approve Remuneration Policy	For	Against
	Blended Rationale: A vote AGAINST this resolution is warranted because:- Up to sole discretion of the Company's Board of Directors.	50% of the CEO s base salary is based on the	
4	Reappoint Ernst & Young LLP as Auditors	For	For
5	Authorise Board to Fix Remuneration of Auditors	For	For
6	Adopt New Articles of Association	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Tornos Holding AG**

Meeting Date: 04/14/2021 Country: Switzerland

Meeting Type: Annual

Ticker: TOHN

oposal umber	Proposal Text	Mgmt Rec	Vote Instruct
	Open Meeting		
	Accept Financial Statements and Statutory Reports	For	For
	Approve Treatment of Net Loss	For	For
1	Approve Discharge of Board of Directors	For	For
2	Approve Discharge of Senior Management	For	For
5.1	Reelect Francois Frote as Director	For	Against
	Blended Rationale: Votes AGAINST incumbent board chair Francois Frote are warranted for lack of gender diversity on the board. Board elections (Items 5.1-6) Votes AGAINST the proposed nominees are warranted because of the failure to establish a sufficiently independent board. Compensation committee elections (Items 7.1-7.4) Votes AGAINST the proposed nominees are warranted because their elections to the board do not warrant support.		
5.2	Reelect Michel Rollier as Director	For	Against
	Blended Rationale: Votes AGAINST incumbent board chair Francois Frote are warranted for lack of gender diversity on the board. Board elections (Items 5.1-6) Votes AGAINST the proposed nominees are warranted because of the failure to establish a sufficiently independent board. Compensation committee elections (Items 7.1-7.4) Votes AGAINST the proposed nominees are warranted because their elections to the board do not warrant support.		
5.3	Reelect Walter Fust as Director	For	Against
	Blended Rationale: Votes AGAINST incumbent board chair Francois Frote are warranted for lack of gender diversity on the board.Board elections (Items 5.1-6)Votes AGAINST the proposed nominees are warranted because of the failure to establish a sufficiently independent board.Compensation committee elections (Items 7.1-7.4)Votes AGAINST the proposed nominees are warranted because their elections to the board do not warrant support.		
5.4	Reelect Till Fust as Director	For	Against
	Blended Rationale: Votes AGAINST incumbent board chair Francois Frote are warranted for lack of gender diversity on the board.Board elections (Items 5.1-6)Votes AGAINST the proposed nominees are warranted because of the failure to establish a sufficiently independent board.Compensation committee elections (Items 7.1-7.4)Votes AGAINST the proposed nominees are warranted because their elections to the board do not warrant support.		
6	Reelect Francois Frote as Board Chairman	For	Against
	Blended Rationale: Votes AGAINST incumbent board chair Francois Frote are warranted for lack of gender diversity on the board. Board elections (Items 5.1-6)Votes AGAINST the proposed nominees are warranted because of the failure to establish a sufficiently independent board. Compensation committee elections (Items 7.1-7.4)Votes AGAINST the proposed nominees are warranted because their elections to the board do not warrant support.		
			Against

sufficiently independent board. Compensation committee elections (Items 7.1-7.4) Votes AGAINST the proposed nominees are

warranted because their elections to the board do not warrant support.

Date range covered: 04/01/2021 to 04/30/2021

# **Tornos Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
7.2	Reappoint Michel Rollier as Member of the Compensation Committee	For	Against	
	, , , , , , , , , , , , , , , , , , , ,	sed nominees are warranted because of the failure to establish a ions (Items 7.1-7.4)Votes AGAINST the proposed nominees are		
7.3	Reappoint Walter Fust as Member of the Compensation Committee	For	Against	
	, , , , , , , , , , , , , , , , , , , ,	sed nominees are warranted because of the failure to establish a ions (Items 7.1-7.4)Votes AGAINST the proposed nominees are		
7.4	Reappoint Till Fust as Member of the Compensation Committee	For	Against	
		sed nominees are warranted because of the failure to establish a ions (Items 7.1-7.4)Votes AGAINST the proposed nominees are		
8	Designate Roland Schweizer as Independent Proxy	For	For	
9	Ratify PricewaterhouseCoopers SA as Auditors	For	For	
10.1	Approve Remuneration of Directors in the Amount of CHF 500,000 and 40,000 Stock Options	For	Against	
	Blended Rationale: A vote AGAINST this resolution is warrante	d because non-executive directors receive stock options.		
10.2	Approve Remuneration of Executive Committee in the Amount of CHF 1.5 Million in Fixed Remuneration, CHF 800,000 in Variable Remuneration, and 150,000 Stock Options	For	Against	
	Blended Rationale: A vote AGAINST this proposal is warranted executive management that vest in fewer than three years.	because Tornos Holding AG continues to issue equity awards to		
11	Transact Other Business (Voting)	For	Against	
	Blended Rationale: A vote AGAINST is warranted because:- The the proxy in case new voting items or counterproposals are interested in the content of these any new items or countershareholders' best interest to vote against this item on a precause of the content	proposals is not known at this time. Therefore, it is in		

### **Aker BP ASA**

Meeting Date: 04/15/2021 Country: Norway

Meeting Type: Annual Ticker: AKRBP

Date range covered: 04/01/2021 to 04/30/2021

# **Aker BP ASA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Open Meeting; Registration of Attending Shareholders and Proxies		
2	Elect Chairman of Meeting; Designate Inspector(s) of Minutes of Meeting	For	Do Not Vote
3	Approve Notice of Meeting and Agenda	For	Do Not Vote
4	Accept Financial Statements and Statutory Reports	For	Do Not Vote
5	Approve Remuneration Policy And Other Terms of Employment For Executive Management	For	Do Not Vote
	Blended Rationale: A vote AGAINST this item is warranted beca severance terms.	use the proposed remuneration guidelines has no disclo	osure on
6	Approve Remuneration of Auditors for 2020	For	Do Not Vote
7	Approve Remuneration of Directors	For	Do Not Vote
8	Approve Remuneration of Nomination Committee	For	Do Not Vote
9	Reelect Kjell Inge Rokke, Kate Thomson and Anne Marie Cannon (Vice Chair) as Directors for a Term of Two Years; Elect Paula Doyle as New Director for a Term of Two Years	For	Do Not Vote
	Blended Rationale: A vote AGAINST this proposal is warranted of	due insufficient independence among the board member	rs.
10	Approve Creation of NOK 18 Million Pool of Capital without Preemptive Rights	For	Do Not Vote
	Blended Rationale: A vote AGAINST this issuance authorization used to thwart takeovers.	is warranted because the authorization could potentially	y be
11	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	For	Do Not Vote
	Blended Rationale: A vote AGAINST this proposal to repurchase be used to thwart takeovers.	company shares is warranted because the authorization	n could
12	Authorize Board to Distribute Dividends	For	Do Not Vote

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Open Meeting; Registration of Attending Shareholders and Proxies		
2	Elect Chairman of Meeting; Designate Inspector(s) of Minutes of Meeting	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Aker BP ASA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3	Approve Notice of Meeting and Agenda	For	For
4	Accept Financial Statements and Statutory Reports	For	For
5	Approve Remuneration Policy And Other Terms of Employment For Executive Management	For	Against
	Blended Rationale: A vote AGAINST this item is warranted because the properties severance terms.	posed remuneration guidelines has no disclosure on	
6	Approve Remuneration of Auditors for 2020	For	For
7	Approve Remuneration of Directors	For	For
8	Approve Remuneration of Nomination Committee	For	For
9	Reelect Kjell Inge Rokke, Kate Thomson and Anne Marie Cannon (Vice Chair) as Directors for a Term of Two Years; Elect Paula Doyle as New Director for a Term of Two Years	For	Against
	Blended Rationale: A vote AGAINST this proposal is warranted due insufficie	ent independence among the board members.	
10	Approve Creation of NOK 18 Million Pool of Capital without Preemptive Rights	For	Against
	Blended Rationale: A vote AGAINST this issuance authorization is warranted used to thwart takeovers.	d because the authorization could potentially be	
11	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	For	Against
	Blended Rationale: A vote AGAINST this proposal to repurchase company subsetused to thwart takeovers.	hares is warranted because the authorization could	
12	Authorize Board to Distribute Dividends	For	For

# **Arca Continental SAB de CV**

Meeting Date: 04/15/2021 Country: Mexico

Meeting Type: Annual

Ticker: AC

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve CEO's Report on Results and Operations of Company, Auditor's Report and Board's Opinion; Approve Board's Report on Activities; Approve Report of Audit and Corporate Practices Committee; Receive Report on Adherence to Fiscal Obligations	For	For
2	Approve Allocation of Income and Cash Dividends of MXN 2.94 Per Share	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Arca Continental SAB de CV**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3	Set Maximum Amount of Share Repurchase Reserve	For	For
4	Elect Directors, Verify their Independence Classification, Approve their Remuneration and Elect Secretaries	For	Against
	Blended Rationale: A vote AGAINST these items is warranted because are not disclosed; - The company has bundled the election of director election proposals disenfranchise shareholders voting by	ctors into a single voting item; and- Undisclosed L	
5	Approve Remuneration of Board Committee Members; Elect Chairman of Audit and Corporate Practices Committee	For	Against
	Blended Rationale: A vote AGAINST these items is warranted beca are not disclosed;- The company has bundled the election of director election proposals disenfranchise shareholders voting by	ctors into a single voting item; and- Undisclosed L	
6	Appoint Legal Representatives	For	For
7	Approve Minutes of Meeting	For	For

### **Bucher Industries AG**

Meeting Date: 04/15/2021

Country: Switzerland

Meeting Type: Annual

Ticker: BUCN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Discharge of Board and Senior Management	For	For
3	Approve Allocation of Income and Dividends of CHF 6.50 per Share	For	For
4.1	Amend Articles Re: Opting Out Clause	For	For
4.2	Amend Articles Re: Size of Compensation Committee	For	For
4.3	Amend Articles Re: Remuneration of Directors	For	For
5.1.1	Reelect Anita Hauser as Director	For	For

Blended Rationale: Board elections (Items 5.1.1-5.1.6) Votes AGAINST the non-independent nominees: Philip Mosimann, Anita Hauser, Michael Hauser, and Heinrich Spoerry are warranted because of the failure to establish a sufficiently independent board. Votes AGAINST Heinrich Spoerry and Michael Hauser are further warranted due to the failure to establish a sufficiently independent audit committee and because Spoerry is the non-independent chair. Votes FOR the independent nominees Martin Hirzel and Valentin Vogt are warranted due to a lack of concerns. Compensation committee elections (Items 5.2.1-5.2.2) A vote AGAINST Anita Hauser is warranted because her election to the board does not warrant support. A vote FOR Valentin Vogt is warranted due to a lack of concerns.

Date range covered: 04/01/2021 to 04/30/2021

# **Bucher Industries AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
5.1.2	Reelect Michael Hauser as Director	For	Against	
	Hauser, Michael Hauser, and Heinrich Spoerry are warranted board. Votes AGAINST Heinrich Spoerry and Michael Hauser a independent audit committee and because Spoerry is the non Hirzel and Valentin Vogt are warranted due to a lack of conc	AGAINST the non-independent nominees: Philip Mosimann, Anita because of the failure to establish a sufficiently independent are further warranted due to the failure to establish a sufficiently in-independent chair. Votes FOR the independent nominees Martineerns. Compensation committee elections (Items 5.2.1-5.2.2) A vote the board does not warrant support. A vote FOR Valentin Vogt is		
5.1.3	Reelect Martin Hirzel as Director	For	For	
5.1.4	Reelect Philip Mosimann as Director and Board Chairman	For	For	
	Hauser, Michael Hauser, and Heinrich Spoerry are warranted board Votes AGAINST Heinrich Spoerry and Michael Hauser a independent audit committee and because Spoerry is the non Hirzel and Valentin Vogt are warranted due to a lack of conc	AGAINST the non-independent nominees: Philip Mosimann, Anita because of the failure to establish a sufficiently independent are further warranted due to the failure to establish a sufficiently n-independent chair. Votes FOR the independent nominees Martin erns. Compensation committee elections (Items 5.2.1-5.2.2)A vote the board does not warrant support. A vote FOR Valentin Vogt is		
5.1.5	Reelect Heinrich Spoerry as Director	For	Against	
	Hauser, Michael Hauser, and Heinrich Spoerry are warranted board. Votes AGAINST Heinrich Spoerry and Michael Hauser a independent audit committee and because Spoerry is the non Hirzel and Valentin Vogt are warranted due to a lack of conc	AGAINST the non-independent nominees: Philip Mosimann, Anita because of the failure to establish a sufficiently independent are further warranted due to the failure to establish a sufficiently in-independent chair. Votes FOR the independent nominees Martin erns. Compensation committee elections (Items 5.2.1-5.2.2)A vote the board does not warrant support. A vote FOR Valentin Vogt is		
5.1.6	Reelect Valentin Vogt as Director	For	For	
5.2.1	Reappoint Anita Hauser as Member of the Compensation Committee	For	For	
	Hauser, Michael Hauser, and Heinrich Spoerry are warranted board. Votes AGAINST Heinrich Spoerry and Michael Hauser a independent audit committee and because Spoerry is the non Hirzel and Valentin Vogt are warranted due to a lack of conc	AGAINST the non-independent nominees: Philip Mosimann, Anita because of the failure to establish a sufficiently independent are further warranted due to the failure to establish a sufficiently n-independent chair. Votes FOR the independent nominees Martin erns. Compensation committee elections (Items 5.2.1-5.2.2)A vote the board does not warrant support. A vote FOR Valentin Vogt is		
5.2.2	Reappoint Valentin Vogt as Member of the Compensation Committee	For	For	
5.3	Designate Keller KLG as Independent Proxy	For	For	
5.4	Ratify PricewaterhouseCoopers AG as Auditors	For	For	
6.1	Approve Variable Remuneration of Executive Committee in the Amount of CHF 2.2 Million	For	For	
6.2	Approve Remuneration Report (Non-Binding)	For	For	
6.3	Approve Remuneration of Directors in the Amount of CHF 1.3 Million	For	For	

Date range covered: 04/01/2021 to 04/30/2021

### **Bucher Industries AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
6.4	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 5 Million	For	For
7	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

# **BVZ Holding AG**

Meeting Date: 04/15/2021

Country: Switzerland

Meeting Type: Annual

Ticker: BVZN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports (Non-Voting)		
2	Accept Financial Statements and Statutory Reports	For	For
3	Approve Discharge of Board and Senior Management	For	For
4	Approve Allocation of Income and Omission of Dividends	For	For
5.1.1	Reelect Carole Ackermann as Director	For	For
5.1.2	Reelect Brigitte Hauser-Sueess as Director	For	For
5.1.3	Reelect Balthasar Meier as Director	For	For
5.1.4	Reelect Christoph Ott as Director	For	For
5.1.5	Reelect Patrick Z'Brun as Director	For	For
5.1.6	Elect Paul-Marc Julen as Director	For	For
5.1.7	Elect Peter Arnold as Director	For	For
5.2	Elect Patrick Z'Brun as Board Chairman	For	For
5.3.1	Appoint Patrick Z'Brun as Member of the Compensation Committee	For	For
5.3.2	Appoint Carole Ackermann as Member of the Compensation Committee	For	For
5.3.3	Appoint Peter Arnold as Member of the Compensation Committee	For	For
5.4	Ratify KPMG AG as Auditors	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **BVZ Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5.5	Designate Chantal Carlen as Independent Proxy	For	For
6.1	Approve Remuneration of Directors for Fiscal Year 2021	For	For
6.2	Approve Remuneration of Executive Committee for Fiscal Year 2021	For	Against
	Blended Rationale: A vote AGAINST this proposal is warranted becaus of its executive committee remuneration makes it difficult to assess th outsider perspective The board of directors has the power to award	ne pay system's true performance alignment from an	
6.3	Approve Remuneration of Directors for the First Quarter of Fiscal Year 2022	For	For
6.4	Approve Remuneration of Executive Committee for the First Quarter of Fiscal Year 2022	For	Against
	Blended Rationale: A vote AGAINST this proposal is warranted because of its executive committee remuneration makes it difficult to assess the outsider perspective. The board of directors has the power to award	ne pay system's true performance alignment from an	
7	Transact Other Business (Voting)	For	Against
	Blended Rationale: A vote AGAINST is warranted because:- This item the proxy in case new voting items or counterproposals are introduced directors; and- The content of these any new items or counterproposal shareholders' best interest to vote against this item on a precautionar	d at the meeting by shareholders or the board of als is not known at this time. Therefore, it is in	

# **CALIDA Holding AG**

Meeting Date: 04/15/2021 Country: Switzerland

Meeting Type: Annual

Ticker: CALN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports (Non-Voting)		
2	Receive Auditor's Report (Non-Voting)		
3.1	Accept Annual Report 2020	For	For
3.2	Accept Financial Statements and Statutory Reports	For	For
3.3	Approve Remuneration Report	For	Against

Blended Rationale: A vote AGAINST the remuneration report is warranted because:- According to the remuneration report, board members (including non-executives) are eligible to receive stock options. No stock options were granted to board members in 2020.- There is a general lack of disclosure regarding the CEO's old long-term incentive, its performance metrics, and the target thresholds therein.

Date range covered: 04/01/2021 to 04/30/2021

# **CALIDA Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3.4	Approve Allocation of Income and Dividends of CHF 1.60 per Share	For	For
4	Amend Articles Re: Non-Binding Approval of Corporate Social Responsibility Report	For	For
5	Approve Corporate Social Responsibility Report (Non-Binding)	For	For
6	Approve Discharge of Board and Senior Management	For	For
7.1	Reelect Hans-Kristian Hoejsgaard as Director and Board Chairman	For	For
7.2.1	Reelect Marco Gadola as Director	For	For
7.2.2	Reelect Nathalie Gaveau as Director	For	For
7.2.3	Reelect Gregor Greber as Director	For	For
7.2.4	Reelect Erich Kellenberger as Director	For	For
7.2.5	Reelect Lukas Morscher as Director	For	For
7.2.6	Reelect Stefan Portmann as Director	For	For
7.3.1	Reappoint Hans-Kristian Hoejsgaard as Member of the Compensation Committee	For	For
7.3.2	Reappoint Marco Gadola as Member of the Compensation Committee	For	For
8	Ratify Ernst & Young AG as Auditors	For	For
9	Designate Grossenbacher Rechtsanwaelte AG as Independent Proxy	For	For
10.1	Approve Remuneration of Directors in the Amount of CHF 900,000	For	For
10.2	Approve Fixed and Short-Term Variable Remuneration of Executive Committee in the Amount of CHF 4 Million	For	For
10.3	Approve Long-Term Variable Remuneration of Executive Committee in the Amount of CHF 1 Million	For	For
11	Transact Other Business (Voting)	For	Against
	Riended Rationale: A vote AGAINST is warranted because: This item of	oncerns additional instructions from the s	shareholder to

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these any new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

### **CAP SA**

Meeting Date: 04/15/2021 Country: Chile

Meeting Type: Annual Ticker: CAP

Date range covered: 04/01/2021 to 04/30/2021

# **CAP SA**

roposal umber	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Annual Report, Financial Statements, Company Status Report and Auditor's Report	For	For
2	Approve Dividends of USD 0.69 Per Share and Interim Dividends of USD 1 per Share; Approve Dividend Policy	For	For
3	Elect Directors	For	Against
	Blended Rationale: A vote AGAINST this item is warranted because The company has bundled the election of directors into a single proposals disenfranchise shareholders voting by proxy.		•
4	Approve Remuneration of Directors	For	For
_	American Accelina	For	For
5	Appoint Auditors	. •.	101
	Designate Risk Assessment Companies	For	For
5 6 7			
6	Designate Risk Assessment Companies  Approve Annual Report, Remuneration and	For	For
6 7	Designate Risk Assessment Companies  Approve Annual Report, Remuneration and Budget of Directors' Committee  Receive Report Regarding Related-Party	For	For For

Blended Rationale: A vote AGAINST this request is warranted since it cannot be known what issues will be raised under this agenda item.

# **Celanese Corporation**

Meeting Date: 04/15/2021

Country: USA

Meeting Type: Annual

Ticker: CE

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Jean S. Blackwell	For	For
1b	Elect Director William M. Brown	For	For
1c	Elect Director Edward G. Galante	For	For
1d	Elect Director Kathryn M. Hill	For	For
1e	Elect Director David F. Hoffmeister	For	For
1f	Elect Director Jay V. Ihlenfeld	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Celanese Corporation**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1g	Elect Director Deborah J. Kissire	For	For
1h	Elect Director Kim K. W. Rucker	For	For
1i	Elect Director Lori J. Ryerkerk	For	For
1j	Elect Director John K. Wulff	For	For
2	Ratify KPMG LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

# **Cicor Technologies Ltd.**

Meeting Date: 04/15/2021

Country: Switzerland

Meeting Type: Annual

Ticker: CICN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Treatment of Net Loss	For	For
3	Approve Dividends of CHF 1.00 per Share from Capital Contribution Reserves	For	For
4	Approve Discharge of Board and Senior Management	For	For
5	Approve Remuneration of Directors in the Amount of CHF 300,000	For	For
6.1	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 1 Million	For	For
6.2	Approve Variable Remuneration of Executive Committee in the Amount of CHF 750,000	For	For
7	Approve Remuneration Report	For	For
8.1	Reelect Andreas Dill as Director	For	Against

Blended Rationale: Board elections (Items 8.1-8.4)At Cicor Technologies Ltd., the board is only 25 percent independent. Due to the company's failure to establish a sufficiently independent board, votes against the non-independent nominees Andreas Dill, Daniel Frutig, and Ruediger Merz are warranted. Votes AGAINST incumbent nominees Andreas Dill and Erich Haefeli are warranted for lack of gender diversity on the board. Compensation committee Elections (Items 9.1-9.3)Votes against the non-independent nominees Andreas Dill, Daniel Frutig, and Ruediger Merz are warranted because their elections to the board do not warrant support.

Date range covered: 04/01/2021 to 04/30/2021

# **Cicor Technologies Ltd.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructi
8.2	Reelect Erich Haefeli as Director	For	Against
	the company's failure to establish a sufficiently independ Daniel Frutig, and Ruediger Merz are warranted. Votes A warranted for lack of gender diversity on the board.Com	or Technologies Ltd., the board is only 25 percent independent. Due to lent board, votes against the non-independent nominees Andreas Dill, IGAINST incumbent nominees Andreas Dill and Erich Haefeli are pensation committee Elections (Items 9.1-9.3)Votes against the and Ruediger Merz are warranted because their elections to the board	
8.3	Elect Daniel Frutig as Director and Board Chairman	For	Against
	the company's failure to establish a sufficiently independ Daniel Frutig, and Ruediger Merz are warranted. Votes A warranted for lack of gender diversity on the board.Com	or Technologies Ltd., the board is only 25 percent independent. Due to lent board, votes against the non-independent nominees Andreas Dill, IGAINST incumbent nominees Andreas Dill and Erich Haefeli are pensation committee Elections (Items 9.1-9.3)Votes against the and Ruediger Merz are warranted because their elections to the board	
8.4	Elect Ruediger Merz as Director	For	Against
	the company's failure to establish a sufficiently independent of paniel Frutig, and Ruediger Merz are warranted. Votes A warranted for lack of gender diversity on the board.Com	or Technologies Ltd., the board is only 25 percent independent. Due to lent board, votes against the non-independent nominees Andreas Dill, IGAINST incumbent nominees Andreas Dill and Erich Haefeli are pensation committee Elections (Items 9.1-9.3)Votes against the and Ruediger Merz are warranted because their elections to the board	
9.1	Reappoint Andreas Dill as Member of the Compensation Committee	For	Against
	the company's failure to establish a sufficiently independent Daniel Frutig, and Ruediger Merz are warranted. Votes A warranted for lack of gender diversity on the board.Com	or Technologies Ltd., the board is only 25 percent independent. Due to lent board, votes against the non-independent nominees Andreas Dill, IGAINST incumbent nominees Andreas Dill and Erich Haefeli are pensation committee Elections (Items 9.1-9.3)Votes against the and Ruediger Merz are warranted because their elections to the board	
9.2	Appoint Daniel Frutig as Member of the Compensation Committee	For	Against
	the company's failure to establish a sufficiently independent Daniel Frutig, and Ruediger Merz are warranted. Votes A warranted for lack of gender diversity on the board.Com	or Technologies Ltd., the board is only 25 percent independent. Due to lent board, votes against the non-independent nominees Andreas Dill, IGAINST incumbent nominees Andreas Dill and Erich Haefeli are pensation committee Elections (Items 9.1-9.3)Votes against the and Ruediger Merz are warranted because their elections to the board	
9.3	Appoint Ruediger Merz as Member of the Compensation Committee	For	Against
	the company's failure to establish a sufficiently independ Daniel Frutig, and Ruediger Merz are warranted. Votes A warranted for lack of gender diversity on the board.Com	or Technologies Ltd., the board is only 25 percent independent. Due to lent board, votes against the non-independent nominees Andreas Dill, GAINST incumbent nominees Andreas Dill and Erich Haefeli are pensation committee Elections (Items 9.1-9.3)Votes against the and Ruediger Merz are warranted because their elections to the board	
10	Ratify KPMG AG as Auditors	For	For
11	Designate Pascal Moesch as Independent Proxy	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Cicor Technologies Ltd.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
12	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because: - This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these any new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

# **CIMB Group Holdings Berhad**

Meeting Date: 04/15/2021 Country: Malaysia

Meeting Type: Annual

Ticker: 1023

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Elect Mohd Nasir Ahmad as Director	For	For
2	Elect Robert Neil Coombe as Director	For	For
3	Elect Afzal Abdul Rahim as Director	For	For
4	Elect Abdul Rahman Ahmad as Director	For	For
5	Elect Serena Tan Mei Shwen as Director	For	For
6	Approve Director's Fees	For	For
7	Approve Directors' Allowances and Benefits	For	For
8	Approve PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	For	For
9	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	For	For
10	Approve Issuance of New Ordinary Shares Under the Dividend Reinvestment Scheme	For	For
11	Authorize Share Repurchase Program	For	For

# **CIMB Group Holdings Berhad**

Meeting Date: 04/15/2021 Country: Malaysia

> Ticker: 1023 Meeting Type: Special

Date range covered: 04/01/2021 to 04/30/2021

# **CIMB Group Holdings Berhad**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructio
1	Approve Proposed Establishment of Long Term Incentive Plan	For	Against
	Blended Rationale: A vote AGAINST these resolutions is warranted because:- The Plan lacks challenging performance criteria and meaningful vesting periods Performance conditions have not been disclosed.		
2	Approve Allocation of LTIP Awards to Abdul Rahman Ahmad	For	Against
	Blended Rationale: A vote AGAINST these resolutions is warrants and meaningful vesting periods Performance conditions have n		ce criteria

# **CNH Industrial NV**

Meeting Date: 04/15/2021

Country: Netherlands

Meeting Type: Annual

Ticker: CNHI

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructio
"	Annual Meeting Agenda		
1	Open Meeting		
2.a	Receive Explanation on Company's Reserves and Dividend Policy		
2.b	Adopt Financial Statements and Statutory Reports	For	For
2.c	Approve Dividends of EUR 0.11 Per Share	For	For
2.d	Approve Discharge of Directors	For	For
3	Approve Remuneration Report	For	Against
	Blended Rationale: A vote AGAINST is warranted because:- An STI 2020 award but is without further information A one time period. However, we do acknowledge that the remuneration rep- company provided clear disclosure on the applicable targets du the 2021 STI plan.	share award without compelling rationale and redu oort is in line with market practice regarding disclosu	ced vesting ure and the
4.a	Reelect Suzanne Heywood as Executive Director	For	For
4.b	Elect Scott W. Wine as Executive Director	For	For
4.c	Reelect Howard W. Buffett as Non-Executive Director	For	For
4.d	Reelect Tufan Erginbilgic as Non-Executive Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **CNH Industrial NV**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4.e	Reelect Leo W. Houle as Non-Executive Director	For	For
4.f	Reelect John B. Lanaway as Non-Executive Director	For	For
4.g	Reelect Alessandro Nasi as Non-Executive Director	For	For
4.h	Reelect Lorenzo Simonelli as Non-Executive Director	For	For
4.i	Reelect Vagn Sorensen as Non-Executive Director	For	Against
	Blended Rationale: A vote AGAINST nominee Vagn Soerensen is warranted as th	e nominee is considered to be overboarded.	
5	Ratify Ernst & Young Accountants LLP as Auditors	For	For
6	Authorize Repurchase of Up to 10 Percent of Issued Common Shares	For	For
7	Close Meeting		

### Dow Inc.

Meeting Date: 04/15/2021

Country: USA

Meeting Type: Annual

Ticker: DOW

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Samuel R. Allen	For	For
1b	Elect Director Gaurdie Banister, Jr.	For	For
1c	Elect Director Wesley G. Bush	For	For
1d	Elect Director Richard K. Davis	For	For
1e	Elect Director Debra L. Dial	For	For
1f	Elect Director Jeff M. Fettig	For	For
1g	Elect Director Jim Fitterling	For	For
1h	Elect Director Jacqueline C. Hinman	For	For
<b>1</b> i	Elect Director Luis A. Moreno	For	For
1j	Elect Director Jill S. Wyant	For	For
1k	Elect Director Daniel W. Yohannes	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

Date range covered: 04/01/2021 to 04/30/2021

### Dow Inc.

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3	Amend Omnibus Stock Plan	For	For
4	Approve Qualified Employee Stock Purchase Plan	For	For
5	Ratify Deloitte & Touche LLP as Auditors	For	For
6	Provide Right to Act by Written Consent	Against	For
	Blended Rationale: A vote FOR this proposal is warranted given that the ability to		

shareholder rights.

### **Elma Electronic AG**

Meeting Date: 04/15/2021 Country: Switzerland

Meeting Type: Annual

Ticker: ELMN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Allocation of Income and Omission of Dividends	For	For
3	Approve Discharge of Board and Senior Management	For	For
4.1	Approve Remuneration of Directors in the Amount of CHF 300,000	For	For
4.2	Approve Remuneration of Executive Committee in the Amount of CHF 1.2 Million	For	For
5.1	Reelect Martin Wipfli as Director	For	Against
	Blended Rationale: Votes AGAINST the current board chair Mar Hotz and Fred Ruegg are warranted for lack of diversity on the committee nominees are warranted due to the failure to establi	board. Votes AGAINST the proposed board and compensation	
5.2	Reelect Walter Haeusermann as Director	For	Against
	Blended Rationale: Votes AGAINST the proposed board and confailure to establish sufficient independence levels.	mpensation committee nominees are warranted due to the	
5.3	Reelect Peter Hotz as Director	For	Against
	Blended Rationale: Votes AGAINST the current board chair Mar Hotz and Fred Ruegg are warranted for lack of diversity on the committee nominees are warranted due to the failure to establ	board. Votes AGAINST the proposed board and compensation	
5.4	Reelect Fred Ruegg as Director	For	Against
	Plandad Patianalas Votas ACAINST the current heard chair Mar	tin Windi and incombant Naminating Committee mambars I	Patau

Blended Rationale: Votes AGAINST the current board chair Martin Wipfli, and incumbent Nominating Committee members Peter Hotz and Fred Ruegg are warranted for lack of diversity on the board. Votes AGAINST the proposed board and compensation committee nominees are warranted due to the failure to establish sufficient independence levels.

Date range covered: 04/01/2021 to 04/30/2021

# **Elma Electronic AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
5.5	Reelect Martin Wipfli as Board Chairman	For	Against	
	Blended Rationale: Votes AGAINST the current board chair Ma Hotz and Fred Ruegg are warranted for lack of diversity on the committee nominees are warranted due to the failure to estab		-	
6.1	Reappoint Peter Hotz as Member of the Compensation Committee	For	Against	
	Blended Rationale: Votes AGAINST the current board chair Ma Hotz and Fred Ruegg are warranted for lack of diversity on the committee nominees are warranted due to the failure to estab		,	
6.2	Appoint Fred Ruegg as Member of the Compensation Committee	For	Against	
	Blended Rationale: Votes AGAINST the current board chair Martin Wipfli, and incumbent Nominating Committee members Peter Hotz and Fred Ruegg are warranted for lack of diversity on the board. Votes AGAINST the proposed board and compensation committee nominees are warranted due to the failure to establish sufficient independence levels.			
7	Designate FRORIEP Legal AG as Independent Proxy	For	For	
8	Ratify PricewaterhouseCoopers AG as Auditors	For	For	
9	Transact Other Business (Voting)	For	Against	

# **Emmi AG**

Meeting Date: 04/15/2021 Country: Switzerland

Meeting Type: Annual

Ticker: EMMN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Discharge of Board of Directors	For	For
3	Approve Allocation of Income and Dividends of CHF 13.00 per Share	For	For
4.1	Approve Fixed Remuneration of Directors in the Amount of CHF 1.1 Million	For	For
4.2	Approve Fixed Remuneration of the Agricultural Council in the Amount of CHF 40,000	For	For
4.3	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 5.5 Million	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Emmi AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
4.4	Approve Variable Remuneration of Executive Committee in the Amount of CHF 1.1 Million	For	For	
5.1.1	Reelect Konrad Graber as Director and Board Chairman	For	For	
5.1.2	Reelect Thomas Oehen-Buehlmann as Director	For	For	
5.1.3	Reelect Monique Bourquin as Director	For	For	
5.1.4	Reelect Christina Johansson as Director	For	For	
5.1.5	Reelect Alexandra Quillet as Director	For	For	
5.1.6	Reelect Franz Steiger as Director	For	For	
5.1.7	Reelect Diana Strebel as Director	For	For	
5.2.1	Elect Dominik Buergy as Director	For	For	
5.2.2	Elect Thomas Grueter as Director	For	For	
5.3.1	Reappoint Konrad Graber as Member of the Personnel and Compensation Committee	For	Against	
	Blended Rationale: Board Elections (Items 5.1.1-5.2.2)Votes FOR the concerns. Compensation Committee Elections (Items 5.3.1-5.3.3)Votes and Thomas Oehen-Buehlmann are warranted due to the failure to es independent nominee Monique Bourquin is warranted due to a lack of	s AGAINST the non-independent nominees Konrad tablish a majority-independent committee.A vote	Graber	
5.3.2	Reappoint Monique Bourquin as Member of the Personnel and Compensation Committee	For	For	
5.3.3	Reappoint Thomas Oehen-Buehlmann as Member of the Personnel and Compensation Committee	For	Against	
	Blended Rationale: Board Elections (Items 5.1.1-5.2.2) Votes FOR the proposed nominees are warranted due to a lack of concerns. Compensation Committee Elections (Items 5.3.1-5.3.3) Votes AGAINST the non-independent nominees Konrad Graber and Thomas Oehen-Buehlmann are warranted due to the failure to establish a majority-independent committee. A vote FOR the independent nominee Monique Bourquin is warranted due to a lack of concerns.			
6	Ratify KPMG AG as Auditors	For	For	
7	Designate Pascal Engelberger as Independent Proxy	For	For	
8	Transact Other Business (Voting)	For	Against	

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

# **Fairfax Financial Holdings Limited**

Meeting Date: 04/15/2021 Country: Canada

Meeting Type: Annual Ticker: FFH

Date range covered: 04/01/2021 to 04/30/2021

# **Fairfax Financial Holdings Limited**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Anthony F. Griffiths	For	For
1.2	Elect Director Robert J. Gunn	For	For
1.3	Elect Director David L. Johnston	For	For
1.4	Elect Director Karen L. Jurjevich	For	For
1.5	Elect Director R. William McFarland	For	For
1.6	Elect Director Christine N. McLean	For	For
1.7	Elect Director Timothy R. Price	For	For
1.8	Elect Director Brandon W. Sweitzer	For	For
1.9	Elect Director Lauren C. Templeton	For	For
1.10	Elect Director Benjamin P. Watsa	For	For
1.11	Elect Director V. Prem Watsa	For	For
1.12	Elect Director William C. Weldon	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For

### **Ferrari NV**

Meeting Date: 04/15/2021

**Country:** Netherlands

Meeting Type: Annual

Ticker: RACE

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda		_
1	Open Meeting		
2.a	Receive Director's Board Report (Non-Voting)		
2.b	Receive Explanation on Company's Reserves and Dividend Policy		
2.c	Approve Remuneration Report	For	For
2.d	Adopt Financial Statements and Statutory Reports	For	For
2.e	Approve Dividends of EUR 0.867 Per Share	For	For
2.f	Approve Discharge of Directors	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Ferrari NV**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3.a	Reelect John Elkann as Executive Director	For	For
3.b	Reelect Piero Ferrari as Non-Executive Director	For	For
3.c	Reelect Delphine Arnault as Non-Executive Director	For	For
3.d	Reelect Francesca Bellettini as Non-Executive Director	For	For
3.e	Reelect Eduardo H. Cue as Non-Executive Director	For	For
3.f	Reelect Sergio Duca as Non-Executive Director	For	For
3.g	Reelect John Galantic as Non-Executive Director	For	For
3.h	Reelect Maria Patrizia Grieco as Non-Executive Director	For	For
3.i	Reelect Adam Keswick as Non-Executive Director	For	Against
	Blended Rationale: A vote AGAINST nominee Adam Keswick is warranted as the n	ominee are considered to be overboarded.	
4	Appoint Ernst & Young Accountants LLP as Auditors	For	For
5.1	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital	For	For
5.2	Authorize Board to Exclude Preemptive Rights from Share Issuances	For	For
5.3	Grant Board Authority to Issue Special Voting Shares	For	Against
	Blended Rationale: A vote AGAINST is warranted because this proposal would acc structure and deviates from the one-share-one-vote principle, because loyal share has one vote.		
6	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For
7	Approve Awards to Executive Director	For	For
8	Close Meeting		

# **Genting Singapore Limited**

Meeting Date: 04/15/2021 Country: Singapore

Meeting Type: Annual Ticker: G13

Date range covered: 04/01/2021 to 04/30/2021

# **Genting Singapore Limited**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	For	For
2	Approve Final Dividend	For	For
3	Elect Jonathan Asherson as Director	For	For
4	Elect Tan Wah Yeow as Director	For	For
5	Elect Hauw Sze Shiung Winston as Director	For	For
6	Approve Directors' Fees	For	For
7	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	For	For
8	Approve Renewal of Mandate for Interested Person Transactions	For	For
9	Authorize Share Repurchase Program	For	For

# **ICA Gruppen AB**

**Meeting Date:** 04/15/2021 **Country:** Sweden

Meeting Type: Annual

Ticker: ICA

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Open Meeting		
2	Elect Chairman of Meeting	For	For
3	Designate Inspector(s) of Minutes of Meeting	For	For
4	Prepare and Approve List of Shareholders	For	For
5	Approve Agenda of Meeting	For	For
6	Acknowledge Proper Convening of Meeting	For	For
7	Receive Financial Statements and Statutory Reports		
8	Accept Financial Statements and Statutory Reports	For	For
9	Approve Allocation of Income and Dividends of SEK 13.00 Per Share	For	For
10.a	Approve Discharge of Claes-Goran Sylven	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **ICA Gruppen AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
10.b	Approve Discharge of Cecilia Daun Wennborg	For	For		
10.c	Approve Discharge of Lennart Evrell	For	For		
10.d	Approve Discharge of Andrea Gisle Joosen	For	For		
10.e	Approve Discharge of Fredrik Hagglund	For	For		
10.f	Approve Discharge of Jeanette Jager	For	For		
10.g	Approve Discharge of Magnus Moberg	For	For		
10.h	Approve Discharge of Fredrik Persson	For	For		
10.i	Approve Discharge of Bo Sandstrom	For	For		
10.j	Approve Discharge of Anette Wiotti	For	For		
10.k	Approve Discharge of Jonathon Clarke	For	For		
10.1	Approve Discharge of Magnus Rehn	For	For		
10.m	Approve Discharge of Daniela Fagernas	For	For		
10.n	Approve Discharge of Ann Lindh	For	For		
10.o	Approve Discharge of Marcus Strandberg	For	For		
10.p	Approve Discharge of Per Stromberg	For	For		
10.q	Approve Discharge of Anders Svensson	For	For		
11	Approve Remuneration Report	For	For		
12	Determine Number of Members (10) and Deputy Members (0) of Board; Determine Number of Auditors (1) and Deputy Auditors (0)	For	For		
13	Approve Remuneration of Directors in the Amount of SEK 1.2 Million for Chairman and SEK 580,000 for Other Directors; Approve Remuneration for Committee Work; Approve Remuneration of Auditors	For	For		
14.a	Elect Charlotte Svensson as New Director	For	For		
14.b	Reelect Cecilia Daun Wennborg as Director	For	Against		
	Blended Rationale: A vote FOR candidates Claes-Goran Sylven, Lennart Evrell, Andrea Gisle Joosen, Fredrik Hagglund, Magnus Moberg, Fredrik Persson, Bo Sandstrom, Charlotte Svensson, and Anette Wiotti is warranted due to a lack of concern regarding the suitability of these individuals in particular. A vote AGAINST candidate Cecilia Daun Wennborg (Item 14b) because the candidate is overboarded.				
14.c	Reelect Lennart Evrell as Director	For	For		
14.d	Reelect Andrea Gisle Joosen as Director	For	For		
14.e	Reelect Fredrik Hagglund as Director	For	For		
14.f	Reelect Magnus Moberg as Director	For	For		

Date range covered: 04/01/2021 to 04/30/2021

# **ICA Gruppen AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
14.g	Reelect Fredrik Persson as Director	For	For
14.h	Reelect Bo Sandstrom as Director	For	For
14.i	Reelect Claes-Goran Sylven as Director	For	For
14.j	Reelect Anette Wiotti as Director	For	For
15	Reelect Claes-Goran Sylven as Board Chair	For	For
16	Ratify KPMG as Auditors	For	For
17	Authorize Chairman of Board and Representatives of Three of Company's Largest Shareholders to Serve on Nominating Committee	For	For
18	Close Meeting		

# **Inphi Corporation**

Meeting Date: 04/15/2021

Country: USA

Meeting Type: Special

Ticker: IPHI

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

# **Kardex Holding AG**

Meeting Date: 04/15/2021

Country: Switzerland

Meeting Type: Annual

Ticker: KARN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Accept Financial Statements and Statutory Reports	For	For
1.2	Approve Remuneration Report (Non-Binding)	For	For
2	Approve Allocation of Income and Dividends of CHF 4.00 per Share	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Kardex Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3	Approve Discharge of Board and Senior Management	For	For
4.1.1	Reelect Jakob Bleiker as Director	For	For
4.1.2	Reelect Philipp Buhofer as Director	For	For
4.1.3	Reelect Eugen Elmiger as Director	For	For
4.1.4	Reelect Andreas Haeberli as Director	For	For
4.1.5	Reelect Ulrich Looser as Director	For	Against
	Blended Rationale: Votes FOR the proposed nominees Philipp Buhofer, Jakob Ble. Haeberli are warranted due to a lack of concerns. Votes AGAINST incumbent Nomwarranted for lack of gender diversity on the board.		
4.1.6	Reelect Felix Thoeni as Director	For	For
4.2	Elect Felix Thoeni as Board Chairman	For	For
4.3.1	Appoint Philipp Buhofer as Member of the Compensation Committee	For	For
4.3.2	Appoint Eugen Elmiger as Member of the Compensation Committee	For	For
4.3.3	Appoint Ulrich Looser as Member of the Compensation Committee	For	Against
	Blended Rationale: Votes FOR the proposed nominees Philipp Buhofer, Jakob Ble. Haeberli are warranted due to a lack of concerns. Votes AGAINST incumbent Nomwarranted for lack of gender diversity on the board.		
4.4	Designate Wenger & Vieli AG as Independent Proxy	For	For
4.5	Ratify PricewaterhouseCoopers AG as Auditors	For	For
5.1	Approve Remuneration of Directors in the Amount of CHF 1.2 Million	For	Against
	Blended Rationale: A vote AGAINST this resolution is warranted because- The paremunerate directors for additional projects and tasks that are outside the scope expenses for additional work paid to members of the board of directors continue remuneration paid.	of their board and committee work Total	
5.2	Approve Remuneration of Executive Committee in the Amount of CHF 4.8 Million	For	For
6	Transact Other Business (Voting)	For	Against
	Blended Rationale: A vote AGAINST is warranted because:- This item concerns a	dditional instructions from the shareholder to	

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

Date range covered: 04/01/2021 to 04/30/2021

### **Kudelski SA**

Meeting Date: 04/15/2021

Country: Switzerland

Meeting Type: Annual

Ticker: KUD

roposal lumber	Proposal Text	Mgmt Rec	Vote Instruct		
1	Accept Financial Statements and Statutory Reports	For	For		
2	Approve Allocation of Income and Dividends of CHF 0.10 per Bearer Share and CHF 0.01 per Registered Share	For	For		
3	Approve Discharge of Board and Senior Management	For	For		
4.1	Approve Remuneration of Directors in the Amount of CHF 1.8 Million	For	For		
4.2	Approve Remuneration of Executive Committee in the Amount of CHF 11.5 Million	For	Against		
	Blended Rationale: A vote AGAINST this proposal is warranted increase in remuneration, and the company has not provided a concerns regarding the company's remuneration practices for G	an explanation for the proposed increase; and- There are			
5.1	Elect Laurent Dassault as Director	For	Against		
	Blended Rationale: A vote AGAINST non-independent director is warranted since the board is less than 1/3 independent.				
5.2	Elect Patrick Foetisch as Director	For	Against		
5.2	Elect Patrick Foetisch as Director  Blended Rationale: A vote AGAINST non-independent director		Against		
5.2 5.3			Against For		
5.3	Blended Rationale: A vote AGAINST non-independent director	is warranted since the board is less than 1/3 independent.	<del>-</del>		
5.3 5.4	Blended Rationale: A vote AGAINST non-independent director  Elect Michael Hengartner as Director	is warranted since the board is less than 1/3 independent.  For	For		
	Blended Rationale: A vote AGAINST non-independent director  Elect Michael Hengartner as Director  Elect Andre Kudelski as Director	is warranted since the board is less than 1/3 independent.  For  For  For	For For		
5.3 5.4 5.5	Blended Rationale: A vote AGAINST non-independent director  Elect Michael Hengartner as Director  Elect Andre Kudelski as Director  Elect Marguerite Kudelski as Director	is warranted since the board is less than 1/3 independent.  For  For  For	For For		
5.3 5.4	Blended Rationale: A vote AGAINST non-independent director  Elect Michael Hengartner as Director  Elect Andre Kudelski as Director  Elect Marguerite Kudelski as Director  Blended Rationale: A vote AGAINST non-independent director	For	For For Against		
5.3 5.4 5.5	Blended Rationale: A vote AGAINST non-independent director  Elect Michael Hengartner as Director  Elect Andre Kudelski as Director  Elect Marguerite Kudelski as Director  Blended Rationale: A vote AGAINST non-independent director  Elect Pierre Lescure as Director	For	For For Against		

Date range covered: 04/01/2021 to 04/30/2021

# Kudelski SA

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
6	Reelect Andre Kudelski as Board Chairman	For	Against
	the failure to establish a majority independent audit committee, committee. Votes FOR CEO Andre Kudelski and the independent warranted. However, a vote AGAINST the appointment of Andre	rure are warranted because of the failure to establish a arguerite Kudelski and Claude Smadja are warranted because of a whereas Claude Smadja also serve as chair of the audit at directors Alec Ross and Michael Hengartner are a kudelski as chairman is warranted (Item 6), because he is also a 7.1-7.4) Votes AGAINST the non-independent nominees Patrick cause of the failure to establish a majority-independent	
7.1	Appoint Patrick Foetisch as Member of the Nomination and Compensation Committee	For	Against
	the failure to establish a majority independent audit committee, committee. Votes FOR CEO Andre Kudelski and the independent warranted. However, a vote AGAINST the appointment of Andre	rure are warranted because of the failure to establish a arguerite Kudelski and Claude Smadja are warranted because of a whereas Claude Smadja also serve as chair of the audit at directors Alec Ross and Michael Hengartner are a kudelski as chairman is warranted (Item 6), because he is also a 7.1-7.4) Votes AGAINST the non-independent nominees Patrick cause of the failure to establish a majority-independent	
7.2	Appoint Pierre Lescure as Member of the Nomination and Compensation Committee	For	Against
	the failure to establish a majority independent audit committee, committee. Votes FOR CEO Andre Kudelski and the independent warranted. However, a vote AGAINST the appointment of Andre	rure are warranted because of the failure to establish a arguerite Kudelski and Claude Smadja are warranted because of a whereas Claude Smadja also serve as chair of the audit at directors Alec Ross and Michael Hengartner are a kudelski as chairman is warranted (Item 6), because he is also a 7.1-7.4) Votes AGAINST the non-independent nominees Patrick cause of the failure to establish a majority-independent	
7.3	Appoint Claude Smadja as Member of the Nomination and Compensation Committee	For	Against
	Blended Rationale: Board elections (Items 5.1-5.8, 6) Votes AGA Dassault, Patrick Foetisch, Marguerite Kudelski, and Pierre Lesc sufficiently independent board. Furthermore, votes AGAINST Matthe failure to establish a majority independent audit committee, committee. Votes FOR CEO Andre Kudelski and the independent warranted. However, a vote AGAINST the appointment of Andre CEO of the company. Compensation committee elections (Items Foetisch, Pierre Lescure, and Claude Smadja are warranted becommittee. A vote FOR the independent director Alec Ross is was		
7.4	Appoint Alec Ross as Member of the Nomination and Compensation Committee	For	For
8	Designate Olivier Colomb as Independent Proxy	For	For
9	Ratify PricewaterhouseCoopers SA as Auditors	For	For
10	Approve Creation of CHF 5.1 Million Pool of Capital without Preemptive Rights	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Kudelski SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
11	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

# **LE Lundbergforetagen AB**

Meeting Date: 04/15/2021 Country: Sweden

Meeting Type: Annual Ticker: LUND.B

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Elect Chairman of Meeting	For	For
2.A	Designate Carina Silberg as Inspector of Minutes of Meeting	For	For
2.B	Designate Erik Brändstrom as Inspector of Minutes of Meeting	For	For
3	Prepare and Approve List of Shareholders	For	For
4	Approve Agenda of Meeting	For	For
5	Acknowledge Proper Convening of Meeting	For	For
6.A	Receive Financial Statements and Statutory Reports		
6.B	Receive Auditor's Report on Application of Guidelines for Remuneration for Executive Management		
7.A	Accept Financial Statements and Statutory Reports	For	For
7.B1	Approve Discharge of Board Chairman Mats Guldbrand	For	For
7.B2	Approve Discharge of Board Member Carl Bennet	For	For
7.B3	Approve Discharge of Board Member Lilian Fossum Biner	For	For
7.B4	Approve Discharge of Board Member Louise Lindh	For	For
7.B5	Approve Discharge of Board Member and CEO Fredrik Lundberg	For	For
7.B6	Approve Discharge of Board Member Katarina Martinson	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **LE Lundbergforetagen AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
7.B7	Approve Discharge of Board Member Sten Peterson	For	For	
7.B8	Approve Discharge of Board Member Lars Pettersson	For	For	
7.B9	Approve Discharge of Board Member Bo Selling	For	For	
7.C	Approve Allocation of Income and Dividends of SEK 3.50 Per Share	For	For	
8	Determine Number of Members (9) and Deputy Members (0) of Board	For	For	
9	Approve Remuneration of Directors in the Amount of SEK 870,000 for Chairman and SEK 290,000 for other Directors; Approve Remuneration of Auditors	For	For	
10.A	Reelect Mats Guldbrand (Chairman) as Director	For	For	
10.B	Reelect Carl Bennet as Director	For	Against	
	Blended Rationale: A vote FOR candidates Guldbrand, Fossum Biner, Martinsson, 10.f, 10.g, 10.h and 10.i) as there are no concerns with these candidates in particular Lundberg (Items 10.d and 10.e) is warranted due to the presence of an executive audit committee. A vote AGAINST candidates Bennet and Lundberg (Items 10.b as overboarded.	cular.A vote AGAINST candidates Lindh and e on the board combined with the lack of an		
10.C	Reelect Lilian Fossum Biner as Director	For	For	
10.D	Reelect Louise Lindh as Director	For	Against	
	Blended Rationale: A vote FOR candidates Guldbrand, Fossum Biner, Martinsson, 10.f, 10.g, 10.h and 10.i) as there are no concerns with these candidates in particular Lundberg (Items 10.d and 10.e) is warranted due to the presence of an executive audit committee. A vote AGAINST candidates Bennet and Lundberg (Items 10.b as overboarded.	cular.A vote AGAINST candidates Lindh and e on the board combined with the lack of an		
10.E	Reelect Fredrik Lundberg as Director	For	Against	
	Blended Rationale: A vote FOR candidates Guldbrand, Fossum Biner, Martinsson, Peterson, Pettersson, and Selling (10.a, 10.c, 10.f, 10.g, 10.h and 10.i) as there are no concerns with these candidates in particular. A vote AGAINST candidates Lindh and Lundberg (Items 10.d and 10.e) is warranted due to the presence of an executive on the board combined with the lack of an audit committee. A vote AGAINST candidates Bennet and Lundberg (Items 10.b and 10.e) is warranted as they are both overboarded.			
10.F	Reelect Katarina Martinson as Director	For	For	
10.G	Reelect Sten Peterson as Director	For	For	
10.H	Reelect Lars Pettersson as Director	For	For	
10.I	Reelect Bo Selling as Director	For	For	
11.A	Ratify PricewaterhouseCoopers as Auditors	For	For	
12	Approve Remuneration Report	For	For	
13	Amend Articles of Association Re: Editorial Changes; Participation at General Meetings; Postal Voting; Share Registrar	For	For	

Date range covered: 04/01/2021 to 04/30/2021

# **LE Lundbergforetagen AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
14	Authorize Share Repurchase Program	For	For
15	Close Meeting		

# **LVMH Moet Hennessy Louis Vuitton SE**

Meeting Date: 04/15/2021

Country: France

Meeting Type: Annual/Special

Ticker: MC

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct
	Ordinary Business		
1	Approve Financial Statements and Statutory Reports	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	For	For
3	Approve Allocation of Income and Dividends of EUR 6.00 per Share	For	For
4	Approve Auditors' Special Report on Related-Party Transactions	For	Against
	Blended Rationale: A vote AGAINST this proposal is warranted Sophie Chassat, a non-executive director; and The Company is transaction with Agache, important shareholder. It is therefore is in shareholders' interests.	failed to provide enough information with respect to the	
5	Reelect Antoine Arnault as Director	For	For
c	Reelect Nicolas Bazire as Director	For	Against
0			
	Blended Rationale: - The number of outside mandates held by executive directors. Therefore, his (re)election warrants a vote how it took into account the fact that, in June 2020, he was sealso fined €300,000 in the "Karachi affair" (court's ruling was a	AGAINST (Item 6). Furthermore, the company failed to entenced to five years in jail — two of them suspended —	indicate
	executive directors. Therefore, his (re)election warrants a vote how it took into account the fact that, in June 2020, he was se	AGAINST (Item 6). Furthermore, the company failed to entenced to five years in jail — two of them suspended —	indicate
	executive directors. Therefore, his (re)election warrants a vote how it took into account the fact that, in June 2020, he was se also fined €300,000 in the "Karachi affair" (court's ruling was a	AGAINST (Item 6). Furthermore, the company failed to entenced to five years in jail — two of them suspended — appealed).	indicate - and
7	executive directors. Therefore, his (re)election warrants a vote how it took into account the fact that, in June 2020, he was se also fined €300,000 in the "Karachi affair" (court's ruling was a Reelect Charles de Croisset as Director	AGAINST (Item 6). Furthermore, the company failed to entenced to five years in jail — two of them suspended — appealed).  For	<i>indicate</i> - <i>and</i> For
7	executive directors. Therefore, his (re)election warrants a vote how it took into account the fact that, in June 2020, he was se also fined €300,000 in the "Karachi affair" (court's ruling was a Reelect Charles de Croisset as Director  Reelect Yves-Thibault de Silguy as Director	AGAINST (Item 6). Furthermore, the company failed to intenced to five years in jail — two of them suspended — ippealed).  For  For	<i>indicate</i> - <i>and</i> For For

Blended Rationale: - A vote AGAINST the amendment to the 2020 executive directors' remuneration policy is warranted because of the potential misalignment between performance and payout resulting from the amended LTIP structure (Item 11).

Date range covered: 04/01/2021 to 04/30/2021

# **LVMH Moet Hennessy Louis Vuitton SE**

recommended 10-percent guidelines for issuances without preemptive rights.

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct
12	Approve Compensation of Corporate Officers	For	Against
	Blended Rationale: A vote AGAINST this remuneration report is last year AGM and the lack of response from the company the		
13	Approve Compensation of Bernard Arnault, Chairman and CEO	For	Against
	Blended Rationale: A vote AGAINST this remuneration report is achievement of the performance conditions of the LTIP that ves granted do not seem particularly challenging.		Ţ
14	Approve Compensation of Antonio Belloni, Vice-CEO	For	Against
	Blended Rationale: A vote AGAINST this remuneration report is achievement of the performance conditions of the LTIP that ves granted do not seem particularly challenging.		Ţ
15	Approve Remuneration Policy of Directors	For	For
16	Approve Remuneration Policy of Chairman and CEO	For	Against
	Blended Rationale: Votes AGAINST these remuneration policies targets of the annual bonus;- The nature of the LTIP criteria, th Post-mandate vesting of LTI grant is not explicitly excluded;- The cap on the exceptional remuneration is not disclosed.	e vesting scales and the performance period are not disclosed,	
17	Approve Remuneration Policy of Vice-CEO	For	Against
	Blended Rationale: Votes AGAINST these remuneration policies	are warranted because:- The Company does not disclose the	
10	Post-mandate vesting of LTI grant is not explicitly excluded;- The cap on the exceptional remuneration is not disclosed.		he
18	Post-mandate vesting of LTI grant is not explicitly excluded;- The		
18	Post-mandate vesting of LTI grant is not explicitly excluded;- The cap on the exceptional remuneration is not disclosed.  Authorize Repurchase of Up to 10 Percent of	ne derogation policy of the board is deemed too broad; and-Ti	he
18	Post-mandate vesting of LTI grant is not explicitly excluded;- The cap on the exceptional remuneration is not disclosed.  Authorize Repurchase of Up to 10 Percent of Issued Share Capital	ne derogation policy of the board is deemed too broad; and-Ti	he
	Post-mandate vesting of LTI grant is not explicitly excluded;-Th cap on the exceptional remuneration is not disclosed.  Authorize Repurchase of Up to 10 Percent of Issued Share Capital  Extraordinary Business  Authorize Decrease in Share Capital via	ne derogation policy of the board is deemed too broad; and-Ti	<i>F</i> or
19	Post-mandate vesting of LTI grant is not explicitly excluded;- The cap on the exceptional remuneration is not disclosed.  Authorize Repurchase of Up to 10 Percent of Issued Share Capital  Extraordinary Business  Authorize Decrease in Share Capital via Cancellation of Repurchased Shares  Authorize Capitalization of Reserves of Up to EUR 20 Million for Bonus Issue or Increase in	ne derogation policy of the board is deemed too broad; and-Ti	For For
19 20	Post-mandate vesting of LTI grant is not explicitly excluded;-TI cap on the exceptional remuneration is not disclosed.  Authorize Repurchase of Up to 10 Percent of Issued Share Capital  Extraordinary Business  Authorize Decrease in Share Capital via Cancellation of Repurchased Shares  Authorize Capitalization of Reserves of Up to EUR 20 Million for Bonus Issue or Increase in Par Value  Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to	ne derogation policy of the board is deemed too broad; and-Ti	For For
19 20 21	Post-mandate vesting of LTT grant is not explicitly excluded;-Tt cap on the exceptional remuneration is not disclosed.  Authorize Repurchase of Up to 10 Percent of Issued Share Capital  Extraordinary Business  Authorize Decrease in Share Capital via Cancellation of Repurchased Shares  Authorize Capitalization of Reserves of Up to EUR 20 Million for Bonus Issue or Increase in Par Value  Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 20 Million  Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to	ne derogation policy of the board is deemed too broad; and-Tile For For For For For For	For For

Date range covered: 04/01/2021 to 04/30/2021

# **LVMH Moet Hennessy Louis Vuitton SE**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
24	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Above	For	Against
	Blended Rationale: - Votes AGAINST the authorizations under Iter recommended 10-percent guidelines for issuances without preemp	,	ne e
25	Authorize Capital Increase of Up to EUR 20 Million for Future Exchange Offers	For	Against
	Blended Rationale: - Votes AGAINST the authorizations under Iter recommended 10-percent guidelines for issuances without preemp	•	ne .
26	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	For	For
27	Authorize up to 1 Percent of Issued Capital for Use in Stock Option Plans	For	Against
	Blended Rationale: A vote AGAINST this resolution is warranted by performance conditions;- The vesting period is not disclosed; and	f	
28	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	For	For
29	Set Total Limit for Capital Increase to Result from Issuance Requests Under Items 21-26 at EUR 20 Million	For	For
30	Amend Article 22 of Bylaws Re: Auditors	For	For

# **Marvell Technology Group Ltd.**

Meeting Date: 04/15/2021 Country: Bermuda

Meeting Type: Special Ticker: MRVL

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructi
1	Reduce Supermajority Vote Requirement to Approve Merger	For	For
	Blended Rationale: A vote FOR this proposal is warranted, would enhance the likelihood that the underlying transaction	as it is consistent with best practices in corporate governance and passes.	and it
2	Approve Merger Agreement	For	For
	concerning because the offer implies a healthy valuation as However, the underperformance appears to be attributable and the strategic rationale is logical and compelling (and to	s, MRVL has trailed the industry index since announcement. The not represents a premium to the target's all-time high closing preto considerations unrelated to the fundamentals of the transative leadership team has a proven track record of delivering). Manucement and there has been no public shareholder oppositionalance, a vote FOR this proposal is therefore warranted.	rice. ection, RVL
_	Adjourn Meeting	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Marvell Technology Group Ltd.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Reduce Supermajority Vote Requirement to Approve Merger	For	Do Not Vote
2	Approve Merger Agreement	For	Do Not Vote
3	Adjourn Meeting	For	Do Not Vote

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Reduce Supermajority Vote Requirement to Approve Merger	For	For
2	Approve Merger Agreement	For	For
3	Adjourn Meeting	For	For

# **MicroPort Scientific Corporation**

Meeting Date: 04/15/2021

Country: Cayman Islands

Meeting Type: Special

Ticker: 853

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Equity Option Scheme of Suzhou MicroPort Orthopedics Scientific (Group) Co., Ltd.	For	Against
	Blended Rationale: A vote AGAINST this resolution is warranted given the direc	tors of SMOS eligible to receive options under	

Blended Rationale: A vote AGAINST this resolution is warranted given the directors of SMOS eligible to receive options under the proposed scheme are involved in the administration of the scheme.

### **Nestle SA**

Meeting Date: 04/15/2021

Country: Switzerland

Meeting Type: Annual

Ticker: NESN

Date range covered: 04/01/2021 to 04/30/2021

# **Nestle SA**

Proposal	Downwell Tout	Marris Dan	Vote
Number	Proposal Text	Mgmt Rec	Instruction
1.1	Accept Financial Statements and Statutory Reports	For	Do Not Vote
1.2	Approve Remuneration Report	For	Do Not Vote
2	Approve Discharge of Board and Senior Management	For	Do Not Vote
3	Approve Allocation of Income and Dividends of CHF 2.75 per Share	For	Do Not Vote
4.1.a	Reelect Paul Bulcke as Director and Board Chairman	For	Do Not Vote
4.1.b	Reelect Ulf Schneider as Director	For	Do Not Vote
4.1.c	Reelect Henri de Castries as Director	For	Do Not Vote
4.1.d	Reelect Renato Fassbind as Director	For	Do Not Vote
4.1.e	Reelect Pablo Isla as Director	For	Do Not Vote
4.1.f	Reelect Ann Veneman as Director	For	Do Not Vote
4.1.g	Reelect Eva Cheng as Director	For	Do Not Vote
4.1.h	Reelect Patrick Aebischer as Director	For	Do Not Vote
4.1.i	Reelect Kasper Rorsted as Director	For	Do Not Vote
4.1.j	Reelect Kimberly Ross as Director	For	Do Not Vote
4.1.k	Reelect Dick Boer as Director	For	Do Not Vote
4.1.l	Reelect Dinesh Paliwal as Director	For	Do Not Vote
4.1.m	Reelect Hanne Jimenez de Mora as Director	For	Do Not Vote
4.2	Elect Lindiwe Sibanda as Director	For	Do Not Vote
4.3.1	Appoint Pablo Isla as Member of the Compensation Committee	For	Do Not Vote
4.3.2	Appoint Patrick Aebischer as Member of the Compensation Committee	For	Do Not Vote
4.3.3	Appoint Dick Boer as Member of the Compensation Committee	For	Do Not Vote

Date range covered: 04/01/2021 to 04/30/2021

### **Nestle SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4.3.4	Appoint Kasper Rorsted as Member of the Compensation Committee	For	Do Not Vote
4.4	Ratify Ernst & Young AG as Auditors	For	Do Not Vote
4.5	Designate Hartmann Dreyer as Independent Proxy	For	Do Not Vote
5.1	Approve Remuneration of Directors in the Amount of CHF 10 Million	For	Do Not Vote
5.2	Approve Remuneration of Executive Committee in the Amount of CHF 57.5 Million	For	Do Not Vote
6	Approve CHF 6.6 Million Reduction in Share Capital as Part of the Share Buyback Program via Cancellation of Repurchased Shares	For	Do Not Vote
7	Approve Climate Action Plan	For	Do Not Vote
8	Transact Other Business (Voting)	Against	Do Not Vote

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Accept Financial Statements and Statutory Reports	For	For
1.2	Approve Remuneration Report	For	For
2	Approve Discharge of Board and Senior Management	For	For
3	Approve Allocation of Income and Dividends of CHF 2.75 per Share	For	For
4.1.a	Reelect Paul Bulcke as Director and Board Chairman	For	For
4.1.b	Reelect Ulf Schneider as Director	For	For
4.1.c	Reelect Henri de Castries as Director	For	For
4.1.d	Reelect Renato Fassbind as Director	For	For
4.1.e	Reelect Pablo Isla as Director	For	For
4.1.f	Reelect Ann Veneman as Director	For	For
4.1.g	Reelect Eva Cheng as Director	For	For
4.1.h	Reelect Patrick Aebischer as Director	For	For
4.1.i	Reelect Kasper Rorsted as Director	For	For
4.1.j	Reelect Kimberly Ross as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Nestle SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4.1.k	Reelect Dick Boer as Director	For	For
4.1.l	Reelect Dinesh Paliwal as Director	For	For
4.1.m	Reelect Hanne Jimenez de Mora as Director	For	For
4.2	Elect Lindiwe Sibanda as Director	For	For
4.3.1	Appoint Pablo Isla as Member of the Compensation Committee	For	For
4.3.2	Appoint Patrick Aebischer as Member of the Compensation Committee	For	For
4.3.3	Appoint Dick Boer as Member of the Compensation Committee	For	For
4.3.4	Appoint Kasper Rorsted as Member of the Compensation Committee	For	For
4.4	Ratify Ernst & Young AG as Auditors	For	For
4.5	Designate Hartmann Dreyer as Independent Proxy	For	For
5.1	Approve Remuneration of Directors in the Amount of CHF 10 Million	For	For
5.2	Approve Remuneration of Executive Committee in the Amount of CHF 57.5 Million	For	For
6	Approve CHF 6.6 Million Reduction in Share Capital as Part of the Share Buyback Program via Cancellation of Repurchased Shares	For	For
7	Approve Climate Action Plan	For	For
8	Transact Other Business (Voting)	Against	Against

# **Nestle SA**

Proposal

Number

**Proposal Text** 

Meeting Date: 04/15/2021 Country: Switzerland

Meeting Type: Annual

Ticker: NESN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Share Re-registration Consent	For	Do Not Vote
			Vote

Mgmt Rec

Vote

Instruction

Date range covered: 04/01/2021 to 04/30/2021

# **Nestle SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Share Re-registration Consent	For	For

### **Orkla ASA**

Meeting Date: 04/15/2021

Country: Norway

Meeting Type: Annual

Ticker: ORK

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructi
1	Open Meeting; Elect Chairman of Meeting	For	For
2	Accept Financial Statements and Statutory Reports; Approve Allocation of Income and Dividends of NOK 2.75 Per Share	For	For
3	Approve Guidelines for Incentive-Based Compensation for Executive Management	For	For
4	Discuss Company's Corporate Governance Statement		
5.1	Authorize Repurchase of Shares for Use in Employee Incentive Programs	For	For
5.2	Authorize Share Repurchase Program and Reissuance and/or Cancellation of Repurchased Shares	For	For
6.1	Reelect Stein Hagen as Director	For	For
6.2	Reelect Ingrid Blank as Director	For	For
6.3	Reelect Nils Selte as Director	For	Against
	Blended Rationale: A vote FOR Items 6.1-6.2, and 6.5-6.7 is which the board or its committees. A vote AGAINST candidate Nils Seich chairman of the audit committee with an insufficient level of inwarranted because candidate, Liselott Kilaas is overboarded.	te is warranted as he serves as a non-independent membe	er and
6.4	Reelect Liselott Kilaas as Director	For	Against
	Blended Rationale: A vote FOR Items 6.1-6.2, and 6.5-6.7 is which the board or its committees. A vote AGAINST candidate Nils Sel chairman of the audit committee with an insufficient level of inwarranted because candidate, Liselott Kilaas is overboarded.	te is warranted as he serves as a non-independent membe	er and
6.5	Reelect Peter Agnefjall as Director	For	For
6.6	Reelect Anna Mossberg as Director	For	For
6.7	Reelect Anders Kristiansen as Director	For	For
6.8	Reelect Caroline Kjos as Deputy Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Orkla ASA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7	Elect Nils-Henrik Pettersson as Member of Nominating Committee	For	For
8	Approve Remuneration of Directors	For	For
9	Approve Remuneration of Nominating Committee	For	For
10	Approve Remuneration of Auditors	For	For

# **Owens Corning**

Meeting Date: 04/15/2021

Country: USA

Meeting Type: Annual

Ticker: OC

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructio
1a	Elect Director Brian D. Chambers	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1b	Elect Director Eduardo E. Cordeiro	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1c	Elect Director Adrienne D. Elsner	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1d	Elect Director Alfred E. Festa	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1e	Elect Director Edward F. Lonergan	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1f	Elect Director Maryann T. Mannen	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1g	Elect Director Paul E. Martin	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1h	Elect Director W. Howard Morris	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1i	Elect Director Suzanne P. Nimocks	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		

Date range covered: 04/01/2021 to 04/30/2021

# **Owens Corning**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1j	Elect Director John D. Williams	For	For
	Blended Rationale: A vote FOR the director nominees is warrante	d.	
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For
	Blended Rationale: A vote FOR this proposal to ratify the auditor is warranted.		
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
	Blended Rationale: Although some concerns are noted regarding proposal is warranted as pay and performance are reasonably alia long-term incentive program are commensurate with financial res LTI is performance-conditioned.	gned at this time. Payouts under both the annual and	d

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Brian D. Chambers	For	For
1b	Elect Director Eduardo E. Cordeiro	For	For
1c	Elect Director Adrienne D. Elsner	For	For
1d	Elect Director Alfred E. Festa	For	For
1e	Elect Director Edward F. Lonergan	For	For
1f	Elect Director Maryann T. Mannen	For	For
1g	Elect Director Paul E. Martin	For	For
1h	Elect Director W. Howard Morris	For	For
1i	Elect Director Suzanne P. Nimocks	For	For
1j	Elect Director John D. Williams	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

## **Petrobras Distribuidora SA**

Meeting Date: 04/15/2021 Country: Brazil

Meeting Type: Annual Ticker: BRDT3

Date range covered: 04/01/2021 to 04/30/2021

## **Petrobras Distribuidora SA**

Proposal			Vote		
Number	Proposal Text	Mgmt Rec	Instruction		
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For		
2	Approve Capital Budget	For	For		
3	Approve Allocation of Income and Dividends	For	For		
	Shareholders Must Vote For Only 3 of the Candidates Under Items 4.1-4.4				
4.1	Elect Alexandre Antonio Germano Bittencourt as Fiscal Council Member and Caio Cesar Ribeiro as Alternate	For	Abstain		
	Blended Rationale: Under these agenda items, the company has presented more candidates than fiscal council seats. A total of four nominees (and alternates) were disclosed for a three-member fiscal council. As such, shareholders can only vote on three nominees. Votes FOR the nominees Joao Verner Juenemann and Maria Carmen Westerlund Montera (Item 4.2), Maria Salete Garcia Pinheiro and Manuel Luiz da Silva Araujo (Item 4.3), and Rinaldo Pecchio Junior and Walbert Antonio dos Santos (Item 4.4) are warranted since they would likely bring greater independence to the company's fiscal council. As such, an ABSTAIN vote is recommended for Antonio Germano Bittencourt and Caio Cesar Ribeiro (Item 4.1) given that they appear to be closely related to the company's sole significant shareholder, Petrobras, holder of 37.5 percent of the total share capital.				
4.2	Elect Joao Verner Juenemann as Fiscal Council Member and Maria Carmen Westerlund Montera as Alternate	For	For		
4.3	Elect Maria Salete Garcia Pinheiro as Fiscal Council Member and Manuel Luiz da Silva Araujo as Alternate	For	For		
4.4	Elect Rinaldo Pecchio Junior as Fiscal Council Member and Walbert Antonio dos Santos as Alternate	For	For		
5	Approve Remuneration of Company's Management and Fiscal Council	For	For		
6	In the Event of a Second Call, the Voting Instructions Contained in this Remote Voting Card May Also be Considered for the Second Call?	None	For		

## **PPG Industries, Inc.**

Meeting Date: 04/15/2021 Country: USA

Meeting Type: Annual

Ticker: PPG

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Steven A. Davis	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **PPG Industries, Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.2	Elect Director Michael W. Lamach	For	For
1.3	Elect Director Michael T. Nally	For	For
1.4	Elect Director Guillermo Novo	For	For
1.5	Elect Director Martin H. Richenhagen	For	For
1.6	Elect Director Catherine R. Smith	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Declassify the Board of Directors	For	For
4	Eliminate Supermajority Vote Requirement	For	For
5	Ratify PricewaterhouseCoopers LLP as Auditor	For	For
6	Require Independent Board Chair	Against	For

Blended Rationale: A vote FOR this proposal is warranted given the importance of having an independent board chair.

## **Rieter Holding AG**

Meeting Date: 04/15/2021

Country: Switzerland

Meeting Type: Annual

Ticker: RIEN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Discharge of Board and Senior Management	For	For
3	Approve Allocation of Income and Omission of Dividends	For	For
4.1	Approve Remuneration Report (Non-Binding)	For	For
4.2	Approve Remuneration of Directors in the Amount of CHF 1.9 Million	For	For
4.3	Approve Remuneration of Executive Committee in the Amount of CHF 6.5 Million	For	For
5.1	Reelect This Schneider as Director	For	Against

Blended Rationale: Votes FOR the proposed nominees Bernhard Jucker, Roger Baillod, and Carl Illi are warranted due to a lack of outstanding concerns. Votes AGAINST the non-independent nominees This Schneider, Hans-Peter Schwald, Peter Spuhler, Luc Tack, and Stefaan Haspeslagh are warranted due to the company's failure to establish a majority-independent board and compensation committee. A vote AGAINST the reelection of Peter Spuhler (Item 5.3) as director is also warranted as he holds an excessive number of mandates at listed companies. Votes AGAINST incumbent Nominating Committee chair This Schneider are warranted for lack of gender diversity on the board.

Date range covered: 04/01/2021 to 04/30/2021

# **Rieter Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
5.2	Reelect Hans-Peter Schwald as Director	For	Against		
	of outstanding concerns. Votes AGAINST the non-independent Luc Tack, and Stefaan Haspeslagh are warranted due to the compensation committee. A vote AGAINST the reelection of Po	and Jucker, Roger Baillod, and Carl Illi are warranted due to a lack t nominees This Schneider, Hans-Peter Schwald, Peter Spuhler, company's failure to establish a majority-independent board and eter Spuhler (Item 5.3) as director is also warranted as he holds AGAINST incumbent Nominating Committee chair This Schneider			
5.3	Reelect Peter Spuhler as Director	For	Against		
	of outstanding concerns. Votes AGAINST the non-independent Luc Tack, and Stefaan Haspeslagh are warranted due to the compensation committee. A vote AGAINST the reelection of Po	and Jucker, Roger Baillod, and Carl Illi are warranted due to a lack t nominees This Schneider, Hans-Peter Schwald, Peter Spuhler, company's failure to establish a majority-independent board and eter Spuhler (Item 5.3) as director is also warranted as he holds AGAINST incumbent Nominating Committee chair This Schneider			
5.4	Reelect Roger Baillod as Director	For	For		
5.5	Reelect Bernhard Jucker as Director	For	For		
5.6	Reelect Carl Illi as Director	For	For		
5.7	Reelect Luc Tack as Director	For	Against		
	of outstanding concerns. Votes AGAINST the non-independent Luc Tack, and Stefaan Haspeslagh are warranted due to the compensation committee. A vote AGAINST the reelection of Po	ard Jucker, Roger Baillod, and Carl Illi are warranted due to a lack to nominees This Schneider, Hans-Peter Schwald, Peter Spuhler, company's failure to establish a majority-independent board and eter Spuhler (Item 5.3) as director is also warranted as he holds AGAINST incumbent Nominating Committee chair This Schneider			
5.8	Elect Stefaan Haspeslagh as Director	For	Against		
	Blended Rationale: Votes FOR the proposed nominees Bernhard Jucker, Roger Baillod, and Carl Illi are warranted due to a lack of outstanding concerns. Votes AGAINST the non-independent nominees This Schneider, Hans-Peter Schwald, Peter Spuhler, Luc Tack, and Stefaan Haspeslagh are warranted due to the company's failure to establish a majority-independent board and compensation committee. A vote AGAINST the reelection of Peter Spuhler (Item 5.3) as director is also warranted as he holds an excessive number of mandates at listed companies. Votes AGAINST incumbent Nominating Committee chair This Schneider are warranted for lack of gender diversity on the board.				
6	Reelect Bernhard Jucker as Board Chairman	For	For		
7.1	Reappoint This Schneider as Member of the Compensation Committee	For	Against		
	Blended Rationale: Votes FOR the proposed nominees Bernhard Jucker, Roger Baillod, and Carl Illi are warranted due to a lack of outstanding concerns. Votes AGAINST the non-independent nominees This Schneider, Hans-Peter Schwald, Peter Spuhler, Luc Tack, and Stefaan Haspeslagh are warranted due to the company's failure to establish a majority-independent board and compensation committee. A vote AGAINST the reelection of Peter Spuhler (Item 5.3) as director is also warranted as he holds an excessive number of mandates at listed companies. Votes AGAINST incumbent Nominating Committee chair This Schneider are warranted for lack of gender diversity on the board.				
7.2	Reappoint Hans-Peter Schwald as Member of the Compensation Committee	For	Against		
	of outstanding concerns. Votes AGAINST the non-independent Luc Tack, and Stefaan Haspeslagh are warranted due to the compensation committee. A vote AGAINST the reelection of Po	and Jucker, Roger Baillod, and Carl Illi are warranted due to a lack t nominees This Schneider, Hans-Peter Schwald, Peter Spuhler, company's failure to establish a majority-independent board and eter Spuhler (Item 5.3) as director is also warranted as he holds AGAINST incumbent Nominating Committee chair This Schneider			

Date range covered: 04/01/2021 to 04/30/2021

#### **Rieter Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7.3	Reappoint Bernhard Jucker as Member of the Compensation Committee	For	For
8	Designate Ulrich Mayer as Independent Proxy	For	For
9	Ratify PricewaterhouseCoopers AG as Auditors	For	For
10	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

#### **Santos Limited**

Meeting Date: 04/15/2021

Country: Australia

Meeting Type: Annual

Ticker: STO

roposal Iumber	Proposal Text	Mgmt Rec	Vote Instruction
2a	Elect Keith Spence as Director	For	For
2b	Elect Vanessa Guthrie as Director	For	For
3	Approve Remuneration Report	For	For
4	Approve Grant of Share Acquisition Rights to Kevin Gallagher	For	For
5	Approve Renewal of Proportional Takeover Provisions for a Further Three Years	For	For
6a	Approve the Amendments to the Company's Constitution to Insert New Clause 32A	Against	Against
6b	Approve Capital Protection	Against	For

Blended Rationale: A vote FOR this proposal is warranted given that shareholders are likely to benefit from a regular review and disclosure on how the company's capital expenditure and operations are managed in a manner consistent with the climate goals of the Paris Agreement.

6c \*\*\*Withdrawn Resolution\*\*\* Approve the Amendments to the Company's Constitution to Insert New Clause 39(h) in Relation to the Annual Vote on Adoption of Climate Report

#### **Stellantis NV**

Meeting Date: 04/15/2021 Country: Netherlands

Meeting Type: Annual

Ticker: STLA

Date range covered: 04/01/2021 to 04/30/2021

## **Stellantis NV**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda		
1	Open Meeting		
2.a	Receive Report of Management Board (Non-Voting)		
2.b	Receive Explanation on Company's Reserves and Dividend Policy		
2.c	Approve Remuneration Report	For	Against
	performance metrics. This level of disclosure does not contrib the company, and is below general market practice. Moreover a serious step back in transparency on pay-for-performance a	the company does not disclose sufficient information on the STI ute to an understanding of how pay relates to the performance of r, we note that compared to the 2019 remuneration report this is lignment; - The company approved a cash retention plan for the RSUs and PSUs to vest in 2021, 2022, 2023, will be settled against and the magnitude of the award.	
2.d	Adopt Financial Statements and Statutory Reports	For	For
2.e	Approve Capital Distribution of EUR 0.32 per Share	For	For
2.f	Approve Discharge of Directors	For	For
3	Ratify Ernst & Young Accountants LLP as Auditors	For	For
4.a	Amend Remuneration Policy	For	For
4.b	Approve Equity Incentive Plan and Grant Board Authority to Issue Shares and Exclude Preemptive Rights in Connection with Equity Incentive Plan	For	Against
	Blended Rationale: A vote AGAINST is warranted because as a grant without further disclosure on the size of the grant. Althoreduction targets as part of the LTIP, under the TSR measure that the overall equity plan is long-term in nature and does not concerns with respect to the above mentioned elements.	ugh we recognize the company is introducing CO2 emission the LTIP is paying out from 75th percentile ranking. We recognize	
5	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For
6	Approve Cancellation of Class B Special Voting Shares	For	For
7	Close Meeting		

#### **Suntec Real Estate Investment Trust**

**Meeting Date:** 04/15/2021 **Country:** Singapore

Meeting Type: Annual Ticker: T82U

Date range covered: 04/01/2021 to 04/30/2021

## **Suntec Real Estate Investment Trust**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Adopt Report of the Trustee, Statement by the Manager, and Audited Financial Statements and Auditors' Report	For	For
2	Approve KPMG LLP as Auditors and Authorize Manager to Fix Their Remuneration	For	For
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	For	For
4	Authorize Unit Repurchase Program	For	For

## **Svenska Cellulosa AB**

Meeting Date: 04/15/2021

Country: Sweden

Meeting Type: Annual

Ticker: SCA.B

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
1	Open Meeting; Elect Chairman of Meeting	For	For
2.1	Designate Madeleine Wallmark as Inspector of Minutes of Meeting	For	For
2.2	Designate Anders Oscarsson as Inspector of Minutes of Meeting	For	For
3	Prepare and Approve List of Shareholders	For	For
4	Acknowledge Proper Convening of Meeting	For	For
5	Approve Agenda of Meeting	For	For
6	Receive Financial Statements and Statutory Reports		
7a	Accept Financial Statements and Statutory Reports	For	For
7b	Approve Allocation of Income and Dividends of SEK 2 Per Share	For	For
7c1	Approve Discharge of Charlotte Bengtsson	For	For
7c2	Approve Discharge of Par Boman	For	For
7c3	Approve Discharge of Lennart Evrell	For	For
7c4	Approve Discharge of Annemarie Gardshol	For	For
7c5	Approve Discharge of Ulf Larsson (as Board Member)	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Svenska Cellulosa AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
7c6	Approve Discharge of Martin Lindqvist	For	For		
7c7	Approve Discharge of Lotta Lyra	For	For		
7c8	Approve Discharge of Bert Nordberg	For	For		
7c9	Approve Discharge of Anders Sundstrom	For	For		
7c10	Approve Discharge of Barbara M. Thoralfsson	For	For		
7c11	Approve Discharge of Employee Representative Roger Bostrom	For	For		
7c12	Approve Discharge of Employee Representative Hans Wentjav	For	For		
7c13	Approve Discharge of Employee Representative Johanna Viklund Linden	For	For		
7c14	Approve Discharge of Deputy Employee Representative Per Andersson	For	For		
7c15	Approve Discharge of Deputy Employee Representative Maria Jonsson	For	For		
7c16	Approve Discharge of Deputy Employee Representative Stefan Lundkvist	For	For		
7c17	Approve Discharge of Ulf Larsson (as CEO)	For	For		
8	Determine Number of Directors (10) and Deputy Directors (0) of Board	For	For		
9	Determine Number of Auditors (1) and Deputy Auditors (0)	For	For		
10.1	Approve Remuneration of Directors in the Amount of SEK 1.9 Million for Chairman and SEK 650,000 for Other Directors; Approve Remuneration for Committee Work	For	For		
10.2	Approve Remuneration of Auditors	For	For		
11.1	Reelect Charlotte Bengtsson as Director	For	For		
11.2	Reelect Par Boman as Director	For	Against		
	Blended Rationale: A vote AGAINST candidates Par Boman and Barbara Thoralfsson is warranted due to their non-independent status on the audit committee with an insufficient level of overall independence. In addition, candidate Par Boman is considered overboarded. A vote FOR candidates Charlotte Bengtsson, Lennart Evrell, Annemarie Gardshol, Ulf Larsson, Martin Lindqvist, Bert Nordberg, Anders Sundstrom and Carina Hakansson is warranted due to a lack of concern regarding the suitability of these individuals in particular.				
11.3	Reelect Lennart Evrell as Director	For	For		
11.4	Reelect Annemarie Gardshol as Director	For	For		
11.5	Reelect Ulf Larsson as Director	For	For		
11.6	Reelect Martin Lindqvist as Director	For	For		
11.7	Reelect Bert Nordberg as Director	For	For		
11.8	Reelect Anders Sundstrom as Director	For	For		

Date range covered: 04/01/2021 to 04/30/2021

#### **Svenska Cellulosa AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
11.9	Reelect Barbara Thoralfsson as Director	For	Against
	Blended Rationale: A vote AGAINST candidates Par Boman and B status on the audit committee with an insufficient level of overall overboarded. A vote FOR candidates Charlotte Bengtsson, Lennan Bert Nordberg, Anders Sundstrom and Carina Hakansson is warra individuals in particular.	independence. In addition, candidate Par Boman t Evrell, Annemarie Gardshol, Ulf Larsson, Martin	is considered Lindqvist,
11.10	Elect Carina Hakansson as New Director	For	For
12	Reelect Par Boman as Board Chairman	For	Against
	Blended Rationale: A vote AGAINST election of Par Boman as cha mandates he holds.	nirman of the board is warranted due to excessive	number of
13	Ratify Ernst & Young as Auditors	For	For
14	Approve Remuneration Report	For	For
15	Amend Articles Re: Powers of Attorneys and Postal Ballots; Editorial Changes	For	For
16	Close Meeting		

## **Telefonica Brasil SA**

Meeting Date: 04/15/2021

Country: Brazil

Meeting Type: Annual

Ticker: VIVT3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For
2	Approve Allocation of Income and Dividends	For	For
3.1	Elect Cremenio Medola Netto as Fiscal Council Member and Juarez Rosa da Silva as Alternate	For	For
3.2	Elect Charles Edwards Allen as Fiscal Council Member and Stael Prata Silva Filho as Alternate	For	For
4	Approve Remuneration of Company's Management and Fiscal Council	For	For

#### **TURKCELL Iletisim Hizmetleri AS**

Meeting Date: 04/15/2021

Country: Turkey

Meeting Type: Annual

Ticker: TCELL

Date range covered: 04/01/2021 to 04/30/2021

## **TURKCELL Iletisim Hizmetleri AS**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda		
1	Open Meeting and Elect Presiding Council of Meeting	For	For
2	Authorize Presiding Council to Sign the Meeting Minutes	For	For
3	Accept Board Report	For	For
4	Accept Audit Report	For	For
5	Accept Financial Statements	For	For
6	Approve Discharge of Board	For	For
7	Approve Upper Limit of Donations for 2021 and Receive Information on Donations Made in 2020	For	For
8	Ratify Director Appointment and Elect Directors	For	Against
	Blended Rationale: A vote AGAINST this item is warranted in la director candidates in a timely manner.	ight of the company's failure to disclose all the names of t	the
9	Approve Director Remuneration	For	Against
	Blended Rationale: A vote AGAINST is warranted as the compa shareholders from making an informed voting decision.	any did not disclose the proposed board fees, which preve	ents
10	Ratify External Auditors	For	For
11	Approve Allocation of Income	For	For
12	Grant Permission for Board Members to Engage in Commercial Transactions with Company and Be Involved with Companies with Similar Corporate Purpose	For	For
13	Receive Information on Guarantees, Pledges and Mortgages Provided to Third Parties		
14	Close Meeting		

Ticker: UCG

## **UniCredit SpA**

Meeting Date: 04/15/2021 Country: Italy

Meeting Type: Annual/Special

Date range covered: 04/01/2021 to 04/30/2021

# **UniCredit SpA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
	Ordinary Business			
	Management Proposals			
1	Accept Financial Statements and Statutory Reports	For	For	
2	Approve Allocation of Income	For	For	
3	Increase Legal Reserve	For	For	
4	Approve Elimination of Negative Reserves	For	For	
5	Approve Dividend Distribution	For	For	
6	Authorize Share Repurchase Program	For	For	
7	Fix Number of Directors	For	For	
	Appoint Directors (Slate Election) - Choose One of the Following Slates			
8.1	Slate 1 Submitted by Management	For	For	
8.2	Slate 2 Submitted by Institutional Investors (Assogestioni)	None	Against	
	Blended Rationale: This slate warrants AGAINST because:- Shareholders can sup submitted its own slate, undertaking a well-structured and overall transparent secandidates proposed by the board have been disclosed sufficiently in advance of proposed candidates are independent with a strong professional background and contributed to present this slate through Assogestioni may want to make sure the item in order to prevent possible allegation of links with the slate submitted by the	lection process. In addition, details on the the shareholder meeting, and most of the track record.Institutional investors who have at they support the slate proposed under this		
9	Approve Remuneration of Directors	For	For	
	Shareholder Proposal Submitted by Institutional Investors (Assogestioni)			
10	Appoint Ciro Di Carluccio as Alternate Auditor	None	For	
	Blended Rationale: This item warrants a vote FOR because the name and details disclosed, and no concerns have been noticed.	of the proposed candidate have been		
	Management Proposals			
11	Approve 2021 Group Incentive System	For	For	
12	Approve Remuneration Policy	For	Against	
	Blended Rationale: This item warrants a vote AGAINST because of the problematic pay package of the new CEO, which may imply a significant increase compared to the remuneration of the previous CEO and would feature a fully guaranteed bonus for 2021.			
13	Approve Severance Payments Policy	For	For	
14	Approve Second Section of the Remuneration Report	For	For	

Date range covered: 04/01/2021 to 04/30/2021

## **UniCredit SpA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
15	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	For	For
	Extraordinary Business		
1	Authorize Board to Increase Capital to Service 2021 Group Incentive System	For	For
2	Amend Company Bylaws Re: Clause 6	For	For
3	Authorize Cancellation of Repurchased Shares	For	For
Α	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	None	Against

Blended Rationale: This item warrants a vote AGAINST due to the lack of disclosure regarding the proposed deliberation.

## **Wilmar International Limited**

Meeting Date: 04/15/2021

Country: Singapore

Meeting Type: Annual

Ticker: F34

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction			
1	Adopt Financial Statements and Directors' and Auditors' Reports	For	For			
2	Approve Final and Special Dividends	For	For			
3	Approve Directors' Fees	For	For			
4	Elect Lim Siong Guan as Director	For	Against			
	Blended Rationale: A vote AGAINST the election of Siong Guan Lim is warranted given that he serves on the nominating committee, and the company, under the leadership of a non-independent chairman, do not have independent directors representing majority of the board. A vote FOR the remaining nominees is warranted.					
5	Elect Kuok Khoon Hong as Director	For	For			
6	Elect Pua Seck Guan as Director	For	For			
7	Elect Kishore Mahbubani as Director	For	For			
8	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	For	For			
9	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	For	Against			

Blended Rationale: A vote AGAINST this resolution is warranted because the issuance request without preemptive rights exceeds the recommended limit.

Date range covered: 04/01/2021 to 04/30/2021

#### **Wilmar International Limited**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
10	Approve Grant of Options and Issuance of Shares Under the Wilmar Executives Share Option Scheme 2019	For	Against
	Blended Rationale: A vote AGAINST this resolution is warranted because:- the cor company, and the limit under the scheme, together with other share incentive sch company's issued capital;- the performance conditions and vesting periods attached the scheme permits options to be issued with an exercise price at a discount to the directors eligible to receive options under the scheme are involved in the administ	nemes of the company, is 15 percent of the ed to the options have not been disclosed;- ne market price on the date of grant; and- the	
11	Approve Renewal of Mandate for Interested Person Transactions	For	For
12	Authorize Share Repurchase Program	For	For

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

Meeting Date: 04/15/2021

Country: Australia

Meeting Type: Annual

Ticker: WPL

Ticker: ALLN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
2a	Elect Christopher Haynes as Director	For	For
2b	Elect Richard Goyder as Director	For	For
2c	Elect Gene Tilbrook Goh as Director	For	For
3	Approve Remuneration Report	For	For
4	Approve Grant of Performance Rights to Peter Coleman	For	For
5a	Approve the Amendments to the Company's Constitution Proposed by Market Forces	Against	Against
5b	Approve Capital Protection	Against	For

Blended Rationale: A vote FOR this resolution is warranted given that shareholders are likely to benefit from a regular review and additional disclosure on how the company's capital expenditure and operations are managed in a manner consistent with the climate goals of the Paris Agreement

\*\*\*Withdrawn Resolution\*\*\* Approve the Amendments to the Company's Constitution Proposed by the Australasian Centre for Corporate Responsibility (ACCR)

## **Allreal Holding AG**

Meeting Date: 04/16/2021 Country: Switzerland

Meeting Type: Annual

Date range covered: 04/01/2021 to 04/30/2021

## **Allreal Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructi
1	Accept Financial Statements and Statutory Reports	For	For
2.1	Approve Allocation of Income and Ordinary Dividends of CHF 3.50 per Share	For	For
2.2	Approve Dividends of CHF 3.25 per Share from Capital Contribution Reserves	For	For
3	Approve Discharge of Board and Senior Management	For	For
4.1.1	Reelect Ralph-Thomas Honegger as Director and Board Chairman	For	For
4.1.2	Reelect Philipp Gmuer as Director	For	For
4.1.3	Reelect Andrea Sieber as Director	For	Against
	•	on, a vote against Andrea Sieber is warranted because she is ttee.Votes for all other nominees are warranted due to a lack of 3)Votes against Peter Spuhler and Andrea Sieber are warranted	
4.1.4	Reelect Peter Spuhler as Director	For	Against
	· · · · · · · · · · · · · · · · · · ·	on, a vote against Andrea Sieber is warranted because she is ttee.Votes for all other nominees are warranted due to a lack of 3)Votes against Peter Spuhler and Andrea Sieber are warranted	
4.1.5	Reelect Olivier Steimer as Director	For	For
4.1.6	Reelect Thomas Stenz as Director	For	For
4.1.7	Reelect Juerg Stoeckli as Director	For	For
4.2.1	Reappoint Philipp Gmuer as Member of the Nomination and Compensation Committee	For	For
4.2.2	Reappoint Andrea Sieber as Member of the Nomination and Compensation Committee	For	Against
	•	on, a vote against Andrea Sieber is warranted because she is ttee.Votes for all other nominees are warranted due to a lack of 3)Votes against Peter Spuhler and Andrea Sieber are warranted	
4.2.3	Reappoint Peter Spuhler as Member of the Nomination and Compensation Committee	For	Against
	Blended Rationale: Board elections (Items 4.1.1-4.1.6)Because	he holds and excessive number of mandates at listed	

Blended Rationale: Board elections (Items 4.1.1-4.1.6)Because he holds and excessive number of mandates at listed companies, a vote against Peter Spuhler is warranted. In addition, a vote against Andrea Sieber is warranted because she is non-independent and is currently the chair of the audit committee. Votes for all other nominees are warranted due to a lack of concerns. Compensation committee elections (Items 4.2.1-4.2.3)Votes against Peter Spuhler and Andrea Sieber are warranted as their elections to the board do not warrant support. A vote for Phillip Gmuer is warranted due to a lack of concerns.

Date range covered: 04/01/2021 to 04/30/2021

# **Allreal Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
4.3	Designate Andre Weber as Independent Proxy	For	For	
4.4	Ratify Ernst & Young AG as Auditors	For	For	
5.1	Approve Remuneration Report	For	Against	
Blended Rationale: A vote AGAINST the remuneration report is warranted because:- Equity awards have a minimum vesting period of less than three years Equity awards are granted to executives on a discretionary basis Long-term incentive equity awards are not subject to performance conditions.				
5.2	Approve Fixed Remuneration of Directors in the Amount of CHF 900,000	For	For	
5.3	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 2.4 Million	For	For	
5.4	Approve Variable Remuneration of Executive Committee in the Amount of CHF 1.3 Million	For	For	
6	Transact Other Business (Voting)	For	Against	
	Blended Rationale: A vote AGAINST is warranted because:- This item concerns			

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

#### **CNP Assurances SA**

Meeting Date: 04/16/2021 Country: France

Meeting Type: Annual/Special

Ticker: CNP

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
	Ordinary Business			
1	Approve Financial Statements and Statutory Reports	For	For	
2	Approve Consolidated Financial Statements and Statutory Reports	For	For	
3	Approve Allocation of Income and Dividends of EUR 1.57 per Share	For	For	
4	Approve Transaction with La Banque Postale Re: Partnership Agreement	For	For	
5	Approve Transaction with Ostrum AM Re: Management of Securities Portfolios	For	For	
6	Approve Transaction with LBPAM Re: Management of High Yield Securities Portfolios	For	For	
7	Approve Transaction with LBPAM Re: Transfer of Management Mandate to Ostrum AM	For	For	

Date range covered: 04/01/2021 to 04/30/2021

#### **CNP Assurances SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
8	Approve Transaction with la Caisse des Depots et Consignations Re: Forest Management Mandates	For	For
9	Approve Transaction with la Caisse des Depots et Consignations Re: Acquisition of Assets in Orange Concessions	For	For
10	Approve Auditors' Special Report on Related-Party Transactions	For	For
11	Approve Remuneration Policy of Chairman of the Board	For	For
12	Approve Remuneration policy of CEO	For	For
13	Approve Remuneration Policy of Directors	For	For
14	Approve Compensation Report of Corporate Officers	For	For
15	Approve Compensation of Jean Paul Faugere, Chairman of the Board	For	For
16	Approve Compensation of Veronique Weill, Chairman of the Board	For	For
17	Approve Compensation of CEO	For	For
18	Ratify Appointment of La Banque Postale as Director	For	Against
	Blended Rationale: - Votes FOR the (re)elections of these indepersion of these indepersions of the secondary (Items 24-26) Votes AGAINST the (re)elections of the independence at the board level (17.6 percent vs 33.3 percent re of Perrine Kaltwasser as non-independent nominee is warranted 19) A Vote AGAINST the (re)election of Philippe Heim as non-initial independence at the remuneration committee (Item 20).	se non-independent nominees are warranted given the lack of ecommended) (Items 18-23) A Vote AGAINST the (re)election given the lack of independence at the audit committee (Item	
19	Reelect La Banque Postale as Director	For	Against
	Blended Rationale: - Votes FOR the (re)elections of these indepersion of these independences (Items 24-26) Votes AGAINST the (re)elections of the independence at the board level (17.6 percent vs 33.3 percent re of Perrine Kaltwasser as non-independent nominee is warranted 19) A Vote AGAINST the (re)election of Philippe Heim as non-inindependence at the remuneration committee (Item 20).	se non-independent nominees are warranted given the lack of ecommended) (Items 18-23) A Vote AGAINST the (re)election given the lack of independence at the audit committee (Item	
20	Ratify Appointment of Philippe Heim as Director	For	Against
	Disaded Betievels - Meter FOR the (ve)-letieve of these indexes		

Blended Rationale: - Votes FOR the (re)elections of these independent nominees are warranted in the absence of specific concerns (Items 24-26).- Votes AGAINST the (re)elections of these non-independent nominees are warranted given the lack of independence at the board level (17.6 percent vs 33.3 percent recommended) (Items 18-23).- A Vote AGAINST the (re)election of Perrine Kaltwasser as non-independent nominee is warranted given the lack of independence at the audit committee (Item 19).- A Vote AGAINST the (re)election of Philippe Heim as non-independent nominee is warranted given the lack of independence at the remuneration committee (Item 20).

Date range covered: 04/01/2021 to 04/30/2021

## **CNP Assurances SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction			
21	Reelect Yves Brassart as Director	For	Against			
	Blended Rationale: - Votes FOR the (re)elections of these independent nominees are warranted in the absence of specific concerns (Items 24-26) Votes AGAINST the (re)elections of these non-independent nominees are warranted given the lack of independence at the board level (17.6 percent vs 33.3 percent recommended) (Items 18-23) A Vote AGAINST the (re)election of Perrine Kaltwasser as non-independent nominee is warranted given the lack of independence at the audit committee (Item 19) A Vote AGAINST the (re)election of Philippe Heim as non-independent nominee is warranted given the lack of independence at the remuneration committee (Item 20).					
22	Ratify Appointment Nicolas Eyt as Director	For	Against			
	,	hese non-independent nominees are warranted given the lack of recommended) (Items 18-23) A Vote AGAINST the (re)election d given the lack of independence at the audit committee (Item				
23	Reelect Nicolat Eyt as Director	For	Against			
	Blended Rationale: - Votes FOR the (re)elections of these independent nominees are warranted in the absence of specific concerns (Items 24-26) Votes AGAINST the (re)elections of these non-independent nominees are warranted given the lack of independence at the board level (17.6 percent vs 33.3 percent recommended) (Items 18-23) A Vote AGAINST the (re)election of Perrine Kaltwasser as non-independent nominee is warranted given the lack of independence at the audit committee (Item 19) A Vote AGAINST the (re)election of Philippe Heim as non-independent nominee is warranted given the lack of independence at the remuneration committee (Item 20).					
24	Ratify Appointment of Veronique Weill as Director	For	For			
25	Reelect Veronique Weill as Director	For	For			
26	Reelect Rose Marie Lerberghe as Director	For	For			
27	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For			
	Extraordinary Business					
28	Authorize up to 0,5 Percent of Issued Capital for Use in Restricted Stock Plans	For	Against			
	Blended Rationale: A vote AGAINST this resolution is warranted because:- No information is available on the existence of performance conditions;- The vesting period is not sufficiently long-term oriented; and- The performance period is not disclosed.					
29	Amend Article 1 of Bylaws Re: Corporate Purpose	For	For			
30	Amend Articles 23 and 26 of Bylaws to Comply with Legal Changes	For	For			
31	Authorize Filing of Required Documents/Other Formalities	For	For			

## **Coca-Cola Amatil Ltd.**

Meeting Date: 04/16/2021 Country: Australia

Meeting Type: Court Ticker: CCL

Date range covered: 04/01/2021 to 04/30/2021

## **Coca-Cola Amatil Ltd.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Court-Ordered Meeting		
1	Approve Scheme of Arrangement in Relation to the Proposed Acquisition of the Company by Coca-Cola European Partners plc Through CCEP Australia Pty Ltd	For	For

#### **Covestro AG**

Meeting Date: 04/16/2021

Country: Germany

Meeting Type: Annual

Ticker: 1COV

Proposal		Vote	
Number	Proposal Text	Mgmt Rec	Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2020 (Non-Voting)		
2	Approve Allocation of Income and Dividends of EUR 1.30 per Share	For	For
3	Approve Discharge of Management Board for Fiscal Year 2020	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2020	For	For
5	Ratify KPMG AG as Auditors for Fiscal Year 2021	For	For
6	Elect Lise Kingo to the Supervisory Board	For	For
7	Approve Creation of EUR 58 Million Pool of Capital with Partial Exclusion of Preemptive Rights	For	For
8	Approve Remuneration Policy	For	For
9	Approve Remuneration of Supervisory Board	For	For

## **Elekta AB**

Meeting Date: 04/16/2021 Cou

Country: Sweden

Meeting Type: Special

Ticker: EKTA.B

Date range covered: 04/01/2021 to 04/30/2021

## **Elekta AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Elect Chairman of Meeting	For	For
2	Prepare and Approve List of Shareholders	For	For
3	Approve Agenda of Meeting	For	For
4.1	Designate Per Colleen as Inspector of Minutes of Meeting	For	For
4.2	Designate Caroline Sjosten as Inspector of Minutes of Meeting	For	For
5	Acknowledge Proper Convening of Meeting	For	For
6	Approve Extra Dividends of SEK 0.90 Per Share	For	For

# **Evolution Gaming Group AB**

Meeting Date: 04/16/2021

Country: Sweden

Meeting Type: Annual

Ticker: EVO

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Open Meeting		
2	Elect Chairman of Meeting	For	For
3	Designate Inspector(s) of Minutes of Meeting	For	For
4	Prepare and Approve List of Shareholders	For	For
5	Approve Agenda of Meeting	For	For
6	Acknowledge Proper Convening of Meeting	For	For
7a	Accept Financial Statements and Statutory Reports	For	For
7b	Approve Allocation of Income and Dividends of EUR 0.68 Per Share	For	For
7c1	Approve Discharge of Jens von Bahr	For	For
7c2	Approve Discharge of Joel Citron	For	For
7c3	Approve Discharge of Jonas Engwall	For	For
7c4	Approve Discharge of Cecilia Lager	For	For
7c5	Approve Discharge of Ian Livingstone	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Evolution Gaming Group AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7c6	Approve Discharge of Fredrik Osterberg	For	For
7c7	Approve Discharge of Martin Carlesund	For	For
8	Determine Number of Members (5) and Deputy Members (0) of Board	For	For
9	Approve Remuneration of Directors in the Aggregate Amount of EUR 120,000	For	For
10a1	Reelect Jens von Bahr as Director	For	For
10a2	Reelect Joel Citron as Director	For	For
10a3	Reelect Jonas Engwall as Director	For	Against
	Blended Rationale: Votes AGAINST incumbent Nominating Committee members 3 warranted for lack of gender diversity on the board. Votes FOR candidates Jens vo (Items 10a1, 10a2 and 10a5) are warranted due to a lack of concern regarding to	on Bahr, Joel Citron and Fredrik Osterberg	
10a4	Reelect Ian Livingstone as Director	For	Against
	Blended Rationale: Votes AGAINST incumbent Nominating Committee members 3 warranted for lack of gender diversity on the board. Votes FOR candidates Jens vo. (Items 10a1, 10a2 and 10a5) are warranted due to a lack of concern regarding to	on Bahr, Joel Citron and Fredrik Osterberg	
10a5	Reelect Fredrik Osterberg as Director	For	For
10b	Elect Jens von Bahr as Board Chairman	For	For
11	Approve Remuneration of Auditors	For	For
12	Ratify PricewaterhouseCoopers as Auditors	For	For
13	Approve Nomination Committee Procedures	For	For
14	Approve Remuneration Report	For	For
15	Change Company Name to Evolution AB	For	For
16a	Authorize Share Repurchase Program	For	For
16b	Authorize Reissuance of Repurchased Shares	For	For
17	Approve Issuance of up to 10 Percent of Issued Shares without Preemptive Rights	For	For
18	Authorize the Board to Repurchase Warrants from Participants in Warrants Plan 2018	For	For
19	Close Meeting		

#### **Grasim Industries Limited**

Meeting Date: 04/16/2021 Country: India

Meeting Type: Court Ticker: 500300

Date range covered: 04/01/2021 to 04/30/2021

## **Grasim Industries Limited**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Court-Ordered Meeting for Shareholders		
1	Approve Scheme of Arrangement	For	For

## Henkel AG & Co. KGaA

Meeting Date: 04/16/2021

Country: Germany

Meeting Type: Annual

Ticker: HEN

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Allocation of Income and Dividends of EUR 1.83 per Ordinary Share and EUR 1.85 per Preferred Share	For	For
3	Approve Discharge of Personally Liable Partner for Fiscal Year 2020	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2020	For	For
5	Approve Discharge of Shareholders' Committee for Fiscal Year 2020	For	For
6	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2021	For	For
7	Elect James Rowan to the Shareholders' Committee	For	For
8	Approve Remuneration Policy	For	For
9	Amend Articles Re: Remuneration of Supervisory Board and Shareholders' Committee	For	For
10	Approve Remuneration of Supervisory Board and Shareholders' Committee	For	For
11	Amend Articles Re: Electronic Participation in the General Meeting	For	For

Date range covered: 04/01/2021 to 04/30/2021

# iShares II Public Limited Company - iShares Developed Markets Property Yield UCI

Meeting Date: 04/16/2021 Country: Ireland

Meeting Type: Annual Ticker: DPYA

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
	Ordinary Resolutions		
1	Accept Financial Statements and Statutory Reports	For	For
2	Ratify Deloitte as Auditors	For	For
3	Authorise Board to Fix Remuneration of Auditors	For	For
4	Re-elect Ros O'Shea as Director	For	For
5	Re-elect Jessica Irschick as Director	For	For
6	Re-elect Barry O'Dwyer as Director	For	For
7	Re-elect Paul McGowan as Director	For	For
8	Re-elect Paul McNaughton as Director	For	For
9	Re-elect Deirdre Somers as Director	For	For
10	Re-elect Teresa O'Flynn as Director	For	Abstain
	Special Resolution		
1	Approve Proposed Updates to the Constitution	For	For

# **iShares V Public Limited Company - iShares S&P 500 Financials Sector UCITS ETF**

Meeting Date: 04/16/2021

Country: Ireland

Meeting Type: Annual

Ticker: QDVH

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Ordinary Resolutions		
1	Accept Financial Statements and Statutory Reports	For	For
2	Ratify Deloitte as Auditors	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **iShares V Public Limited Company - iShares S&P 500 Financials Sector UCITS ETF**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3	Authorise Board to Fix Remuneration of Auditors	For	For
4	Re-elect Ros O'Shea as Director	For	For
5	Re-elect Jessica Irschick as Director	For	For
6	Re-elect Barry O'Dwyer as Director	For	For
7	Re-elect Paul McGowan as Director	For	For
8	Re-elect Paul McNaughton as Director	For	For
9	Re-elect Teresa O'Flynn as Director	For	Abstain
10	Re-elect Deirdre Somers as Director	For	For
	Special Resolution		
1	Approve Proposed Updates to the Constitution	For	For

# **Mori Hills REIT Investment Corp.**

Meeting Date: 04/16/2021

Country: Japan

Meeting Type: Special

Ticker: 3234

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Amend Articles to Amend Provisions on Deemed Approval System - Amend Asset Management Compensation	For	For
2	Elect Executive Director Isobe, Hideyuki	For	For
3.1	Elect Supervisory Director Tamura, Masakuni	For	For
3.2	Elect Supervisory Director Nishimura, Koji	For	For
3.3	Elect Supervisory Director Ishijima, Miyako	For	For
3.4	Elect Supervisory Director Kitamura, Emi	For	For

## **Natura & Co Holding SA**

Meeting Date: 04/16/2021

Country: Brazil

Meeting Type: Annual

Ticker: NTCO3

Date range covered: 04/01/2021 to 04/30/2021

# **Natura & Co Holding SA**

Proposal lumber	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For
2	Approve Treatment of Net Loss	For	For
3	Approve Remuneration of Company's Management	For	Against
	Blended Rationale: A vote AGAINST this proposal is warranted to compensation of its highest-paid administrator does not appear		otal
4	Do You Wish to Request Installation of a Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	Against	For
	Blended Rationale: A vote FOR this item is warranted because t company's governance and bring greater corporate oversight.	he installation of a fiscal council could potentially impr	rove the
5	In the Event of a Second Call, the Voting Instructions Contained in this Remote Voting Card May Also be Considered for the Second	None	For

Blended Rationale: A vote FOR this administrative request is warranted.

# **Natura &Co Holding SA**

Meeting Date: 04/16/2021 Country: Brazil

Meeting Type: Special

Ticker: NTCO3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Re-Ratify Remuneration of Company's Management Approved at the April 30, 2020 AGM	For	Against
	Blended Rationale: A vote AGAINST this proposal is warranted as the c the 22-percent increase in the 2020 global remuneration cap, previous.		
2	Approve Treatment of Net Loss	For	For
3	Approve Classification of Georgia Garinois-Melenikiotou as Independent Director	For	For
4	Elect Georgia Garinois-Melenikiotou as Independent Director	For	For
5	Amend Article 5 to Reflect Changes in Capital	For	For
6	Amend Article 16	For	For

Date range covered: 04/01/2021 to 04/30/2021

# Natura &Co Holding SA

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7	Amend Article 18 Re: Amendment of Point "j"	For	For
8	Amend Article 20 Re: Amendment of Point "XXV"	For	For
9	Amend Article 20 Re: Adding Point "XXVIII"	For	For
10	Amend Article 20 Re: Adding Point "XXIX"	For	For
11	Amend Article 20 Re: Adding Point "XXX"	For	For
12	Amend Article 20 Re: Amendment "XXVI" and Article 24 Re: Amendment Point "c"	For	For
13	Consolidate Bylaws	For	For
14	In the Event of a Second Call, the Voting Instructions Contained in this Remote Voting Card May Also be Considered for the Second Call?	None	For

## **Swiss Re AG**

Meeting Date: 04/16/2021 Country: Switzerland

Meeting Type: Annual

Ticker: SREN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Approve Remuneration Report	For	For
1.2	Accept Financial Statements and Statutory Reports	For	For
2	Approve Allocation of Income and Dividends of CHF 5.90 per Share	For	For
3	Approve Variable Short-Term Remuneration of Executive Committee in the Amount of CHF 15.1 Million	For	For
4	Approve Discharge of Board of Directors	For	For
5.1.a	Reelect Sergio Ermotti as Director and Board Chairman	For	For
5.1.b	Reelect Raymond Ch'ien as Director	For	For
5.1.c	Reelect Renato Fassbind as Director	For	For
5.1.d	Reelect Karen Gavan as Director	For	For
5.1.e	Reelect Joachim Oechslin as Director	For	For
5.1.f	Reelect Deanna Ong as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **Swiss Re AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5.1.g	Reelect Jay Ralph as Director	For	For
5.1.h	Reelect Joerg Reinhardt as Director	For	For
5.1.i	Reelect Philip Ryan as Director	For	For
5.1.j	Reelect Paul Tucker as Director	For	For
5.1.k	Reelect Jacques de Vaucleroy as Director	For	For
5.1.l	Reelect Susan Wagner as Director	For	For
5.1.m	Reelect Larry Zimpleman as Director	For	For
5.2.1	Reappoint Raymond Ch'ien as Member of the Compensation Committee	For	For
5.2.2	Reappoint Renato Fassbind as Member of the Compensation Committee	For	For
5.2.3	Reappoint Karen Gavan as Member of the Compensation Committee	For	For
5.2.4	Reappoint Joerg Reinhardt as Member of the Compensation Committee	For	For
5.2.5	Reappoint Jacques de Vaucleroy as Member of the Compensation Committee	For	For
5.3	Designate Proxy Voting Services GmbH as Independent Proxy	For	For
5.4	Ratify KPMG as Auditors	For	For
6.1	Approve Remuneration of Directors in the Amount of CHF 10.3 Million	For	For
6.2	Approve Fixed and Variable Long-Term Remuneration of Executive Committee in the Amount of CHF 36.5 Million	For	For
7	Approve Renewal of CHF 8.5 Million Pool of Authorized Share Capital with Partial Exclusion of Preemptive Rights	For	For
8	Transact Other Business (Voting)	For	Against
	Blended Rationale: A vote AGAINST is warranted because:- This item concerns ac	dditional instructions from the shareholder to	

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

#### **Vonovia SE**

 Meeting Date: 04/16/2021
 Country: Germany

 Meeting Type: Annual
 Ticker: VNA

Date range covered: 04/01/2021 to 04/30/2021

## **Vonovia SE**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2020 (Non-Voting)		
2	Approve Allocation of Income and Dividends of EUR 1.69 per Share	For	For
3	Approve Discharge of Management Board for Fiscal Year 2020	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2020	For	For
5	Ratify KPMG AG as Auditors for Fiscal Year 2021	For	For
6	Approve Remuneration Policy	For	For
7	Approve Remuneration of Supervisory Board	For	For
8	Approve Creation of EUR 283 Million Pool of Capital with Partial Exclusion of Preemptive Rights	For	For
9	Approve Issuance of Warrants/Bonds with Warrants Attached/Convertible Bonds with Partial Exclusion of Preemptive Rights up to Aggregate Nominal Amount of EUR 12 Billion; Approve Creation of EUR 283 Million Pool of Capital to Guarantee Conversion Rights	For	For

# **Phu Nhuan Jewelry Joint Stock Company**

Meeting Date: 04/17/2021 Country: Vietnam

Meeting Type: Annual

Ticker: PNJ

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Operation Report of Board of Directors in 2020	For	For
2	Approve Report of Supervisory Board in 2020	For	For
3	Approve Audited Financial Statement of Financial Year 2020	For	For
4	Approve Plan for Activities in 2021	For	For
5	Approve Auditors	For	For
6	Approve Income Allocation and Appropriation to Reserves in 2020	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Phu Nhuan Jewelry Joint Stock Company**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7	Approve Employee Stock Ownership Program 2021 and Issuance of Shares under the Employee Stock Ownership Program 2021	For	Against
	Blended Rationale: A vote AGAINST this resolution is warranted issued with an exercise price at a discount to the current market	·	е
8	Amend Employee Stock Ownership Programs of 2018, 2019 and 2020	For	Against
	Blended Rationale: A vote AGAINST this resolution is warranted options to be issued with an exercise price at a discount to the	· · · · · · · · · · · · · · · · · · ·	k
9	Amend Corporate Governance Structure	For	For
10	Amend Articles of Association	For	For
11	Approve Corporate Governance Regulations, and Approve Regulations on Operation of Board of Directors	For	For
12	Dismiss Le Huu Hanh and Le Quang Phuc as Directors and Approve Election of Directors	For	Against
	Blended Rationale: A vote AGAINST these resolutions is warran nominees.	ted due to lack of information on the director and supervisor	
13	Elect Directors	For	Against
	Blended Rationale: A vote AGAINST these resolutions is warrant nominees.	ted due to lack of information on the director and supervisor	
14	Other Business	For	Against

other matters that will be taken up under this resolution.

## **Bajaj Finance Limited**

Meeting Date: 04/19/2021 Country: India

Meeting Type: Special

Ticker: 500034

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Postal Ballot		
1	Amend Employee Stock Option Scheme, 2009	For	For
2	Approve Grant of Options to Employees of Holding and/or Subsidiary Company(ies) under the Amended Employee Stock Option Scheme, 2009	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Banco Bilbao Vizcaya Argentaria SA**

Meeting Date: 04/19/2021

Country: Spain

Meeting Type: Annual

Ticker: BBVA

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
1.1	Approve Consolidated and Standalone Financial Statements	For	For	
1.2	Approve Non-Financial Information Statement	For	For	
1.3	Approve Treatment of Net Loss	For	For	
1.4	Approve Discharge of Board	For	For	
2.1	Reelect Jose Miguel Andres Torrecillas as Director	For	For	
2.2	Reelect Jaime Felix Caruana Lacorte as Director	For	For	
2.3	Reelect Belen Garijo Lopez as Director	For	For	
2.4	Reelect Jose Maldonado Ramos as Director	For	For	
2.5	Reelect Ana Cristina Peralta Moreno as Director	For	For	
2.6	Reelect Juan Pi Llorens as Director	For	For	
2.7	Reelect Jan Paul Marie Francis Verplancke as Director	For	For	
3	Approve Dividends	For	For	
4	Approve Special Dividends	For	For	
5	Authorize Issuance of Convertible Bonds, Debentures, Warrants, and Other Debt Securities without Preemptive Rights up to EUR 8 Billion	For	For	
6	Approve Reduction in Share Capital via Amortization of Treasury Shares	For	For	
7	Approve Remuneration Policy	For	For	
8	Fix Maximum Variable Compensation Ratio	For	For	
9	Renew Appointment of KPMG Auditores as Auditor	For	For	
10	Amend Article 21 Re: Allow Shareholder Meetings to be Held in Virtual-Only Format	For	For	
11	Amend Article 5 of General Meeting Regulations Re: Allow Shareholder Meetings to be Held in Virtual-Only Format	For	For	
12	Authorize Board to Ratify and Execute Approved Resolutions	For	For	

Date range covered: 04/01/2021 to 04/30/2021

## **Banco Bilbao Vizcaya Argentaria SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
13	Advisory Vote on Remuneration Report	For	For

# **Brunello Cucinelli SpA**

Meeting Date: 04/19/2021

Country: Italy

Meeting Type: Annual

Ticker: BC

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct
	Ordinary Business		
1.1	Accept Financial Statements and Statutory Reports	For	For
1.2	Approve Allocation of Income	For	For
2	Approve Second Section of the Remuneration Report	For	Against
	Blended Rationale: This item warrants a vote AGAINST because. performance of the company is decreasing compared to the prio been increased by roughly 100 percent in 2020, without a comp	or year Furthermore, the remuneration of the two co-	
3.1	Approve PricewaterhouseCoopers SpA as Auditors and Authorize Board to Fix Their Remuneration	For	For
3.2	Approve KPMG SpA as Auditors and Authorize Board to Fix Their Remuneration	For	For
Α	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	None	Against

# **Carrier Global Corp.**

Meeting Date: 04/19/2021

Country: USA

Meeting Type: Annual

Ticker: CARR

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director John V. Faraci	For	For
1b	Elect Director Jean-Pierre Garnier	For	For
1c	Elect Director David Gitlin	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Carrier Global Corp.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1d	Elect Director John J. Greisch	For	For
1e	Elect Director Charles M. Holley, Jr.	For	For
1f	Elect Director Michael M. McNamara	For	For
1g	Elect Director Michael A. Todman	For	For
1h	Elect Director Virginia M. Wilson	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	For	For
4	Advisory Vote on Say on Pay Frequency	One Year	One Year

# **Gulfport Energy Corporation**

Meeting Date: 04/19/2021

Country: USA

Meeting Type: Written Consent

Ticker: GPORQ

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruc	
1	Vote on the Plan (Select For To Accept The	For	For	
	Plan, Select Against To Reject The Plan;			
	Abstain Is Not A Valid Voting Option And Will			
	Not Count)			
	Blended Rationale: Please note that Sustainability Advisory Services does not provide vote recommendations for preferred stockholders, warrant holders or debt holders pertaining to bankruptcies.			
2	Opt Out of the Third-Party Release (For = Opt	None	Abstain	
-	Out, Against or Abstain = Do Not Opt Out)			

## **Kuros Biosciences Ltd.**

Meeting Date: 04/19/2021

Country: Switzerland

Meeting Type: Annual

Ticker: KURN

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

Date range covered: 04/01/2021 to 04/30/2021

## **Kuros Biosciences Ltd.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
2	Approve Discharge of Board and Senior Management	For	For
3	Approve Treatment of Net Loss	For	For
4.1	Reelect Clemens van Blitterswijk as Director and Board Chairman	For	For
4.2	Reelect Leanna Caron as Director	For	For
4.3	Reelect Joost de Bruijn as Director	For	For
4.4	Reelect Scott Bruder as Director	For	For
4.5	Reelect Oliver Walker as Director	For	For
4.6	Elect Chris Fair as Director	For	For
5	Ratify PricewaterhouseCoopers AG as Auditors	For	For
6.1	Approve Fixed Remuneration of Directors in the Amount of CHF 400,000	For	For
6.2	Approve Grant of up to 50,000 Share Options to Directors	For	Against
	Blended Rationale: Fixed compensation (Item 6.1)A vote FOR this resolution is we line with market practice. Option grant (ex-ante) Item 6.2A vote AGAINST this rest the grant of stock options to non-executive directors.		
6.3	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 800,000	For	For
6.4	Approve Variable Remuneration of Executive Committee in the Amount of CHF 500,000	For	For
6.5	Approve Grant of up to 300,000 Share Options To Executives	For	For
7.1	Reappoint Leanna Caron as Member of the Compensation Committee	For	For
7.2	Reappoint Oliver Walker as Member of the Compensation Committee	For	For
7.3	Appoint Chris Fair as Member of the Compensation Committee	For	For
8	Designate Keller KLG as Independent Proxy	For	For
9	Amend Articles Re: Annulment of the Conversion of Shares Clause	For	For
10	Increase and Adjust Pool of Conditional Capital for Employee Equity Plans	For	Against
	Blended Rationale: A vote AGAINST this resolution is warranted because:- Non-exthe stock option plan The vesting period for options is less than three years.	recutive directors are eligible to participate in	
11	Approve CHF 29.5 Million Reduction in Share Capital via Reduction of Nominal Value	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **Kuros Biosciences Ltd.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
12	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these any new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

## **Luzerner Kantonalbank AG**

Meeting Date: 04/19/2021 Country: Switzerland

Meeting Type: Annual Ticker: LUKN

Proposal	ı		Vote
Number	Proposal Text	Mgmt Rec	Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Remuneration of Directors in the Amount of CHF 772,729	For	For
3.1	Approve Variable Remuneration of Executive Committee in the Amount of CHF 2 Million	For	For
3.2	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 3.3 Million	For	For
4	Approve Discharge of Board and Senior Management	For	For
5	Approve Allocation of Income and Dividends of CHF 12.50 per Share	For	For
6.1	Amend Articles Re: Voting and Election System	For	For
6.2	Amend Articles Re: Age Limit for Board Members	For	For
7.1	Reelect Markus Hongler as Director, Board Chairman and as a Member of the Personnel and Compensation Committee	For	For
7.2	Reelect Josef Felder as Director and as a Member of the Personnel and Compensation Committee	For	For
7.3	Reelect Martha Scheiber as Director and as a Member of the Personnel and Compensation Committee	For	For
7.4.1	Reelect Andreas Dietrich as Director	For	For
7.4.2	Reelect Andreas Emmenegger as Director	For	For
7.4.3	Reelect Franz Grueter as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **Luzerner Kantonalbank AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7.4.4	Reelect Stefan Portmann as Director	For	For
7.5.1	Elect Roger Studer as Director	For	For
7.5.2	Elect Nicole Vyskocil as Director	For	For
8	Ratify PricewaterhouseCoopers AG as Auditors	For	For
9	Designate Markus Kaufmann as Independent Proxy	For	For
10	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

#### **Abertis Infraestructuras SA**

Meeting Date: 04/20/2021 Country: Spain

Meeting Type: Annual

Ticker: N/A

Proposal			Vote	
Number	Proposal Text	Mgmt Rec	Instruct	
1	Approve Consolidated and Standalone Financial Statements	For	For	
	Blended Rationale: No vote recommendations are provided for it	meetings of private companies.		
2	Approve Non-Financial Information Statement	For	For	
	Blended Rationale: No vote recommendations are provided for meetings of private companies.			
3.1	Approve Allocation of Income	For	For	
	Blended Rationale: No vote recommendations are provided for meetings of private companies.			
3.2	Approve Dividends	For	For	
	Blended Rationale: No vote recommendations are provided for meetings of private companies.			
4	Approve Discharge of Board	For	For	
	Blended Rationale: No vote recommendations are provided for meetings of private companies.			
5	Amend Article 14	For	For	
	Blended Rationale: No vote recommendations are provided for i	meetings of private companies.		

Date range covered: 04/01/2021 to 04/30/2021

#### **Abertis Infraestructuras SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
6	Authorize Issuance of Convertible Bonds, Debentures, Warrants, and Other Debt Securities without Preemptive Rights	For	For
	Blended Rationale: No vote recommendations are provided for meetings of private		
7	Ratify Appointment of and Elect Fabio Cerchiai as Director	For	For
	Blended Rationale: No vote recommendations are provided for meetings of private	e companies.	

## **Adobe Inc.**

Meeting Date: 04/20/2021

Country: USA

Meeting Type: Annual

Ticker: ADBE

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Amy Banse	For	For
1b	Elect Director Melanie Boulden	For	For
1c	Elect Director Frank Calderoni	For	For
1d	Elect Director James Daley	For	For
1e	Elect Director Laura Desmond	For	For
1f	Elect Director Shantanu Narayen	For	For
1g	Elect Director Kathleen Oberg	For	For
1h	Elect Director Dheeraj Pandey	For	For
1i	Elect Director David Ricks	For	For
1j	Elect Director Daniel Rosensweig	For	For
1k	Elect Director John Warnock	For	For
2	Amend Omnibus Stock Plan	For	For
3	Ratify KPMG LLP as Auditors	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

## **American Electric Power Company, Inc.**

Meeting Date: 04/20/2021

Country: USA

Meeting Type: Annual

Ticker: AEP

Date range covered: 04/01/2021 to 04/30/2021

# **American Electric Power Company, Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Nicholas K. Akins	For	For
1.2	Elect Director David J. Anderson	For	For
1.3	Elect Director J. Barnie Beasley, Jr.	For	For
1.4	Elect Director Art A. Garcia	For	For
1.5	Elect Director Linda A. Goodspeed	For	For
1.6	Elect Director Thomas E. Hoaglin	For	For
1.7	Elect Director Sandra Beach Lin	For	For
1.8	Elect Director Margaret M. McCarthy	For	For
1.9	Elect Director Stephen S. Rasmussen	For	For
1.10	Elect Director Oliver G. Richard, III	For	For
1.11	Elect Director Daryl Roberts	For	For
1.12	Elect Director Sara Martinez Tucker	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

# **Bank of America Corporation**

Meeting Date: 04/20/2021

Country: USA

Meeting Type: Annual

Ticker: BAC

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Sharon L. Allen	For	For
1b	Elect Director Susan S. Bies	For	For
1c	Elect Director Frank P. Bramble, Sr.	For	For
1d	Elect Director Pierre J.P. de Weck	For	For
1e	Elect Director Arnold W. Donald	For	For
1f	Elect Director Linda P. Hudson	For	For
1g	Elect Director Monica C. Lozano	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Bank of America Corporation**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1h	Elect Director Thomas J. May	For	For
<b>1</b> i	Elect Director Brian T. Moynihan	For	For
1j	Elect Director Lionel L. Nowell, III	For	For
1k	Elect Director Denise L. Ramos	For	For
11	Elect Director Clayton S. Rose	For	For
1m	Elect Director Michael D. White	For	For
1n	Elect Director Thomas D. Woods	For	For
10	Elect Director R. David Yost	For	For
1p	Elect Director Maria T. Zuber	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	For	For
4	Amend Omnibus Stock Plan	For	For
5	Amend Proxy Access Right	Against	For
	Blended Rationale: A vote FOR this proposal is warranted as the proposed elim- would improve the company's existing proxy access right for shareholders.	nination of the 20-shareholder aggregation limit	
6	Provide Right to Act by Written Consent	Against	For
	Blended Rationale: A vote FOR this proposal is warranted given that the ability shareholder rights.	to act by written consent would enhance	
7	Approve Change in Organizational Form	Against	Against
8	Request on Racial Equity Audit	Against	For

them to better measure the progress of the company's existing diversity and inclusion initiatives.

## **Carnival Corporation**

Meeting Date: 04/20/2021 Country: Panama

Meeting Type: Annual

Ticker: CCL

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Re-elect Micky Arison as a Director of Carnival Corporation and as a Director of Carnival plc.	For	For

Blended Rationale: A vote FOR the director nominee is warranted.

Date range covered: 04/01/2021 to 04/30/2021

# **Carnival Corporation**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
2	Re-elect Jonathon Band as a Director of Carnival Corporation and as a Director of Carnival plc.	For	For	
	Blended Rationale: A vote FOR the director nominee is warranted.			
3	Re-elect Jason Glen Cahilly as a Director of Carnival Corporation and as a Director of Carnival plc.	For	For	
	Blended Rationale: A vote FOR the director nominee is warranted.			
4	Re-elect Helen Deeble as a Director of Carnival Corporation and as a Director of Carnival plc.	For	For	
	Blended Rationale: A vote FOR the director nominee is warranted.			
5	Re-elect Arnold W. Donald as a Director of Carnival Corporation and as a Director of Carnival plc.	For	For	
	Blended Rationale: A vote FOR the director nominee is warranted.			
6	Re-elect Jeffrey J. Gearhart as a Director of Carnival Corporation and as a Director of Carnival plc.	For	For	
	Blended Rationale: A vote FOR the director nominee is warranted.			
7	Re-elect Richard J. Glasier as a Director of Carnival Corporation and as a Director of Carnival plc.	For	For	
	Blended Rationale: A vote FOR the director nominee is warranted.			
8	Re-elect Katie Lahey as a Director of Carnival Corporation and as a Director of Carnival plc.	For	For	
	Blended Rationale: A vote FOR the director nominee is warranted.			
9	Re-elect John Parker as a Director of Carnival Corporation and as a Director of Carnival plc.	For	For	
	Blended Rationale: A vote FOR the director nominee is warranted.			
10	Re-elect Stuart Subotnick as a Director of Carnival Corporation and as a Director of Carnival plc.	For	For	
	Blended Rationale: A vote FOR the director nominee is warranted.			
11	Re-elect Laura Weil as a Director of Carnival Corporation and as a Director of Carnival plc.	For	For	
	Blended Rationale: A vote FOR the director nominee is warranted.			
12	Re-elect Randall J. Weisenburger as a Director of Carnival Corporation and as a Director of Carnival plc.	For	For	
	Blended Rationale: A vote FOR the director nominee is warranted.			

Date range covered: 04/01/2021 to 04/30/2021

# **Carnival Corporation**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
13	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
	Blended Rationale: A vote FOR this proposal is warranted, as pareview. Existing incentive plans were not adjusted as a result of commensurate with company performance. Further, the special meant to address a sudden change in priorities.	the pause in guest operations, and therefore, outcomes wer	
14	Approve Directors' Remuneration Report (in accordance with legal requirements applicable to UK companies)	For	For
	Blended Rationale: A vote FOR this proposal is warranted. The ru which is classified as a US domestic issuer. Given that the focus for this proposal is aligned to the US say-on-pay analysis.		n
15	Reappoint PricewaterhouseCoopers LLP as Independent Auditors of Carnival plc; Ratify the Selection of the U.S. Firm of PricewaterhouseCoopers LLP as the Independent Registered Certified Public Accounting Firm of Carnival Corporation	For	For
	Blended Rationale: A vote FOR this proposal to ratify the audito		
16	Authorize Board to Fix Remuneration of Auditors	For	For
	Blended Rationale: A vote FOR this proposal to ratify the auditor	r is warranted.	
17	Receive the UK Accounts and Reports of the Directors and Auditors of Carnival plc for the year ended November 30, 2020 (in accordance with legal requirements applicable to UK companies).	For	For
	Blended Rationale: A vote FOR the Company's routine submission as no significant concerns have been identified.	on of the directors' report and financial statements is warrant	red
18	Approve Issuance of Equity	For	For
	Blended Rationale: A vote FOR these resolutions is warranted b recommended limits.	ecause the proposed amounts and durations are within	
19	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	For	For
	Blended Rationale: A vote FOR these resolutions is warranted b recommended limits.	ecause the proposed amounts and durations are within	
20	Authorize Share Repurchase Program	For	For
	Blended Rationale: A vote FOR this resolution is warranted becarecommended limits.	nuse the proposed amount and duration are within	
21	Amend Omnibus Stock Plan	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Carnival Corporation**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Re-elect Micky Arison as a Director of Carnival Corporation and as a Director of Carnival plc.	For	For
2	Re-elect Jonathon Band as a Director of Carnival Corporation and as a Director of Carnival plc.	For	For
3	Re-elect Jason Glen Cahilly as a Director of Carnival Corporation and as a Director of Carnival plc.	For	For
4	Re-elect Helen Deeble as a Director of Carnival Corporation and as a Director of Carnival plc.	For	For
5	Re-elect Arnold W. Donald as a Director of Carnival Corporation and as a Director of Carnival plc.	For	For
6	Re-elect Jeffrey J. Gearhart as a Director of Carnival Corporation and as a Director of Carnival plc.	For	For
7	Re-elect Richard J. Glasier as a Director of Carnival Corporation and as a Director of Carnival plc.	For	For
8	Re-elect Katie Lahey as a Director of Carnival Corporation and as a Director of Carnival plc.	For	For
9	Re-elect John Parker as a Director of Carnival Corporation and as a Director of Carnival plc.	For	For
10	Re-elect Stuart Subotnick as a Director of Carnival Corporation and as a Director of Carnival plc.	For	For
11	Re-elect Laura Weil as a Director of Carnival Corporation and as a Director of Carnival plc.	For	For
12	Re-elect Randall J. Weisenburger as a Director of Carnival Corporation and as a Director of Carnival plc.	For	For
13	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
14	Approve Directors' Remuneration Report (in accordance with legal requirements applicable to UK companies)	For	For
15	Reappoint PricewaterhouseCoopers LLP as Independent Auditors of Carnival plc; Ratify the Selection of the U.S. Firm of PricewaterhouseCoopers LLP as the Independent Registered Certified Public Accounting Firm of Carnival Corporation	For	For
16	Authorize Board to Fix Remuneration of Auditors	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Carnival Corporation**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
17	Receive the UK Accounts and Reports of the Directors and Auditors of Carnival plc for the year ended November 30, 2020 (in accordance with legal requirements applicable to UK companies).	For	For
18	Approve Issuance of Equity	For	For
19	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	For	For
20	Authorize Share Repurchase Program	For	For
21	Amend Omnibus Stock Plan	For	For

### **Carnival Plc**

Meeting Date: 04/20/2021

Country: United Kingdom

Meeting Type: Annual

Ticker: CCL

Proposal Text	Mgmt Rec	Vote Instruction
Re-elect Micky Arison as Director of Carnival Corporation and as a Director of Carnival plc	For	For
Re-elect Sir Jonathon Band as Director of Carnival Corporation and as a Director of Carnival plc	For	For
Re-elect Jason Cahilly as Director of Carnival Corporation and as a Director of Carnival plc	For	For
Re-elect Helen Deeble as Director of Carnival Corporation and as a Director of Carnival plc	For	For
Re-elect Arnold Donald as Director of Carnival Corporation and as a Director of Carnival plc	For	For
Elect Jeffery Gearhart as Director of Carnival Corporation and as a Director of Carnival plc	For	For
Re-elect Richard Glasier as Director of Carnival Corporation and as a Director of Carnival plc	For	For
Re-elect Katie Lahey as Director of Carnival Corporation and as a Director of Carnival plc	For	For
Re-elect Sir John Parker as Director of Carnival Corporation and as a Director of Carnival plc	For	For
Re-elect Stuart Subotnick as Director of Carnival Corporation and as a Director of Carnival plc	For	For
	Re-elect Micky Arison as Director of Carnival Corporation and as a Director of Carnival plc Re-elect Sir Jonathon Band as Director of Carnival Corporation and as a Director of Carnival plc Re-elect Jason Cahilly as Director of Carnival Corporation and as a Director of Carnival Corporation and as a Director of Carnival Corporation and as a Director of Carnival plc Re-elect Helen Deeble as Director of Carnival plc Re-elect Arnold Donald as Director of Carnival Corporation and as a Director of Carnival Corporation and as a Director of Carnival plc Elect Jeffery Gearhart as Director of Carnival Corporation and as a Director of Carnival plc Re-elect Richard Glasier as Director of Carnival Corporation and as a Director of Carnival plc Re-elect Katie Lahey as Director of Carnival Corporation and as a Director of Carnival plc Re-elect Sir John Parker as Director of Carnival Corporation and as a Director of Carnival plc Re-elect Stuart Subotnick as Director of Carnival Corporation and as a Director of Carnival Corporation and as a Director of	Re-elect Micky Arison as Director of Carnival Corporation and as a Director of Carnival plc  Re-elect Sir Jonathon Band as Director of Carnival Corporation and as a Director of Carnival Corporation and as a Director of Carnival plc  Re-elect Jason Cahilly as Director of Carnival For Corporation and as a Director of Carnival plc  Re-elect Helen Deeble as Director of Carnival plc  Re-elect Helen Deeble as Director of Carnival plc  Re-elect Arnold Donald as Director of Carnival plc  Re-elect Arnold Donald as Director of Carnival plc  Elect Jeffery Gearhart as Director of Carnival plc  Elect Jeffery Gearhart as Director of Carnival plc  Re-elect Richard Glasier as Director of Carnival plc  Re-elect Richard Glasier as Director of Carnival plc  Re-elect Katie Lahey as Director of Carnival plc  Re-elect Katie Lahey as Director of Carnival plc  Re-elect Sir John Parker as Director of Carnival plc  Re-elect Strong Parker as Director of Carnival plc

Date range covered: 04/01/2021 to 04/30/2021

### **Carnival Plc**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
11	Re-elect Laura Weil as Director of Carnival Corporation and as a Director of Carnival plc	For	For
12	Re-elect Randall Weisenburger as Director of Carnival Corporation and as a Director of Carnival plc	For	For
13	Advisory Vote to Approve Executive Compensation	For	For
14	Approve Remuneration Report	For	For
15	Reappoint PricewaterhouseCoopers LLP as Independent Auditors of Carnival plc; Ratify the Selection of the U.S. Firm of PricewaterhouseCoopers LLP as the Independent Registered Public Accounting Firm of Carnival Corporation	For	For
16	Authorise the Audit Committee of Carnival plc to Fix Remuneration of Auditors	For	For
17	Accept Financial Statements and Statutory Reports	For	For
18	Authorise Issue of Equity	For	For
19	Authorise Issue of Equity without Pre-emptive Rights	For	For
20	Authorise Market Purchase of Ordinary Shares	For	For
21	Amend 2020 Stock Plan	For	For

#### **Carnival Plc**

Meeting Date: 04/20/2021 Country: United Kingdom

Meeting Type: Annual

Ticker: CCL

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Meeting for ADR Holders		
1	Re-elect Micky Arison as Director of Carnival Corporation and as a Director of Carnival plc	For	For
2	Re-elect Sir Jonathon Band as Director of Carnival Corporation and as a Director of Carnival plc	For	For
3	Re-elect Jason Cahilly as Director of Carnival Corporation and as a Director of Carnival plc	For	For
4	Re-elect Helen Deeble as Director of Carnival Corporation and as a Director of Carnival plc	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Carnival Plc**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5	Re-elect Arnold Donald as Director of Carnival Corporation and as a Director of Carnival plc	For	For
6	Elect Jeffery Gearhart as Director of Carnival Corporation and as a Director of Carnival plc	For	For
7	Re-elect Richard Glasier as Director of Carnival Corporation and as a Director of Carnival plc	For	For
8	Re-elect Katie Lahey as Director of Carnival Corporation and as a Director of Carnival plc	For	For
9	Re-elect Sir John Parker as Director of Carnival Corporation and as a Director of Carnival plc	For	For
10	Re-elect Stuart Subotnick as Director of Carnival Corporation and as a Director of Carnival plc	For	For
11	Re-elect Laura Weil as Director of Carnival Corporation and as a Director of Carnival plc	For	For
12	Re-elect Randall Weisenburger as Director of Carnival Corporation and as a Director of Carnival plc	For	For
13	Advisory Vote to Approve Executive Compensation	For	For
14	Approve Remuneration Report	For	For
15	Reappoint PricewaterhouseCoopers LLP as Independent Auditors of Carnival plc; Ratify the Selection of the U.S. Firm of PricewaterhouseCoopers LLP as the Independent Registered Public Accounting Firm of Carnival Corporation	For	For
16	Authorise the Audit Committee of Carnival plc to Fix Remuneration of Auditors	For	For
17	Accept Financial Statements and Statutory Reports	For	For
18	Authorise Issue of Equity	For	For
19	Authorise Issue of Equity without Pre-emptive Rights	For	For
20	Authorise Market Purchase of Ordinary Shares	For	For
21	Amend 2020 Stock Plan	For	For

# **Churchill Downs Incorporated**

Meeting Date: 04/20/2021 Country: USA

Meeting Type: Annual Ticker: CHDN

Date range covered: 04/01/2021 to 04/30/2021

### **Churchill Downs Incorporated**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director William C. Carstanjen	For	For
1.2	Elect Director Karole F. Lloyd	For	For
1.3	Elect Director Paul C. Varga	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against

Blended Rationale: A vote AGAINST this proposal is warranted. In connection with the pandemic, the company determined to adjust the closing-cycle LTI awards to pay the 2020 performance year at target, which resulted in LTI awards being earned significantly above target. Adjustments to closing-cycle LTI awards resulting in significantly above-target vesting is problematic.

#### **Covivio SA**

Meeting Date: 04/20/2021

Country: France

Meeting Type: Annual/Special

Ticker: COV

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
	Ordinary Business		
1	Approve Financial Statements and Statutory Reports	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	For	For
3	Approve Allocation of Income and Dividends of EUR 3.60 per Share	For	For
4	Approve Auditors' Special Report on Related-Party Transactions	For	For
5	Approve Remuneration Policy of Chairman of the Board	For	For
6	Approve Remuneration Policy of CEO	For	For
7	Approve Remuneration Policy of Vice-CEOs	For	For
8	Approve Remuneration Policy of Directors	For	For
9	Approve Compensation Report of Corporate Officers	For	For
10	Approve Compensation of Jean Laurent, Chairman of the Board	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Covivio SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
11	Approve Compensation of Christophe Kullmann, CEO	For	For
12	Approve Compensation of Olivier Esteve, Vice-CEO	For	For
13	Approve Compensation of Dominique Ozanne, Vice-CEO	For	For
14	Reelect Sylvie Ouziel as Director	For	For
15	Reelect Jean-Luc Biamonti as Director	For	For
16	Reelect Predica as Director	For	For
17	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For
	Extraordinary Business		
18	Authorize Capitalization of Reserves of Up to EUR 28 Million for Bonus Issue or Increase in Par Value	For	For
19	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	For	For
20	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 70 Million	For	For
21	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 28 Million	For	For
22	Authorize Capital Increase of Up to 10 Percent of Issued Share Capital for Future Exchange Offers	For	For
23	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	For	For
24	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	For	For
25	Amend Articles 8 and 10 of Bylaws Re. Shareholding Disclosure Thresholds and Shares	For	For
26	Authorize Filing of Required Documents/Other Formalities	For	For

# **Feintool International Holding AG**

Meeting Date: 04/20/2021 Country: Switzerland

Meeting Type: Annual

Ticker: FTON

Date range covered: 04/01/2021 to 04/30/2021

# **Feintool International Holding AG**

Date range covered: 04/01/2021 to 04/30/2021

# **Feintool International Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
6	Approve Creation of CHF 10 Million Pool of Capital without Preemptive Rights	For	Against
	Blended Rationale: A vote AGAINST the proposed authorization is warranted becacapital increase without preemptive rights for up to 20.3 percent of the issued sha		
7	Transact Other Business (Voting)	For	Against
	Blended Rationale: A vote AGAINST is warranted because:- This item concerns at the proxy in case new voting items or counterproposals are introduced at the med directors; and- The content of these any new items or counterproposals is not known shareholders' best interest to vote against this item on a precautionary basis.	eting by shareholders or the board of	

# **Getinge AB**

Meeting Date: 04/20/2021

Country: Sweden

Meeting Type: Annual

Ticker: GETI.B

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Open Meeting		
2	Elect Chairman of Meeting	For	For
3	Designate Inspector(s) of Minutes of Meeting		
4	Prepare and Approve List of Shareholders	For	For
5	Approve Agenda of Meeting	For	For
6	Acknowledge Proper Convening of Meeting	For	For
7	Receive Financial Statements and Statutory Reports		
8	Receive Board's and Board Committee's Reports		
9	Receive CEO Report		
10	Accept Financial Statements and Statutory Reports	For	For
11	Approve Allocation of Income and Dividends of SEK 3 Per Share	For	For
12.a	Approve Discharge of Carl Bennet	For	For
12.b	Approve Discharge of Johan Bygge	For	For
12.c	Approve Discharge of Cecilia Daun Wennborg	For	For
12.d	Approve Discharge of Barbro Friden	For	For
12.e	Approve Discharge of Dan Frohm	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Getinge AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
12.f	Approve Discharge of Sofia Hasselberg	For	For
12.g	Approve Discharge of Johan Malmquist	For	For
12.h	Approve Discharge of Malin Persson	For	For
12.i	Approve Discharge of Johan Stern	For	For
12.j	Approve Discharge of Mattias Perjos	For	For
12.k	Approve Discharge of Rickard Karlsson	For	For
12.l	Approve Discharge of Ake Larsson	For	For
12.m	Approve Discharge of Peter Jormalm	For	For
12.n	Approve Discharge of Fredrik Brattborn	For	For
13.a	Determine Number of Members (10) and Deputy Members (0) of Board	For	For
13.b	Determine Number of Auditors (1) and Deputy Auditors (0)	For	For
14.a	Approve Remuneration of Directors in the Aggregate Amount of SEK 6.5 Million; Approve Remuneration for Committee Work	For	For
14.b	Approve Remuneration of Auditors	For	For
15.a	Reelect Carl Bennet as Director	For	Against
	Blended Rationale: A vote FOR candidates Barbro Friden, Sofia Hasselberg, Malin Perjos (CEO) is warranted, as there are no concerns regarding their reelection. A vand Dan Frohm is warranted due to their non-independent status while they also an insufficient level of independence. Moreover, Carl Bennet is overboarded. A vot is warranted, as she sits on excessive number of outside boards. A vote AGAINST non-independent while he also chairs the audit committee.	ote AGAINST Johan Malmquist, Carl Bennet sit on the remuneration committee which has te AGAINST candidate Cecilia Daun Wennborg	
15.b	Reelect Johan Bygge as Director	For	Against
	Blended Rationale: A vote FOR candidates Barbro Friden, Sofia Hasselberg, Malin Perjos (CEO) is warranted, as there are no concerns regarding their reelection. A vand Dan Frohm is warranted due to their non-independent status while they also an insufficient level of independence. Moreover, Carl Bennet is overboarded. A vot is warranted, as she sits on excessive number of outside boards. A vote AGAINST non-independent while he also chairs the audit committee.	ote AGAINST Johan Malmquist, Carl Bennet sit on the remuneration committee which has e AGAINST candidate Cecilia Daun Wennborg	
15.c	Reelect Cecilia Daun Wennborg as Director	For	Against
	Blended Rationale: A vote FOR candidates Barbro Friden, Sofia Hasselberg, Malin Perjos (CEO) is warranted, as there are no concerns regarding their reelection. A vand Dan Frohm is warranted due to their non-independent status while they also an insufficient level of independence. Moreover, Carl Bennet is overboarded. A vot is warranted, as she sits on excessive number of outside boards. A vote AGAINST non-independent while he also chairs the audit committee.	ote AGAINST Johan Malmquist, Carl Bennet sit on the remuneration committee which has e AGAINST candidate Cecilia Daun Wennborg	
15.d	Reelect Barbro Friden as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Getinge AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
15.e	Reelect Dan Frohm as Director	For	Against	
	Perjos (CEO) is warranted, as there are no concerns regarding and Dan Frohm is warranted due to their non-independent su	fia Hasselberg, Malin Persson, Kristian Samuelsson and Mattias ing their reelection.A vote AGAINST Johan Malmquist, Carl Bennet tatus while they also sit on the remuneration committee which has is overboarded.A vote AGAINST candidate Cecilia Daun Wennborg ards.A vote AGAINST Johan Bygge is warranted as he is		
15.f	Reelect Sofia Hasselberg as Director	For	For	
15.g	Reelect Johan Malmquist as Director	For	Against	
	Perjos (CEO) is warranted, as there are no concerns regarding and Dan Frohm is warranted due to their non-independent su	fia Hasselberg, Malin Persson, Kristian Samuelsson and Mattias ing their reelection.A vote AGAINST Johan Malmquist, Carl Bennet tatus while they also sit on the remuneration committee which has is overboarded.A vote AGAINST candidate Cecilia Daun Wennborg ords.A vote AGAINST Johan Bygge is warranted as he is		
15.h	Reelect Mattias Perjos as Director	For	For	
15.i	Reelect Malin Persson as Director	For	For	
15.j	Elect Kristian Samuelsson as New Director	For	For	
15.k	Reelect Johan Malmquist as Board Chairman	For	Against	
	Blended Rationale: A vote AGAINST the reelection of Johan I non-independent director while he sits on the remuneration of	Malmquist as board chairman is warranted, as he is classified as committee which has an insufficient level of independence.		
16	Ratify PricewaterhouseCoopers as Auditors	For	For	
17	Approve Remuneration Report	For	Against	
	Blended Rationale: A vote AGAINST this item is warranted be years.	ecause the performance periods of LTI awards are less than three		
18	Approve Remuneration Policy And Other Terms of Employment For Executive Management	For	Against	
	Blended Rationale: A vote AGAINST this item is warranted be while the policy also has a mandate which authorizes payments.	ecause the policy allows short performance periods under the LTIs, nts on a discretionary basis.		
19	Close Meeting			

## **Globe Telecom, Inc.**

Meeting Date: 04/20/2021 Country: Philippines

Meeting Type: Annual Ticker: GLO

Date range covered: 04/01/2021 to 04/30/2021

# **Globe Telecom, Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Minutes of Stockholders' Meeting held on April 21, 2020	For	For
2	Approve the Annual Report of Officers and Audited Financial Statements	For	For
3	Ratify All Acts and Resolutions of the Board of Directors and Management Adopted During the Preceding Year	For	For
	Elect 11 Directors by Cumulative Voting		
4.1	Elect Jaime Augusto Zobel de Ayala as Director	For	Against
	on a board whose composition is not compliant with the req Corporate Governance regarding independent representation (Item 4.2);- Fernando Zobel de Ayala (Item 4.3);- Samba Na Bernardo (Item 4.7); and- Cezar P. Consing (Item 4.8). Given	n that CEO Ernest L. Cu (Item 4.5) is integral to the company, and tion to independent directors Rex Ma. A. Mendoza (Item 4.9), Phaik	
4.2	Elect Lang Tao Yih, Arthur as Director	For	Against
	on a board whose composition is not compliant with the req Corporate Governance regarding independent representation (Item 4.2);- Fernando Zobel de Ayala (Item 4.3);- Samba Na Bernardo (Item 4.7); and- Cezar P. Consing (Item 4.8). Given	n that CEO Ernest L. Cu (Item 4.5) is integral to the company, and tion to independent directors Rex Ma. A. Mendoza (Item 4.9), Phaik	
4.3	Elect Fernando Zobel de Ayala as Director	For	Against
	on a board whose composition is not compliant with the req Corporate Governance regarding independent representation (Item 4.2);- Fernando Zobel de Ayala (Item 4.3);- Samba Na Bernardo (Item 4.7); and- Cezar P. Consing (Item 4.8). Given	n that CEO Ernest L. Cu (Item 4.5) is integral to the company, and tion to independent directors Rex Ma. A. Mendoza (Item 4.9), Phaik	
4.4	Elect Samba Natarajan as Director	For	Against
	on a board whose composition is not compliant with the req Corporate Governance regarding independent representation (Item 4.2);- Fernando Zobel de Ayala (Item 4.3);- Samba No. Bernardo (Item 4.7); and- Cezar P. Consing (Item 4.8). Given	n that CEO Ernest L. Cu (Item 4.5) is integral to the company, and tion to independent directors Rex Ma. A. Mendoza (Item 4.9), Phaik	
4.5	Elect Ernest L. Cu as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Globe Telecom, Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructio
4.6	Elect Delfin L. Lazaro as Director	For	Against
	on a board whose composition is not compliant with the na Corporate Governance regarding independent representat (Item 4.2);- Fernando Zobel de Ayala (Item 4.3);- Samba Bernardo (Item 4.7); and- Cezar P. Consing (Item 4.8).Gin	lowing nominees is warranted as they are non-independent directors equirement of the Securities and Exchange Commission's Code of ion:- Jaime Augusto Zobel de Ayala (Item 4.1);- Lang Tao Yih, Arthur Natarajan (Item 4.4);- Delfin L. Lazaro (Item 4.6);- Romeo L. ven that CEO Ernest L. Cu (Item 4.5) is integral to the company, and elation to independent directors Rex Ma. A. Mendoza (Item 4.9), Phaik FOR their election is warranted.	
4.7	Elect Romeo L. Bernardo as Director	For	Against
	on a board whose composition is not compliant with the na Corporate Governance regarding independent representat (Item 4.2);- Fernando Zobel de Ayala (Item 4.3);- Samba Bernardo (Item 4.7); and- Cezar P. Consing (Item 4.8).Giv	lowing nominees is warranted as they are non-independent directors equirement of the Securities and Exchange Commission's Code of ion:- Jaime Augusto Zobel de Ayala (Item 4.1);- Lang Tao Yih, Arthur Natarajan (Item 4.4);- Delfin L. Lazaro (Item 4.6);- Romeo L. ven that CEO Ernest L. Cu (Item 4.5) is integral to the company, and elation to independent directors Rex Ma. A. Mendoza (Item 4.9), Phaik FOR their election is warranted.	
4.8	Elect Cezar P. Consing as Director	For	Against
	on a board whose composition is not compliant with the re Corporate Governance regarding independent representat (Item 4.2);- Fernando Zobel de Ayala (Item 4.3);- Samba Bernardo (Item 4.7); and- Cezar P. Consing (Item 4.8).Giv	lowing nominees is warranted as they are non-independent directors equirement of the Securities and Exchange Commission's Code of ion:- Jaime Augusto Zobel de Ayala (Item 4.1);- Lang Tao Yih, Arthur Natarajan (Item 4.4);- Delfin L. Lazaro (Item 4.6);- Romeo L. ven that CEO Ernest L. Cu (Item 4.5) is integral to the company, and elation to independent directors Rex Ma. A. Mendoza (Item 4.9), Phaik FOR their election is warranted.	
4.9	Elect Rex Ma. A. Mendoza as Director	For	For
4.10	Elect Saw Phaik Hwa as Director	For	For
4.11	Elect Cirilo P. Noel as Director	For	For
5	Approve Independent Auditors and Fixing of Their Remuneration	For	For
6	Approve Other Matters	For	Against

# **Infrastrutture Wireless Italiane SpA**

 Meeting Date: 04/20/2021
 Country: Italy

 Meeting Type: Annual
 Ticker: INW

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction

Ordinary Business

Management Proposals

Date range covered: 04/01/2021 to 04/30/2021

# **Infrastrutture Wireless Italiane SpA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Allocation of Income	For	For
3	Approve Remuneration Policy	For	For
4	Approve Second Section of the Remuneration Report	For	For
5	Integrate Remuneration of Auditors	For	For
	Appoint Internal Statutory Auditors (Slate Election) - Choose One of the Following Slates		
6.1	Slate Submitted by Daphne 3 SpA and Central Tower Holding Company BV	None	Against
	Blended Rationale: This item warrants a vote AGAINST because:- Shareholde 6.2 is likely to better represent the interests of global institutional investors a	** *	
6.2	Slate Submitted by Institutional Investors (Assogestioni)	None	For
	Blended Rationale: This item warrants a vote FOR because:- Shareholders caproposed by institutional investors, and these nominees could therefore be to minority shareholders and carryout effective oversight on the management's abide by the chart of corporate governance principles adopted by Assogestion	he best positioned to represent the interests of behavior Candidates on this slate have agreed to	
7	Appoint Chairman of Internal Statutory Auditors	None	For
	Blended Rationale: This item warrants a vote FOR because this is a non-cont	tentious proposal.	
	Shareholder Proposals Submitted by Daphne 3 SpA and Central Tower Holding Company BV		
8	Approve Internal Auditors' Remuneration	None	For
	Blended Rationale: This item warrants a vote FOR because complete informa	ntion has been disclosed.	
9	Elect Directors (Bundled) and Approve Their Remuneration	For	For

### **Italgas SpA**

Meeting Date: 04/20/2021 Country: Italy

Meeting Type: Annual/Special

Ticker: IG

Proposal		Vote
Number Proposal Text	Mgmt Rec	Instruction

Ordinary Business

Date range covered: 04/01/2021 to 04/30/2021

#### **Italgas SpA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Allocation of Income	For	For
3.1	Approve Remuneration Policy	For	For
3.2	Approve Second Section of the Remuneration Report	For	For
4	Approve Co-Investment Plan	For	For
	Extraordinary Business		
1	Authorize Board to Increase Capital to Service Co-Investment Plan	For	For
Α	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	None	Against

Blended Rationale: This item warrants a vote AGAINST due to the lack of disclosure regarding the proposed deliberation.

### **IVF HARTMANN Holding AG**

Meeting Date: 04/20/2021 Country: Switzerland

Meeting Type: Annual

Ticker: VBSN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Remuneration Report (Non-Binding)	For	For
3	Approve Allocation of Income and Dividends of CHF 3.50 per Share	For	For
4	Approve Discharge of Board and Senior Management	For	For
5.1	Reelect Rinaldo Riguzzi as Director	For	Against

Blended Rationale: Board elections (Items 5.1, 5.2.1-5.2.2, 5.3) Votes AGAINST the non-independent nominees Rinaldo Riguzzi, Stefan Grote, and Stefan Mueller are warranted because of the failure to establish a sufficiently independent board. Votes AGAINST incumbent Nominating Committee chair Rinaldo Riguzzi are warranted for lack of gender diversity on the board. A vote AGAINST Rinaldo Riguzzi as board chair is warranted because his election to the board does not warrant support and because there are currently no female directors on the board. Committee elections (Items 5.4.1-5.4.3) Votes AGAINST the non-independent nominees Rinaldo Riguzzi, Stefan Grote, and Stefan Mueller are warranted because their election to the board does not warrant support.

Date range covered: 04/01/2021 to 04/30/2021

# **IVF HARTMANN Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
5.2.1	Elect Stefan Grote as Director	For	Against		
	Stefan Grote, and Stefan Mueller are warranted because of AGAINST incumbent Nominating Committee chair Rinaldo I vote AGAINST Rinaldo Riguzzi as board chair is warranted because there are currently no female directors on the boa	5.3)Votes AGAINST the non-independent nominees Rinaldo Riguzzi, fithe failure to establish a sufficiently independent board.Votes Riguzzi are warranted for lack of gender diversity on the board.A because his election to the board does not warrant support and ord.Committee elections (Items 5.4.1-5.4.3)Votes AGAINST the and Stefan Mueller are warranted because their election to the board			
5.2.2	Elect Stefan Mueller as Director	For	Against		
	Stefan Grote, and Stefan Mueller are warranted because of AGAINST incumbent Nominating Committee chair Rinaldo I vote AGAINST Rinaldo Riguzzi as board chair is warranted because there are currently no female directors on the boa	5.3) Votes AGAINST the non-independent nominees Rinaldo Riguzzi, for the failure to establish a sufficiently independent board. Votes Riguzzi are warranted for lack of gender diversity on the board. A because his election to the board does not warrant support and ard. Committee elections (Items 5.4.1-5.4.3) Votes AGAINST the land Stefan Mueller are warranted because their election to the board			
5.3	Reelect Rinaldo Riguzzi as Board Chairman	For	Against		
	Blended Rationale: Board elections (Items 5.1, 5.2.1-5.2.2, 5.3) Votes AGAINST the non-independent nominees Rinaldo Riguzzi, Stefan Grote, and Stefan Mueller are warranted because of the failure to establish a sufficiently independent board. Votes AGAINST incumbent Nominating Committee chair Rinaldo Riguzzi are warranted for lack of gender diversity on the board. A vote AGAINST Rinaldo Riguzzi as board chair is warranted because his election to the board does not warrant support and because there are currently no female directors on the board. Committee elections (Items 5.4.1-5.4.3) Votes AGAINST the non-independent nominees Rinaldo Riguzzi, Stefan Grote, and Stefan Mueller are warranted because their election to the board does not warrant support.				
5.4.1	Reappoint Rinaldo Riguzzi as Member of the Nomination and Compensation Committee	For	Against		
	Stefan Grote, and Stefan Mueller are warranted because of AGAINST incumbent Nominating Committee chair Rinaldo I vote AGAINST Rinaldo Riguzzi as board chair is warranted because there are currently no female directors on the boa	5.3) Votes AGAINST the non-independent nominees Rinaldo Riguzzi, f the failure to establish a sufficiently independent board. Votes Riguzzi are warranted for lack of gender diversity on the board. A because his election to the board does not warrant support and ard. Committee elections (Items 5.4.1-5.4.3) Votes AGAINST the land Stefan Mueller are warranted because their election to the board			
5.4.2	Appoint Stefan Grote as Member of the Nomination and Compensation Committee	For	Against		
	Stefan Grote, and Stefan Mueller are warranted because of AGAINST incumbent Nominating Committee chair Rinaldo I vote AGAINST Rinaldo Riguzzi as board chair is warranted because there are currently no female directors on the boa	5.3) Votes AGAINST the non-independent nominees Rinaldo Riguzzi, f the failure to establish a sufficiently independent board. Votes Riguzzi are warranted for lack of gender diversity on the board. A because his election to the board does not warrant support and ord. Committee elections (Items 5.4.1-5.4.3) Votes AGAINST the and Stefan Mueller are warranted because their election to the board			
5.4.3	Appoint Stefan Mueller as Member of the Nomination and Compensation Committee	For	Against		
	Stefan Grote, and Stefan Mueller are warranted because of AGAINST incumbent Nominating Committee chair Rinaldo I vote AGAINST Rinaldo Riguzzi as board chair is warranted because there are currently no female directors on the boa	5.3)Votes AGAINST the non-independent nominees Rinaldo Riguzzi, for the failure to establish a sufficiently independent board. Votes Riguzzi are warranted for lack of gender diversity on the board. A because his election to the board does not warrant support and ard. Committee elections (Items 5.4.1-5.4.3)Votes AGAINST the land Stefan Mueller are warranted because their election to the board			

Date range covered: 04/01/2021 to 04/30/2021

### **IVF HARTMANN Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5.5	Designate Juerg Martin as Independent Proxy	For	For
5.6	Ratify PricewaterhouseCoopers AG as Auditors	For	For
6.1	Approve Remuneration of Directors in the Amount of CHF 180,000	For	For
6.2	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 995,000	For	For
6.3	Approve Variable Remuneration of Executive Committee in the Amount of CHF 540,000	For	For
7	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these any new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

#### L'Oreal SA

Meeting Date: 04/20/2021

Country: France

Meeting Type: Annual/Special

Ticker: OR

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Ordinary Business		
1	Approve Financial Statements and Statutory Reports	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	For	For
3	Approve Allocation of Income and Dividends of EUR 4 per Share and an Extra of EUR 0.40 per Share to Long Term Registered Shares	For	For
4	Elect Nicolas Hieronimus as Director	For	For
5	Elect Alexandre Ricard as Director	For	For
6	Reelect Francoise Bettencourt Meyers as Director	For	For
7	Reelect Paul Bulcke as Director	For	For
8	Reelect Virginie Morgon as Director	For	For
9	Approve Compensation Report of Corporate Officers	For	For
10	Approve Compensation of Jean-Paul Agon, Chairman and CEO	For	For

Date range covered: 04/01/2021 to 04/30/2021

### L'Oreal SA

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
11	Approve Remuneration Policy of Directors	For	For
12	Approve Remuneration Policy of Jean-Paul Agon, Chairman and CEO Until April 30, 2021	For	For
13	Approve Remuneration Policy of Nicolas Hieronimus, CEO Since May 1, 2021	For	For
14	Approve Remuneration Policy of Jean-Paul Agon, Chairman of the Board Since May 1, 2021	For	Against
	Blended Rationale: A vote AGAINST this remuneration policy is warranted because and exceeds market practice with no compelling rationale to support such a level chairman.		
15	Approve Amendment of Employment Contract of Nicolas Hieronimus, CEO Since May 1, 2021	For	Against
	Blended Rationale: This proposal warrants a vote AGAINST because the total amo granted to Nicolas Hieronimus in title of his suspended employment contract could remuneration and would not be subject to performance conditions.	· · · · · · · · · · · · · · · · · · ·	
16	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For
	Extraordinary Business		
17	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up a Maximum Nominal Share Capital value of EUR 156,764,042.40	For	For
18	Authorize Capitalization of Reserves for Bonus Issue or Increase in Par Value	For	For
19	Authorize Capital Increase of up to 2 Percent of Issued Capital for Contributions in Kind	For	For
20	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	For	For
21	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	For	For
22	Amend Article 9.2 of Bylaws Re: Written Consultation	For	For
23	Authorize Filing of Required Documents/Other Formalities	For	For

# **M&T Bank Corporation**

Meeting Date: 04/20/2021 Country: USA

Meeting Type: Annual

Ticker: MTB

Date range covered: 04/01/2021 to 04/30/2021

## **M&T Bank Corporation**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director C. Angela Bontempo	For	For
1.2	Elect Director Robert T. Brady	For	For
1.3	Elect Director Calvin G. Butler, Jr.	For	For
1.4	Elect Director T. Jefferson Cunningham, III	For	For
1.5	Elect Director Gary N. Geisel	For	For
1.6	Elect Director Leslie V. Godridge	For	For
1.7	Elect Director Richard S. Gold	For	For
1.8	Elect Director Richard A. Grossi	For	For
1.9	Elect Director Rene F. Jones	For	For
1.10	Elect Director Richard H. Ledgett, Jr.	For	For
1.11	Elect Director Newton P.S. Merrill	For	For
1.12	Elect Director Kevin J. Pearson	For	For
1.13	Elect Director Melinda R. Rich	For	For
1.14	Elect Director Robert E. Sadler, Jr.	For	For
1.15	Elect Director Denis J. Salamone	For	For
1.16	Elect Director John R. Scannell	For	For
1.17	Elect Director David S. Scharfstein	For	For
1.18	Elect Director Rudina Seseri	For	For
1.19	Elect Director Herbert L. Washington	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	For	For

# **Moody's Corporation**

Meeting Date: 04/20/2021 Country: USA

Meeting Type: Annual

Ticker: MCO

Date range covered: 04/01/2021 to 04/30/2021

# **Moody's Corporation**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Jorge A. Bermudez	For	For
1b	Elect Director Therese Esperdy	For	For
1c	Elect Director Robert Fauber	For	For
1d	Elect Director Vincent A. Forlenza	For	For
1e	Elect Director Kathryn M. Hill	For	For
1f	Elect Director Lloyd W. Howell, Jr.	For	For
1g	Elect Director Raymond W. McDaniel, Jr.	For	For
1h	Elect Director Leslie F. Seidman	For	For
1i	Elect Director Bruce Van Saun	For	For
2	Ratify KPMG LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
4	Approve 2020 Decarbonization Plan	For	For

## **NCR Corporation**

Meeting Date: 04/20/2021

Country: USA

Meeting Type: Annual

Ticker: NCR

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Mark W. Begor	For	For
1.2	Elect Director Gregory Blank	For	For
1.3	Elect Director Catherine L. Burke	For	For
1.4	Elect Director Deborah A. Farrington	For	For
1.5	Elect Director Michael D. Hayford	For	For
1.6	Elect Director Georgette D. Kiser	For	For
1.7	Elect Director Kirk T. Larsen	For	For
1.8	Elect Director Frank R. Martire	For	For
1.9	Elect Director Martin Mucci	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **NCR Corporation**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
1.10	Elect Director Matthew A. Thompson	For	For	
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	
	Blended Rationale: A vote AGAINST this proposal is warranted for the incentives were determined by pre-set objective metrics and annuals. However, significant concerns are raised as the CEO's total pay more multiple one-time awards granted to NEOs during FY20. While the Fretention awards may be earned based on non-rigorous stock price awards exceeded the median total pay for CEOs in the company-del awards may be appropriate to retain and motivate key executives, so isolated. Additional concerns are raised given the former CFO receives Shareholders generally view severance upon a voluntary resignation against involuntary job loss.	ly granted equity awards were performance-conditioned.  The than doubled year over year, primarily the result of sitness Plan awards were performance-conditioned, the goals, and the combined magnitude of the two one-time fined peer group. While shareholders recognize that special shareholders generally prefer that such awards be ged a cash payment upon his voluntary termination.		
3	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	

### **NextEra Energy Partners, LP**

Meeting Date: 04/20/2021 Country: USA

Meeting Type: Annual

Ticker: NEP

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Susan D. Austin	For	For
1b	Elect Director Robert J. Byrne	For	For
1c	Elect Director Peter H. Kind	For	For
1d	Elect Director James L. Robo	For	For
	Blended Rationale: Pictet Rationale: Whilst we understand ISS' governance concerns, such as the lack of an independent major supporting James Robo. NEP's assets and business are run by N safeguards in place to protect shareholder rights.	rity and the absence of committees, in this instance we	e are
2	Ratify Deloitte & Touche LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

Ticker: NTRS

Biended Rationale: Pictet Rationale: We are supporting this resolution as NEP's management is remunerated via the manager services agreement with NEE. We are comfortable with the structure and level of pay.

## **Northern Trust Corporation**

Meeting Date: 04/20/2021 Country: USA

Meeting Type: Annual

Date range covered: 04/01/2021 to 04/30/2021

# **Northern Trust Corporation**

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
1a	Elect Director Linda Walker Bynoe	For	For
1b	Elect Director Susan Crown	For	For
1c	Elect Director Dean M. Harrison	For	For
1d	Elect Director Jay L. Henderson	For	For
1e	Elect Director Marcy S. Klevorn	For	For
1f	Elect Director Siddharth N. (Bobby) Mehta	For	For
1g	Elect Director Michael G. O'Grady	For	For
1h	Elect Director Jose Luis Prado	For	For
1i	Elect Director Thomas E. Richards	For	For
1j	Elect Director Martin P. Slark	For	For
1k	Elect Director David H. B. Smith, Jr.	For	For
11	Elect Director Donald Thompson	For	For
1m	Elect Director Charles A. Tribbett, III	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify KPMG LLP as Auditors	For	For

### **Petronas Gas Berhad**

Meeting Date: 04/20/2021 Country: Malaysia

Meeting Type: Annual

Ticker: 6033

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Elect Abdul Razak Abdul Majid as Director	For	For
2	Elect Farina Farikhullah Khan as Director	For	For
3	Elect Adnan Zainol Abidin as Director	For	For
4	Elect Yeow Kian Chai as Director	For	For
5	Elect Abdul Aziz Othman as Director	For	For
6	Approve Directors' Fees and Allowances	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Petronas Gas Berhad**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7	Approve KPMG PLT as Auditors and Authorize Board to Fix Their Remuneration	For	For

# **Pinnacle Financial Partners, Inc.**

Meeting Date: 04/20/2021

Country: USA

Meeting Type: Annual

Ticker: PNFP

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
1.1	Elect Director Abney S. Boxley, III	For	For	
1.2	Elect Director Gregory L. Burns	For	For	
1.3	Elect Director Thomas C. Farnsworth, III	For	For	
1.4	Elect Director David B. Ingram	For	For	
1.5	Elect Director Decosta E. Jenkins	For	For	
1.6	Elect Director G. Kennedy Thompson	For	For	
1.7	Elect Director Charles E. Brock	For	For	
1.8	Elect Director Richard D. Callicutt, II	For	For	
1.9	Elect Director Joseph C. Galante	For	For	
1.10	Elect Director Robert A. McCabe, Jr.	For	For	
1.11	Elect Director Reese L. Smith, III	For	For	
1.12	Elect Director M. Terry Turner	For	For	
1.13	Elect Director Renda J. Burkhart	For	For	
1.14	Elect Director Marty G. Dickens	For	For	
1.15	Elect Director Glenda Baskin Glover	For	For	
1.16	Elect Director Ronald L. Samuels	For	For	
2	Ratify Crowe LLP as Auditors	For	For	
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	
4	Amend Omnibus Stock Plan	For	For	

Date range covered: 04/01/2021 to 04/30/2021

### **Prosperity Bancshares, Inc.**

Meeting Date: 04/20/2021

Country: USA

Meeting Type: Annual

Ticker: PB

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
1.1	Elect Director James A. Bouligny	For	For
1.2	Elect Director W. R. Collier	For	For
1.3	Elect Director Bruce W. Hunt	For	For
1.4	Elect Director Robert Steelhammer	For	For
1.5	Elect Director H. E. Timanus, Jr.	For	For
2	Ratify Deloitte & Touche LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

## **PS Business Parks, Inc.**

Meeting Date: 04/20/2021

Country: USA

Meeting Type: Annual

Ticker: PSB

D			Vote
Proposal Number	Proposal Text	Mgmt Rec	Instruction
1.1	Elect Director Ronald L. Havner, Jr.	For	For
1.2	Elect Director Maria R. Hawthorne	For	For
1.3	Elect Director Jennifer Holden Dunbar	For	For
1.4	Elect Director Kristy M. Pipes	For	For
1.5	Elect Director Gary E. Pruitt	For	For
1.6	Elect Director Robert S. Rollo	For	For
1.7	Elect Director Joseph D. Russell, Jr.	For	For
1.8	Elect Director Peter Schultz	For	For
1.9	Elect Director Stephen W. Wilson	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Change State of Incorporation from California to Maryland	For	For
4	Ratify Ernst & Young LLP as Auditors	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Public Service Enterprise Group Incorporated**

Meeting Date: 04/20/2021

Country: USA

Meeting Type: Annual

Ticker: PEG

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructi
1.1	Elect Director Ralph Izzo	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.2	Elect Director Shirley Ann Jackson	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.3	Elect Director Willie A. Deese	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.4	Elect Director David Lilley	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.5	Elect Director Barry H. Ostrowsky	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.6	Elect Director Scott G. Stephenson	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.7	Elect Director Laura A. Sugg	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.8	Elect Director John P. Surma	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.9	Elect Director Susan Tomasky	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.10	Elect Director Alfred W. Zollar	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
	Blended Rationale: A vote FOR this proposal is warranted as CEO pay time.	and company performance are relatively aligned a	at this
3	Ratify Deloitte & Touche LLP as Auditors	For	For
	Blended Rationale: A vote FOR this proposal to ratify the auditor is we	arranted.	
4	Approve Non-Employee Director Restricted Stock Plan	For	For
	Blended Rationale: A vote FOR this proposal is warranted given that:	* The shareholder value transfer appears to be wit	hin a

Blended Rationale: A vote FOR this proposal is warranted given that:\* The shareholder value transfer appears to be within a reasonable range;\* The plan does not allow for repricing of stock options without prior shareholder approval; and\* The equity burn rate is reasonable.

Date range covered: 04/01/2021 to 04/30/2021

# **Public Service Enterprise Group Incorporated**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5	Approve Omnibus Stock Plan	For	For
	Blended Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote		

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Ralph Izzo	For	For
1.2	Elect Director Shirley Ann Jackson	For	For
1.3	Elect Director Willie A. Deese	For	For
1.4	Elect Director David Lilley	For	For
1.5	Elect Director Barry H. Ostrowsky	For	For
1.6	Elect Director Scott G. Stephenson	For	For
1.7	Elect Director Laura A. Sugg	For	For
1.8	Elect Director John P. Surma	For	For
1.9	Elect Director Susan Tomasky	For	For
1.10	Elect Director Alfred W. Zollar	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify Deloitte & Touche LLP as Auditors	For	For
4	Approve Non-Employee Director Restricted Stock Plan	For	For
5	Approve Omnibus Stock Plan	For	For

# **Recordati SpA**

Meeting Date: 04/20/2021

Country: Italy

Meeting Type: Annual

Ticker: REC

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Ordinary Business		
1a	Accept Financial Statements and Statutory Reports	For	For
1b	Approve Allocation of Income	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Recordati SpA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
2a	Approve Remuneration Policy	For	For		
2b	Approve Second Section of the Remuneration Report	For	For		
3	Approve Stock Option Plan	For	Against		
	Blended Rationale: A vote AGAINST this resolution is warranted because:- The total potential dilution deriving from all the stock option plans of the company would exceed 5 percent The performance target related to the gate criterion (cumulated adjusted net income) is not disclosed The board maintains excessive discretion in the event of termination of a beneficiary's mandate or employment.				
4	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	For	For		
Α	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	None	Against		
	Blended Rationale: This item warrants a vote AGAINST due to the lack of disclosure	re regarding the proposed deliberation.			

#### **RUMO SA**

Meeting Date: 04/20/2021 Country: Brazil

Meeting Type: Special

Ticker: RAIL3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Amend Articles 20, 26 and 31 and Consolidate Bylaws	For	For

#### Sika AG

Meeting Date: 04/20/2021 Country: Switzerland

Meeting Type: Annual

Ticker: SIKA

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Allocation of Income and Dividends of CHF 2.50 per Share	For	For
3	Approve Discharge of Board of Directors	For	For
4.1.1	Reelect Paul Haelg as Director	For	For
4.1.2	Reelect Monika Ribar as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### Sika AG

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4.1.3	Reelect Daniel Sauter as Director	For	For
4.1.4	Reelect Christoph Tobler as Director	For	For
4.1.5	Reelect Justin Howell as Director	For	For
4.1.6	Reelect Thierry Vanlancker as Director	For	For
4.1.7	Reelect Viktor Balli as Director	For	For
4.2	Elect Paul Schuler as Director	For	For
4.3	Reelect Paul Haelg as Board Chairman	For	For
4.4.1	Appoint Daniel Sauter as Member of the Nomination and Compensation Committee	For	For
4.4.2	Appoint Justin Howell as Member of the Nomination and Compensation Committee	For	For
4.4.3	Appoint Thierry Vanlancker as Member of the Nomination and Compensation Committee	For	For
4.5	Ratify Ernst & Young AG as Auditors	For	For
4.6	Designate Jost Windlin as Independent Proxy	For	For
5.1	Approve Remuneration Report (Non-Binding)	For	For
5.2	Approve Remuneration of Directors in the Amount of CHF 3.3 Million	For	For
5.3	Approve Remuneration of Executive Committee in the Amount of CHF 21.5 Million	For	For
6	Transact Other Business (Voting)	For	Against
	Blended Rationale: A vote AGAINST is warranted because:- This item concerns ac	dditional instructions from the shareholder to	

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

#### Sika AG

Meeting Date: 04/20/2021	Country: Switzerland	
	Meeting Type: Annual	Ticker: SIKA

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Share Re-registration Consent	For	Do Not Vote

Date range covered: 04/01/2021 to 04/30/2021

## **SM Prime Holdings, Inc.**

Meeting Date: 04/20/2021 Country: Philippines

Meeting Type: Annual

Ticker: SMPH

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruc
1	Approve Minutes of Previous Meeting Held on June 15, 2020	For	For
2	Approve 2020 Annual Report	For	For
3	Ratify Acts of the Board of Directors and the Management from the Date of the Last Annual Stockholders' Meeting up to the Date of this Meeting	For	For
	Elect 8 Directors by Cumulative Voting		
4.1	Elect Henry T. Sy, Jr. as Director	For	For
4.2	Elect Hans T. Sy as Director	For	For
4.3	Elect Herbert T. Sy as Director	For	For
4.4	Elect Jeffrey C. Lim as Director	For	For
4.5	Elect Jorge T. Mendiola as Director	For	For
4.6	Elect Amando M. Tetangco, Jr. as Director	For	For
4.7	Elect J. Carlitos G. Cruz as Director	For	For
4.8	Elect Darlene Marie B. Berberabe as Director	For	For
5	Elect Sycip Gorres Velayo & Co. as External Auditor	For	For
6	Approve Other Matters	For	Against

Blended Rationale: A vote AGAINST this resolution is warranted because the company did not disclose the other matters that will be taken up under this resolution.

### **The Boeing Company**

Meeting Date: 04/20/2021 Country: USA

Meeting Type: Annual

Ticker: BA

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Robert A. Bradway	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **The Boeing Company**

Proposal Number	Proposal Text Mgmt Rec	Vote Instructio
	Blended Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. Votes AGAINST board chair Lawrence Kellner are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.	
1b	Elect Director David L. Calhoun For	For
	Blended Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. Votes AGAINST board chair Lawrence Kellner are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.	
1c	Elect Director Lynne M. Doughtie For	For
	Blended Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. Votes AGAINST board chair Lawrence Kellner are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.	
1d	Elect Director Edmund P. Giambastiani, Jr. For	For
	Blended Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. Votes AGAINST board chair Lawrence Kellner are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.	
1e	Elect Director Lynn J. Good For	For
	Blended Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. Votes AGAINST board chair Lawrence Kellner are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for falling to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.	
1f	Elect Director Akhil Johri For	For
	Blended Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. Votes AGAINST board chair Lawrence Kellner are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.	
1g	Elect Director Lawrence W. Kellner For	Against
	Blended Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. Votes AGAINST board chair Lawrence Kellner are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.	

Date range covered: 04/01/2021 to 04/30/2021

# **The Boeing Company**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
1h	Elect Director Steven M. Mollenkopf	For	For	
	company, which reflects a failure by the board to profici governance risks. Votes AGAINST board chair Lawrence shoulders the most responsibility amongst all board mer	nming from severe ESG controversies have been identified at the iently guard against and manage material environmental, social and Kellner are warranted given that the chair of the board ultimately mbers for failing to effectively supervise the management of risks to the held the most accountable for poor board oversight of ESG risk rominees is warranted.		
1i	Elect Director John M. Richardson	For	For	
	company, which reflects a failure by the board to profici governance risks. Votes AGAINST board chair Lawrence shoulders the most responsibility amongst all board mer	nming from severe ESG controversies have been identified at the ently guard against and manage material environmental, social and Kellner are warranted given that the chair of the board ultimately inbers for failing to effectively supervise the management of risks to the held the most accountable for poor board oversight of ESG risk rominees is warranted.		
1j	Elect Director Ronald A. Williams	For	For	
	company, which reflects a failure by the board to profici governance risks. Votes AGAINST board chair Lawrence shoulders the most responsibility amongst all board mer	nming from severe ESG controversies have been identified at the ently guard against and manage material environmental, social and Kellner are warranted given that the chair of the board ultimately abers for failing to effectively supervise the management of risks to the held the most accountable for poor board oversight of ESG risk rominees is warranted.		
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	
	went unearned when threshold goals were not met. Bot	d. Annual incentives and closing cycle long-term performance awards th programs remained primarily based on pre-set, objective targets and performance. Nevertheless, the changes to the long-term incentive nonitoring from investors.		
3	Ratify Deloitte & Touche LLP as Auditors	For	For	
	Blended Rationale: A vote FOR this proposal to ratify the	e auditor is warranted.		
4	Report on Lobbying Payments and Policy	Against	For	
	·	d, as additional disclosure of the company's direct and indirect better assess the risks and benefits associated with the company's		
5	Provide Right to Act by Written Consent	Against	For	
	Blended Rationale: A vote FOR this proposal is warrante shareholder rights.	d given that the ability to act by written consent would enhance		

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Robert A. Bradway	For	For
1b	Elect Director David L. Calhoun	For	For
1c	Elect Director Lynne M. Doughtie	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **The Boeing Company**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1d	Elect Director Edmund P. Giambastiani, Jr.	For	For
1e	Elect Director Lynn J. Good	For	For
1f	Elect Director Akhil Johri	For	For
1g	Elect Director Lawrence W. Kellner	For	Against
	Blended Rationale: Significant risks to shareholders stemming from severe ESG of company, which reflects a failure by the board to proficiently guard against and rigovernance risks. Votes AGAINST board chair Lawrence Kellner are warranted give shoulders the most responsibility amongst all board members for failing to effects company and its shareholders, and should therefore be held the most accountable exposures at the firm. A vote FOR the remaining director nominees is warranted.	manage material environmental, social and en that the chair of the board ultimately ively supervise the management of risks to the	
1h	Elect Director Steven M. Mollenkopf	For	For
1i	Elect Director John M. Richardson	For	For
1j	Elect Director Ronald A. Williams	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify Deloitte & Touche LLP as Auditors	For	For
4	Report on Lobbying Payments and Policy	Against	For
	Blended Rationale: A vote FOR this proposal is warranted, as additional disclosure lobbying-related expenditures would help shareholders better assess the risks and participation in the public policy process.	• •	
5	Provide Right to Act by Written Consent	Against	For
	Blended Rationale: A vote FOR this proposal is warranted given that the ability to shareholder rights.	act by written consent would enhance	

# **The Coca-Cola Company**

Meeting Date: 04/20/2021

Country: USA

Meeting Type: Annual

Ticker: KO

	Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	1.1	Elect Director Herbert A. Allen	For	For
	1.2	Elect Director Marc Bolland	For	For
	1.3	Elect Director Ana Botin	For	For
	1.4	Elect Director Christopher C. Davis	For	For
	1.5	Elect Director Barry Diller	For	For
	1.6	Elect Director Helene D. Gayle	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **The Coca-Cola Company**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.7	Elect Director Alexis M. Herman	For	For
1.8	Elect Director Robert A. Kotick	For	For
1.9	Elect Director Maria Elena Lagomasino	For	For
1.10	Elect Director James Quincey	For	For
1.11	Elect Director Caroline J. Tsay	For	For
1.12	Elect Director David B. Weinberg	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify Ernst & Young LLP as Auditor	For	For
4	Report on Sugar and Public Health	Against	For

Blended Rationale: A vote FOR this proposal is warranted as shareholders would benefit from increased understanding of the use of sugar in the company's products and the connection to potential health impacts for consumers and the public.

### **U.S. Bancorp**

Meeting Date: 04/20/2021

Country: USA

Meeting Type: Annual

Ticker: USB

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Warner L. Baxter	For	For
1b	Elect Director Dorothy J. Bridges	For	For
1c	Elect Director Elizabeth L. Buse	For	For
1d	Elect Director Andrew Cecere	For	For
1e	Elect Director Kimberly N. Ellison-Taylor	For	For
1f	Elect Director Kimberly J. Harris	For	For
1g	Elect Director Roland A. Hernandez	For	For
1h	Elect Director Olivia F. Kirtley	For	For
<b>1</b> i	Elect Director Karen S. Lynch	For	For
1j	Elect Director Richard P. McKenney	For	For
1k	Elect Director Yusuf I. Mehdi	For	For
11	Elect Director John P. Wiehoff	For	For
1m	Elect Director Scott W. Wine	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **U.S. Bancorp**

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

#### **VERBUND AG**

Meeting Date: 04/20/2021

Country: Austria

Meeting Type: Annual

Ticker: VER

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2020 (Non-Voting)		
2	Approve Allocation of Income and Dividends of EUR 0.75 per Share	For	For
3	Approve Discharge of Management Board for Fiscal Year 2020	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2020	For	For
5	Ratify Deloitte as Auditors for Fiscal Year 2021	For	For
6	Approve Remuneration Report	For	For
7	Approve Remuneration of Supervisory Board Members	For	For
8.1	New/Amended Proposals from Shareholders	None	Against
	Blended Rationale: Votes AGAINST these items are warranted a shareholder to the proxy in case new or amended voting items the management and/or supervisory boards (Item 10.2); and- known at this time. Therefore, it is in shareholders' best interes	are introduced at the meeting by shareholders (Item 10 The content of these new items or counterproposals is no	1) or
8.2	New/Amended Proposals from Management and Supervisory Board	None	Against

# **Vontobel Holding AG**

Meeting Date: 04/20/2021

Country: Switzerland

the management and/or supervisory boards (Item 10.2); and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against these items on a precautionary basis.

Meeting Type: Annual

Ticker: VONN

Date range covered: 04/01/2021 to 04/30/2021

# **Vontobel Holding AG**

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instructi
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Discharge of Board and Senior Management	For	For
3	Approve Allocation of Income and Dividends of CHF 2.25 per Share	For	For
4.1	Reelect Herbert Scheidt as Director and as Board Chairman	For	For
4.2	Reelect Bruno Basler as Director and as Member of the Nomination and Compensation Committee	For	For
	Blended Rationale: Votes AGAINST Bruno Basler, Bjoern Wettergre failure to establish a majority-independent compensation committee committee are bundled under the same item for the respective dire	ee.Note that the elections to the board and the con	
4.3	Reelect Maja Baumann as Director	For	For
4.4	Reelect Elisabeth Bourqui as Director and as Member of the Nomination and Compensation Committee	For	For
4.5	Reelect David Cole as Director	For	For
4.6	Reelect Stefan Loacker as Director	For	For
4.7	Reelect Clara Streit as Director and as Member of the Nomination and Compensation Committee	For	For
4.8	Reelect Bjoern Wettergren as Director and as Member of the Nomination and Compensation Committee	For	For
	Blended Rationale: Votes AGAINST Bruno Basler, Bjoern Wettergre failure to establish a majority-independent compensation committee committee are bundled under the same item for the respective dire	ee.Note that the elections to the board and the con	
4.9	Elect Andreas Utermann as Director	For	For
4.10	Elect Michael Halbherr as Director and as Member of the Nomination and Compensation Committee	For	For
	Blended Rationale: Votes AGAINST Bruno Basler, Bjoern Wettergre failure to establish a majority-independent compensation committee committee are bundled under the same item for the respective dire	ee.Note that the elections to the board and the con	
5	Designate VISCHER AG as Independent Proxy	For	For
6	Ratify Ernst & Young AG as Auditors	For	For
7.1	Approve Remuneration Report (Non-Binding)	For	Against

Blended Rationale: A vote AGAINST the remuneration report is warranted because:- The company does not currently cap its short-term variable compensation opportunities for members of executive management.- The final determination of executive bonus levels appears highly discretionary.

Date range covered: 04/01/2021 to 04/30/2021

## **Vontobel Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7.2	Approve Fixed Remuneration of Directors in the Amount of CHF 5.2 Million	For	For
7.3	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 3.9 Million for the Period July 1, 2021 - June 30, 2022	For	For
7.4	Approve Variable Remuneration of Executive Committee in the Amount of CHF 9.5 Million for Fiscal 2020	For	For
7.5	Approve Performance Share Awards to the Executive Committee in the Amount of CHF 5 Million	For	For
8	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

### **West Fraser Timber Co. Ltd.**

Meeting Date: 04/20/2021

Country: Canada

Meeting Type: Annual

Ticker: WFG

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Henry H. (Hank) Ketcham	For	For
1.2	Elect Director Reid E. Carter	For	For
1.3	Elect Director Raymond Ferris	For	For
1.4	Elect Director John N. Floren	For	For
1.5	Elect Director Ellis Ketcham Johnson	For	For
1.6	Elect Director Brian G. Kenning	For	For
1.7	Elect Director Marian Lawson	For	For
1.8	Elect Director Colleen McMorrow	For	For
1.9	Elect Director Gerald J. (Gerry) Miller	For	For
1.10	Elect Director Robert L. Phillips	For	For
1.11	Elect Director Janice G. Rennie	For	For
1.12	Elect Director Gillian D. Winckler	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **West Fraser Timber Co. Ltd.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	For	For
3	Advisory Vote on Executive Compensation Approach	For	For

# **Whirlpool Corporation**

Meeting Date: 04/20/2021

Country: USA

Meeting Type: Annual

Ticker: WHR

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
1a	Elect Director Samuel R. Allen	For	For
1b	Elect Director Marc R. Bitzer	For	For
1c	Elect Director Greg Creed	For	For
1d	Elect Director Gary T. DiCamillo	For	For
1e	Elect Director Diane M. Dietz	For	For
1f	Elect Director Gerri T. Elliott	For	For
1g	Elect Director Jennifer A. LaClair	For	For
1h	Elect Director John D. Liu	For	For
1i	Elect Director James M. Loree	For	For
1j	Elect Director Harish Manwani	For	For
1k	Elect Director Patricia K. Poppe	For	For
11	Elect Director Larry O. Spencer	For	For
1m	Elect Director Michael D. White	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify Ernst & Young LLP as Auditors	For	For

## **ABN AMRO Bank NV**

Meeting Date: 04/21/2021

Country: Netherlands

Meeting Type: Annual

Ticker: ABN

Date range covered: 04/01/2021 to 04/30/2021

### **ABN AMRO Bank NV**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
	Annual Meeting Agenda			
1	Open Meeting			
2.a	Receive Report of Management Board (Non-Voting)			
2.b	Receive Report of Supervisory Board (Non-Voting)			
2.c	Receive Announcements from the Chairman of the Employee Council			
2.d	Discussion on Company's Corporate Governance Structure			
2.e	Approve Remuneration Report	For	For	
2.f	Opportunity to Ask Questions to the External Auditor (Non-Voting)			
2.g	Adopt Financial Statements and Statutory Reports	For	For	
3	Receive Explanation on Company's Dividend Policy			
4.a	Approve Discharge of Management Board	For	For	
4.b	Approve Discharge of Supervisory Board	For	For	
5.a	Receive Auditor's Report (Non-Voting)			
5.b	Ratify Ernst & Young Accountants LLP as Auditors for FY 2022 and 2023	For	For	
6.a	Announce Intention to Reappoint Tanja Cuppen as Member of the Management Board			
6.b	Announce Intention to Reappoint Christian Bornfeld as Member of the Management Board			
6.c	Discuss Introduction of Lars Kramer as Member of the Management Board			
7.a	Grant Board Authority to Issue Shares Up to 10 Percent of Issued Capital	For	For	
7.b	Authorize Board to Exclude Preemptive Rights from Share Issuances	For	For	
7.c	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For	
8	Authorize Cancellation of Repurchased Shares	For	For	
9	Close Meeting			

Date range covered: 04/01/2021 to 04/30/2021

## **Aguas Andinas SA**

Meeting Date: 04/21/2021

Country: Chile

Meeting Type: Annual

Ticker: AGUAS.A

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructio
1	Approve Financial Statements and Statutory Reports	For	For
2	Approve Allocation of Income	For	For
3	Receive Report Regarding Related-Party Transactions	For	For
4	Appoint Auditors	For	For
5	Designate Risk Assessment Companies	For	For
6	Approve Remuneration of Directors	For	For
7	Present Board's Report on Expenses	For	For
8	Approve Remuneration and Budget of Directors' Committee	For	For
9	Present Directors' Committee Report on Activities and Expenses	For	For
10	Designate Newspaper to Publish Meeting Announcements	For	For
11	Other Business	For	Against

Blended Rationale: A vote AGAINST this request is warranted since it cannot be known what issues will be raised under this agenda item.

# **Ascom Holding AG**

Meeting Date: 04/21/2021

Country: Switzerland

Meeting Type: Annual

Ticker: ASCN

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

Blended Rationale: We are supporting this item in light of the performance of the new management team, which has led a strong turnaround in the business in a relatively short period.

Date range covered: 04/01/2021 to 04/30/2021

## **Ascom Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4	Approve Allocation of Income and Omission of Dividends	For	For
5	Approve Discharge of Board of Directors	For	For
6.1.1	Reelect Valentin Rueda as Director	For	For
6.1.2	Reelect Nicole Tschudi as Director	For	For
6.1.3	Reelect Laurent Dubois as Director	For	For
6.1.4	Reelect Juerg Fedier as Director	For	For
6.1.5	Reelect Michael Reitermann as Director	For	For
6.1.6	Reelect Andreas Schoenenberger as Director	For	For
6.2	Reelect Valentin Rueda as Board Chairman	For	For
6.3.1	Reappoint Nicole Tschudi as Member of the Compensation and Nomination Committee	For	For
6.3.2	Reappoint Laurent Dubois as Member of the Compensation and Nomination Committee	For	For
6.4	Ratify PricewaterhouseCoopers AG as Auditors	For	For
6.5	Designate Franz Mueller as Independent Proxy	For	For
7.1	Approve Remuneration of Directors in the Amount of CHF 700,000	For	For
7.2.1	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 1.2 Million	For	For
7.2.2	Approve Variable Remuneration of Executive Committee in the Amount of CHF 1.2 Million	For	For
7.2.3	Approve Long-Term Incentive Remuneration of Executive Committee in the Amount of CHF 500,000	For	For
8	Transact Other Business (Voting)	For	Against
	Planded Patianalas A vieto ACAINCT is warranted because. This item concerns as	Iditional instructions from the shareholder to	

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

# **Ayala Land, Inc.**

Meeting Date: 04/21/2021	Country: Philippines	
	Meeting Type: Annual	Ticker: ALI

Date range covered: 04/01/2021 to 04/30/2021

# **Ayala Land, Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruc
1	Approve Minutes of Previous Meeting	For	For
2	Approve Annual Report	For	For
3	Ratify Acts of the Board of Directors and Officers	For	For
4	Approve Merger of the Company and Cebu Holdings, Inc. and Its Other Subsidiaries	For	Against
	Blended Rationale: A vote AGAINST this resolution is warrants shareholders to assess the fairness of the proposed Merger.	ed given the company has failed to provide information to	allow
5	Approve Amendment of the Company's Employee Stock Ownership Plan	For	For
	Elect 9 Directors by Cumulative Voting		
6.1	Elect Fernando Zobel de Ayala as Director	For	For
6.2	Elect Jaime Augusto Zobel de Ayala as Director	For	For
6.3	Elect Bernard Vincent O. Dy as Director	For	For
6.4	Elect Antonino T. Aquino as Director	For	For
6.5	Elect Arturo G. Corpuz as Director	For	For
6.6	Elect Rizalina G. Mantaring as Director	For	For
6.7	Elect Rex Ma. A. Mendoza as Director	For	For
6.8	Elect Sherisa P. Nuesa as Director	For	For
6.9	Elect Cesar V. Purisima as Director	For	For
7	Elect SyCip Gorres Velayo & Co. as Independent Auditor and Fixing of Its Remuneration	For	For
8	Approve Other Matters	For	Against

will be taken up under this resolution.

### **Bankinter SA**

**Meeting Date:** 04/21/2021

Country: Spain

Meeting Type: Annual

Ticker: BKT

Date range covered: 04/01/2021 to 04/30/2021

## **Bankinter SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Consolidated and Standalone Financial Statements	For	For
2	Approve Non-Financial Information Statement	For	For
3	Approve Discharge of Board	For	For
4	Approve Allocation of Income and Dividends	For	For
5.1	Amend Article 18 Re: Allow Shareholder Meetings to be Held in Virtual-Only Format	For	For
5.2	Amend Articles Re: Board Committees	For	For
5.3	Amend Article 41 Re: Payment of Dividends	For	For
6	Amend Article 10 of General Meeting Regulations Re: Allow Shareholder Meetings to be Held in Virtual-Only Format	For	For
7	Renew Appointment of PricewaterhouseCoopers as Auditor	For	For
8.1	Elect Cristina Garcia-Peri Alvarez as Director	For	For
8.2	Reelect Pedro Guerrero Guerrero as Director	For	For
8.3	Reelect Marcelino Botin-Sanz de Sautuola y Naveda as Director	For	For
8.4	Reelect Fernando Maria Masaveu Herrero as Director	For	For
8.5	Fix Number of Directors at 11	For	For
9	Approve Restricted Capitalization Reserve	For	For
10.1	Approve Remuneration Policy	For	For
10.2	Approve Delivery of Shares under FY 2020 Variable Pay Scheme	For	For
10.3	Fix Maximum Variable Compensation Ratio	For	For
11	Authorize Board to Ratify and Execute Approved Resolutions	For	For
12	Advisory Vote on Remuneration Report	For	For
13	Receive Amendments to Board of Directors Regulations		

Ticker: BSLN

## **Basilea Pharmaceutica AG**

Meeting Date: 04/21/2021 Country: Switzerland

Meeting Type: Annual

Date range covered: 04/01/2021 to 04/30/2021

## **Basilea Pharmaceutica AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Treatment of Net Loss	For	For
3	Approve Discharge of Board and Senior Management	For	For
4.1	Reelect Domenico Scala as Director and Board Chairman	For	For
4.2	Reelect Martin Nicklasson as Director	For	For
4.3	Reelect Nicole Onetto as Director	For	For
4.4	Relect Ronald Scott as Director	For	For
4.5	Reelect Steven Skolsky as Director	For	For
4.6	Reelect Thomas Werner as Director	For	For
5.1	Reappoint Martin Nicklasson as Member of the Compensation Committee	For	For
5.2	Appoint Nicole Onetto as Member of the Compensation Committee	For	For
5.3	Reappoint Thomas Werner as Member of the Compensation Committee	For	For
6.1	Approve Remuneration of Board of Directors in the Amount of CHF 1.4 Million	For	For
6.2	Approve Remuneration of Executive Committee in the Amount of CHF 6.3 Million	For	For
6.4	Approve Remuneration Report (Non-Binding)	For	For
7	Approve Renewal of CHF 1 Million Pool of Authorized Capital without Preemptive Rights	For	For
8	Designate Caroline Cron as Independent Proxy	For	For
9	Ratify PricewaterhouseCoopers AG as Auditors	For	For
10	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

Date range covered: 04/01/2021 to 04/30/2021

### **Bunzl Plc**

Meeting Date: 04/21/2021

Country: United Kingdom

Meeting Type: Annual

Ticker: BNZL

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Final Dividend	For	For
3	Re-elect Peter Ventress as Director	For	For
4	Re-elect Frank van Zanten as Director	For	For
5	Re-elect Richard Howes as Director	For	For
6	Re-elect Vanda Murray as Director	For	For
7	Re-elect Lloyd Pitchford as Director	For	For
8	Re-elect Stephan Nanninga as Director	For	For
9	Elect Vin Murria as Director	For	For
10	Elect Maria Fernanda Mejia as Director	For	For
11	Reappoint PricewaterhouseCoopers LLP as Auditors	For	For
12	Authorise Board to Fix Remuneration of Auditors	For	For
13	Approve Remuneration Policy	For	For
14	Approve Remuneration Report	For	For
15	Amend Long-Term Incentive Plan	For	For
16	Approve US Employee Stock Purchase Plan	For	For
17	Amend Savings Related Share Option Scheme	For	For
18	Authorise Issue of Equity	For	For
19	Authorise Issue of Equity without Pre-emptive Rights	For	For
20	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	For	For
21	Authorise Market Purchase of Ordinary Shares	For	For
22	Authorise the Company to Call General Meeting with Two Weeks' Notice	For	For
23	Adopt New Articles of Association	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Canadian Pacific Railway Limited**

Meeting Date: 04/21/2021

Country: Canada

Meeting Type: Annual/Special

Ticker: CP

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
1	Ratify Deloitte LLP as Auditors	For	For	
2	Advisory Vote on Executive Compensation Approach	For	For	
3.1	Elect Director John Baird	For	For	
3.2	Elect Director Isabelle Courville	For	For	
3.3	Elect Director Keith E. Creel	For	For	
3.4	Elect Director Gillian (Jill) H. Denham	For	For	
3.5	Elect Director Edward R. Hamberger	For	For	
3.6	Elect Director Rebecca MacDonald	For	For	
3.7	Elect Director Edward L. Monser	For	For	
3.8	Elect Director Matthew H. Paull	For	For	
3.9	Elect Director Jane L. Peverett	For	For	
3.10	Elect Director Andrea Robertson	For	For	
3.11	Elect Director Gordon T. Trafton	For	For	
4	Approve Share Split	For	For	
	Shareholder Proposal			
5	SP: Hold an Annual Non-Binding Advisory Vote on Climate Change	For	For	

# **Commerce Bancshares, Inc.**

Meeting Date: 04/21/2021

Country: USA

Meeting Type: Annual

Ticker: CBSH

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Terry D. Bassham	For	For
1.2	Elect Director John W. Kemper	For	For
1.3	Elect Director Jonathan M. Kemper	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Commerce Bancshares, Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.4	Elect Director Kimberly G. Walker	For	For
2	Ratify KPMG LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

### **Conzzeta AG**

Meeting Date: 04/21/2021

Country: Switzerland

Meeting Type: Annual

Ticker: CON

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Allocation of Income and Dividends of CHF 60 per Class A Share and CHF 12 per Class B Share	For	For
3	Approve Discharge of Board of Directors	For	For
4.1	Reelect Ernst Baertschi as Director	For	For
4.2	Reelect Roland Abt as Director	For	For
4.3	Reelect Matthias Auer as Director	For	For
4.4	Reelect Urs Riedener as Director	For	Against
	Blended Rationale: Votes AGAINST incumbent Nominating Comdiversity on the board.	mittee chair Urs Riedener are warranted for lack of ge	nder
4.5	Reelect Jacob Schmidheiny as Director	For	For
4.6	Reelect Robert Spoerry as Director	For	For
4.7	Elect Heinz Baumgartner as Director	For	For
5	Reelect Ernst Baertschi as Board Chairman	For	For
6.1	Reappoint Urs Riedener as Member of the Compensation Committee	For	Against
	Blended Rationale: A vote AGAINST Urs Riedener is warranted	as his election to the board does not warrant support.	
6.2	Reappoint Robert Spoerry as Member of the Compensation Committee	For	Against

Blended Rationale: Votes AGAINST Robert Spoerry and Heinz Baumgartner are warranted due to the failure to establish a majority-independent compensation committee.

Date range covered: 04/01/2021 to 04/30/2021

#### **Conzzeta AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
6.3	Appoint Heinz Baumgartner as Member of the Compensation Committee	For	Against
	Blended Rationale: Votes AGAINST Robert Spoerry and Heinz E majority-independent compensation committee.	Baumgartner are warranted due to the failure to establish a	
7.1	Approve Remuneration Report (Non-Binding)	For	Against
	Blended Rationale: A vote AGAINST the remuneration report is to the executive committee and did not disclose sufficient infor- company has provided an opportunity for additional one-off cor- awards under the LTI are based upon EPS performance over a after grant. The lack of equity granted in 2020 does not mitigate		
7.2	Approve Remuneration of Directors in the Amount of CHF 1.3 Million	For	For
7.3	Approve Remuneration of Executive Committee in the Amount of CHF 6.8 Million	For	For
8	Ratify KPMG AG as Auditors	For	For
9	Designate Marianne Sieger as Independent Proxy	For	For
10	Change Company Name to Bystronic AG	For	For
11	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

## **Eiffage SA**

Meeting Date: 04/21/2021

Country: France

Meeting Type: Annual/Special

Ticker: FGR

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Ordinary Business		
1	Approve Financial Statements and Statutory Reports	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	For	For
3	Approve Allocation of Income and Dividends of EUR 3 per Share	For	For
4	Reelect Marie Lemarie as Director	For	For
5	Reelect Carol Xueref as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Eiffage SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
6	Reelect Dominique Marcel as Director	For	For
7	Reelect Philippe Vidal as Director	For	For
8	Approve Remuneration Policy of Board Members	For	For
9	Approve Remuneration Policy of Chairman and CEO	For	For
10	Approve Compensation Report	For	For
11	Approve Compensation of Benoit de Ruffray, Chairman and CEO	For	For
12	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For
	Extraordinary Business		
13	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	For	For
14	Authorize Capitalization of Reserves of Up to EUR 80 Million for Bonus Issue or Increase in Par Value	For	For
15	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 156.8 Million	For	For
16	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 39.2 Million	For	For
17	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 39.2 Million	For	For
18	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Above Under Items 15-17	For	For
19	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	For	For
20	Set Total Limit for Capital Increase to Result from Issuance Requests Under Items 16, 17 and 19 at EUR 39.2 Million	For	For
21	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	For	For
22	Authorize up to 1 Million Shares for Use in Restricted Stock Plans	For	For
	Ordinary Business		
23	Authorize Filing of Required Documents/Other Formalities	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Georg Fischer AG**

Meeting Date: 04/21/2021 Country: Switzerland

Meeting Type: Annual

Ticker: FI.N

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Accept Financial Statements and Statutory Reports	For	For
1.2	Approve Remuneration Report	For	For
2	Approve Allocation of Income and Dividends of CHF 15 per Share	For	For
3	Approve Discharge of Board and Senior Management	For	For
4.1	Reelect Hubert Achermann as Director	For	For
4.2	Reelect Riet Cadonau as Director	For	For
4.3	Reelect Peter Hackel as Director	For	For
4.4	Reelect Roger Michaelis as Director	For	For
4.5	Reelect Eveline Saupper as Director	For	For
4.6	Reelect Yves Serra as Director	For	For
4.7	Reelect Jasmin Staiblin as Director	For	For
5.1	Reelect Yves Serra as Board Chairman	For	For
5.2.1	Appoint Hubert Achermann as Member of the Compensation Committee	For	For
5.2.2	Appoint Riet Cadonau as Member of the Compensation Committee	For	For
5.2.3	Appoint Eveline Saupper as Member of the Compensation Committee	For	For
6	Approve Remuneration of Directors in the Amount of CHF 3.1 Million	For	For
7	Approve Remuneration of Executive Committee in the Amount of CHF 10.8 Million	For	For
8	Ratify PricewaterhouseCoopers AG as Auditors	For	For
9	Designate Christoph Vaucher as Independent Proxy	For	For
10	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

Date range covered: 04/01/2021 to 04/30/2021

# **Grupo Aeroportuario del Centro Norte SAB de CV**

Meeting Date: 04/21/2021

Country: Mexico

Meeting Type: Annual

Ticker: OMAB

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Ordinary Business		
1	Present Board of Directors' Reports in Compliance with Article 28, Section IV (D and E) of Stock Market Law	For	For
2	Present CEO and External Auditor Report in Compliance with Article 28, Section IV (B) of Stock Market Law	For	For
3	Present Board of Directors' Reports in Accordance with Article 28, Section IV (A and C) of Stock Market Law Including Tax Report	For	For
4	Approve Allocation of Income	For	For
5	Set Aggregate Nominal Amount of Share Repurchase	For	For
6	Discharge, Elect or Ratify Directors; Elect or Ratify Chairmen of Audit, Corporate Practices, Finance, Planning and Sustainability Committees; Approve their Remuneration	For	For
	Blended Rationale: A vote AGAINST this item is warranted because the peconsidered overboarded under Sustainability Advisory Services voting guresolution not allowing shareholders to vote individually on the proposed	idelines, and the company has presented a bundled	
7	Appoint Legal Representatives	For	For

## **Huntington Bancshares Incorporated**

Meeting Date: 04/21/2021

Country: USA

Meeting Type: Annual

Ticker: HBAN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Lizabeth Ardisana	For	For
1.2	Elect Director Alanna Y. Cotton	For	For
1.3	Elect Director Ann B. (Tanny) Crane	For	For
1.4	Elect Director Robert S. Cubbin	For	For
1.5	Elect Director Steven G. Elliott	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Huntington Bancshares Incorporated**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.6	Elect Director Gina D. France	For	For
1.7	Elect Director J. Michael Hochschwender	For	For
1.8	Elect Director John C. (Chris) Inglis	For	For
1.9	Elect Director Katherine M. A. (Allie) Kline	For	For
1.10	Elect Director Richard W. Neu	For	For
1.11	Elect Director Kenneth J. Phelan	For	For
1.12	Elect Director David L. Porteous	For	For
1.13	Elect Director Stephen D. Steinour	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditor	For	For
4	Amend Omnibus Stock Plan	For	For
	Ratify PricewaterhouseCoopers LLP as Auditor		

## **Industrivarden AB**

Meeting Date: 04/21/2021 Cou

Country: Sweden

Meeting Type: Annual

Ticker: INDU.A

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Elect Chairman of Meeting	For	For
2.a	Designate Mats Guldbrand as Inspector of Minutes of Meeting	For	For
2.b	Designate Stefan Nilsson as Inspector of Minutes of Meeting	For	For
3	Prepare and Approve List of Shareholders	For	For
4	Approve Agenda of Meeting	For	For
5	Acknowledge Proper Convening of Meeting	For	For
6.a	Receive Financial Statements and Statutory Reports		
6.b	Receive Auditor's Report on Application of Guidelines for Remuneration for Executive Management		
6.c	Receive Board's Proposal on Allocation of Income and Dividends		

Date range covered: 04/01/2021 to 04/30/2021

## **Industrivarden AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7.a	Accept Financial Statements and Statutory Reports	For	For
7.b	Approve Allocation of Income and Dividends of SEK 8.25 Per Share	For	For
7.c.1	Approve Discharge of Fredrik Lundberg	For	For
7.c.2	Approve Discharge of Par Boman	For	For
7.c.3	Approve Discharge of Christian Caspar	For	For
7.c.4	Approve Discharge of Marika Fredriksson	For	For
7.c.5	Approve Discharge of Bengt Kjell	For	For
7.c.6	Approve Discharge of Nina Linander	For	For
7.c.7	Approve Discharge of Annika Lundius	For	For
7.c.8	Approve Discharge of Lars Pettersson	For	For
7.c.9	Approve Discharge of Helena Stjernholm	For	For
8	Determine Number of Members (8) and Deputy Members (0) of Board	For	For
9	Approve Remuneration of Directors in the Amount of SEK 2.1 Million for Chair, SEK 1.3 Million for Vice Chair and SEK 640,000 for Other Directors	For	For
10.a	Reelect Par Boman as Director	For	Against
	Blended Rationale: A vote FOR candidates Caspar (Item 10.b), Lundius (Item 10.10.h) is warranted due to a lack of concern regarding the suitability of these indicandidates Boman (Item 10.a), Fredriksson (Item 10.c), Kjell (Item 10.d), and Lucandidates are considered overboarded.	ividuals in particular.A vote AGAINST	
10.b	Reelect Christian Caspar as Director	For	For
10.c	Reelect Marika Fredriksson as Director	For	Against
	Blended Rationale: A vote FOR candidates Caspar (Item 10.b), Lundius (Item 10.10.h) is warranted due to a lack of concern regarding the suitability of these indicandidates Boman (Item 10.a), Fredriksson (Item 10.c), Kjell (Item 10.d), and Lucandidates are considered overboarded.	ividuals in particular.A vote AGAINST	
10.d	Elect Bengt Kjell as New Director	For	Against
	Blended Rationale: A vote FOR candidates Caspar (Item 10.b), Lundius (Item 10.10.h) is warranted due to a lack of concern regarding the suitability of these indicandidates Boman (Item 10.a), Fredriksson (Item 10.c), Kjell (Item 10.d), and Lucandidates are considered overboarded.	ividuals in particular.A vote AGAINST	
10.e	Reelect Fredrik Lundberg as Director	For	Against
	Blended Rationale: A vote FOR candidates Caspar (Item 10.b), Lundius (Item 10.10.h) is warranted due to a lack of concern regarding the suitability of these indicandidates Boman (Item 10.a), Fredriksson (Item 10.c), Kjell (Item 10.d), and Lucandidates are considered overboarded.	ividuals in particular.A vote AGAINST	
10.f	Reelect Annika Lundius as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Industrivarden AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
10.g	Reelect Lars Pettersson as Director	For	For
10.h	Reelect Helena Stjernholm as Director	For	For
10.i	Reelect Fredrik Lundberg as Board Chair	For	Against
	Blended Rationale: A vote AGAINST this item is warranted because Lundberg is o	verboarded.	
11	Determine Number of Auditors (1) and Deputy Auditors (0)	For	For
12	Approve Remuneration of Auditors	For	For
13	Ratify Deloitte as Auditors	For	For
14	Approve Remuneration Report	For	Against
	Blended Rationale: A vote AGAINST this item is warranted because the company and corresponding weights of the short-term bonus scheme.	has failed to disclose the performance criteria	
15	Approve Performance Share Matching Plan	For	For
16	Amend Articles Re: Postal Voting	For	For

# **Keppel DC REIT**

**Meeting Date:** 04/21/2021

Country: Singapore

Meeting Type: Annual

Ticker: AJBU

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
1	Adopt Trustee's Report, Statement by the Manager, Audited Financial Statements and Auditors' Report	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Manager to Fix Their Remuneration	For	For
3	Elect Tan Tin Wee as Director	For	For
4	Elect Thomas Pang Thieng Hwi as Director	For	For
5	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	For	For

# Komercni banka, a.s.

Meeting Date: 04/21/2021

Country: Czech Republic

Meeting Type: Annual

Ticker: KOMB

Date range covered: 04/01/2021 to 04/30/2021

# Komercni banka, a.s.

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Management Board Report on Company's Operations and State of Its Assets in Fiscal 2020	For	For
2	Receive Report on Act Providing for Business Undertaking in Capital Market		
3	Receive Management Board Report on Related Entities		
4	Receive Standalone and Consolidated Financial Statements, and Proposal for Allocation of Income		
5	Receive Supervisory Board Reports on Financial Statements, Its Activities, and Management Board Report on Related Entities; Proposal on Allocation of Income		
6	Receive Audit Committee Report		
7	Approve Financial Statements	For	For
8	Approve Allocation of Income and Omission of Dividends	For	For
9	Approve Consolidated Financial Statements	For	For
10	Amend Articles of Association	For	For
11.1	Elect Petr Dvorak as Supervisory Board Member	For	For
11.2	Elect Alvaro Huete Gomez as Supervisory Board Member	For	Against
	Blended Rationale: A vote AGAINST Alvaro Huete Gomez, Giovanni Luca Soma an Petr Dvorak is the only independent director proposed for the election; - Upon the level of independence would equal to 22 percent, which is below the recommend	e election of all proposed directors, the board	
11.3	Elect Giovanni Luca Soma as Supervisory Board Member	For	Against
	Blended Rationale: A vote AGAINST Alvaro Huete Gomez, Giovanni Luca Soma an Petr Dvorak is the only independent director proposed for the election; - Upon the level of independence would equal to 22 percent, which is below the recommend	e election of all proposed directors, the board	
11.4	Elect Jarmila Spurova as Supervisory Board Member	For	Against
	Blended Rationale: A vote AGAINST Alvaro Huete Gomez, Giovanni Luca Soma an Petr Dvorak is the only independent director proposed for the election; - Upon the level of independence would equal to 22 percent, which is below the recommend	e election of all proposed directors, the board	
12	Elect Giovanni Luca Soma as Member of Audit Committee	For	For
13	Approve Remuneration Report	For	For
14	Ratify Deloitte Audit s.r.o. as Auditor	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Molecular Partners AG**

Meeting Date: 04/21/2021 Country: Switzerland

Meeting Type: Annual Ticker: MOLN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Remuneration Report	For	For
3	Approve Treatment of Net Loss	For	For
4	Approve Discharge of Board and Senior Management	For	For
5	Approve Renewal of CHF 728,675 Million Pool of Capital without Preemptive Rights	For	Against
	Blended Rationale: A vote AGAINST the proposed authorization is warranted be capital increase without preemptive rights for up to 25 percent of the issued sha pool could be used as an antitakeover mechanism.	•	
6.1.1	Reelect William Burns as Director	For	For
6.1.2	Reelect Steven Holtzman as Director	For	For
6.1.3	Reelect Sandip Kapadia as Director	For	For
6.1.4	Reelect Vito Palombella as Director	For	For
6.1.5	Reelect Michael Vasconcelles as Director	For	For
6.1.6	Reelect Patrick Amstutz as Director	For	For
6.2.1	Elect Agnete Fredriksen as Director	For	For
6.2.2	Elect Dominik Hoechli as Director	For	For
6.3	Reelect William Burns as Board Chairman	For	For
6.4.1	Reappoint William Burns as Member of the Nomination and Compensation Committee	For	For
6.4.2	Reappoint Steven Holtzman as Member of the Nomination and Compensation Committee	For	For
6.4.3	Reappoint Michael Vasconcelles as Member of the Nomination and Compensation Committee	For	For
7	Ratify KPMG AG as Auditors	For	For
8	Designate Keller KLG as Independent Proxy	For	For
9.1	Approve Remuneration of Directors in the Amount of CHF 1.1 Million	For	For
9.2	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 1.7 Million for the Period July 1, 2021 - June 30, 2022	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Molecular Partners AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
9.3	Approve Variable Remuneration of Executive Committee in the Amount of CHF 2.2 Million	For	For
10	Transact Other Business (Voting)	For	Against
	DI 1 1 D 11 1 1 1 1 1 1 1 1 1 1 1 1 1 1		

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

# **MTU Aero Engines AG**

Meeting Date: 04/21/2021 Country: Germany

Meeting Type: Annual Ticker: MTX

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2020 (Non-Voting)		
2	Approve Allocation of Income and Dividends of EUR 1.25 per Share	For	For
3	Approve Discharge of Management Board for Fiscal Year 2020	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2020	For	For
5	Ratify Ernst & Young GmbH as Auditors for Fiscal Year 2021	For	For
6	Elect Rainer Martens to the Supervisory Board	For	Against
	Blended Rationale: A vote AGAINST the non-independent nominee is warranted b independent board.	ecause of the failure to establish a sufficiently	
7	Approve Remuneration Policy	For	For
8	Approve Remuneration of Supervisory Board	For	For
9	Approve Creation of EUR 16 Million Pool of Capital with Partial Exclusion of Preemptive Rights	For	For
10	Approve Issuance of Warrants/Bonds with Warrants Attached/Convertible Bonds with Partial Exclusion of Preemptive Rights up to Aggregate Nominal Amount of EUR 600 Million; Approve Creation of EUR 2.6 Million Pool of Capital to Guarantee Conversion Rights	For	For
11	Amend Articles Re: Registration Moratorium	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **National Bank of Greece SA**

Meeting Date: 04/21/2021

Country: Greece

Meeting Type: Special

Ticker: ETE

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Special Meeting Agenda		
1	Approve Sale of Equity Holding in Ethniki Hellenic General Insurance SA	For	For
	Blended Rationale: ISS have rightly changed their recommend disclosures and we should vote FOR too.	dation from AGAINST to FOR as they have received addit	tional

## **Ping An Healthcare & Technology Company Limited**

Meeting Date: 04/21/2021

Country: Cayman Islands

Meeting Type: Annual

**Ticker:** 1833

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2a1	Elect Yao Jason Bo as Director	For	For
2a2	Elect Cai Fangfang as Director	For	For
2a3	Elect Liu Xin as Director	For	For
2a4	Elect Chow Wing Kin Anthony as Director	For	For
2b	Authorize Board to Fix Remuneration of Directors	For	For
3	Approve PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	For	For
4A	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	For	Against
	Blended Rationale: A vote AGAINST these resolutions is warranted greater than 10 percent of the relevant class of shares The comp		mit is
4B	Authorize Repurchase of Issued Share Capital	For	For
4C	Authorize Reissuance of Repurchased Shares	For	Against

Blended Rationale: A vote AGAINST these resolutions is warranted for the following:- The aggregate share issuance limit is greater than 10 percent of the relevant class of shares.- The company has not specified the discount limit.

Date range covered: 04/01/2021 to 04/30/2021

### **Proximus SA**

**Meeting Date:** 04/21/2021

Country: Belgium

Meeting Type: Annual

Ticker: PROX

Number	Proposal Text	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda		
1	Receive Directors' Reports (Non-Voting)		
2	Receive Auditors' Reports (Non-Voting)		
3	Receive Information Provided by the Joint Commission		
4	Receive Consolidated Financial Statements and Statutory Reports (Non-Voting)		
5	Approve Financial Statements, Allocation of Income, and Dividends of EUR 1.20 per Share	For	For
6	Approve Remuneration Policy	For	For
7	Approve Remuneration Report	For	Against
	Blended Rationale: A vote AGAINST is warranted as the remune not respects shareholders' interests. We identify some concerns		
8	performance assessment and the exceptional bonus paid to the Approve Discharge of Members of the Board	former CFO of the company.  For	For
8			For
8	Approve Discharge of Members of the Board		For For
	Approve Discharge of Members of the Board of Directors  Approve Discharge of Members of the Board	For	
9	Approve Discharge of Members of the Board of Directors  Approve Discharge of Members of the Board of Auditors	For	For
9	Approve Discharge of Members of the Board of Directors  Approve Discharge of Members of the Board of Auditors  Approve Discharge of Auditors  Reelect Pierre Demuelenaere as Independent	For For	For For
9 10 11	Approve Discharge of Members of the Board of Directors  Approve Discharge of Members of the Board of Auditors  Approve Discharge of Auditors  Reelect Pierre Demuelenaere as Independent Director  Reelect Karel De Gucht as Director as	For For For	For For For
9 10 11 12	Approve Discharge of Members of the Board of Directors  Approve Discharge of Members of the Board of Auditors  Approve Discharge of Auditors  Reelect Pierre Demuelenaere as Independent Director  Reelect Karel De Gucht as Director as Proposed by the Belgian State  Elect Ibrahim Ouassari as Director as	For For For	For For For

### **Proximus SA**

Meeting Date: 04/21/2021

Country: Belgium

Meeting Type: Special

Ticker: PROX

Date range covered: 04/01/2021 to 04/30/2021

## **Proximus SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Special Meeting Agenda		
1	Renew Authorization to Increase Share Capital within the Framework of Authorized Capital	For	Against
	Blended Rationale: A vote AGAINST is warranted because the potential increase wissued capital is excessive and not in the interest of shareholders.	vithout preemptive rights of 20 percent of the	
2	Authorize Repurchase of Issued Share Capital	For	Against
	Blended Rationale: A vote AGAINST is warranted as the company does not disclos the repurchase plan, whereas amended Belgian law does no longer set a limit on		
3	Authorize Implementation of Approved Resolutions and Filng of Required Documents/Formalities at Trade Registry	For	For

# **Regions Financial Corporation**

Meeting Date: 04/21/2021

Country: USA

Meeting Type: Annual

Ticker: RF

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Carolyn H. Byrd	For	For
1b	Elect Director Don DeFosset	For	For
1c	Elect Director Samuel A. Di Piazza, Jr.	For	For
1d	Elect Director Zhanna Golodryga	For	For
1e	Elect Director John D. Johns	For	For
1f	Elect Director Ruth Ann Marshall	For	For
1g	Elect Director Charles D. McCrary	For	For
1h	Elect Director James T. Prokopanko	For	For
1i	Elect Director Lee J. Styslinger, III	For	For
1j	Elect Director Jose S. Suquet	For	For
1k	Elect Director John M. Turner, Jr.	For	For
11	Elect Director Timothy Vines	For	For
2	Ratify Ernst & Young LLP as Auditors	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Regions Financial Corporation**

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

Blended Rationale: A vote AGAINST this proposal is warranted. A quantitative pay-for-performance misalignment is driven by a significant increase in pension value, which accounts for nearly half of the reported CEO pay. Nevertheless, there are concerns regarding the undisclosed customer service modifier goals that were achieved at maximum in the STI program for the second consecutive year, heightened by the CEO's relatively high target STI award, the relative ROATCE metric targeting only median performance, and undisclosed forward-looking ROATCE goals. Further, the compensation committee made significant modifications to closing-cycle performance awards which increased earnouts from 53 to 99 percent of target. Such modifications to closing-cycle equity awards are not generally viewed by many shareholders as an appropriate reaction to COVID-19 related market disruptions.

## **Royal Vopak NV**

Meeting Date: 04/21/2021 Country: Netherlands

Meeting Type: Annual Ticker: VPK

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda		
1	Open Meeting		
2	Receive Report of Management Board (Non-Voting)		
3	Approve Remuneration Report	For	Against
	Blended Rationale: A vote AGAINST is warranted because:- There is a lack of cor 'cost' as a KPI; and- There is no ex-post disclosure on performance targets or fur performance and according payouts.		
4	Adopt Financial Statements	For	For
5.a	Receive Explanation on Company's Reserves and Dividend Policy		
5.b	Approve Dividends of EUR 1.20 Per Share	For	For
6	Approve Discharge of Management Board	For	For
7	Approve Discharge of Supervisory Board	For	For
8	Elect Richard Hookway to Supervisory Board	For	For
9	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For
10	Ratify Deloitte Accountants B.V. as Auditors	For	For
11	Other Business (Non-Voting)		
12	Close Meeting		

Date range covered: 04/01/2021 to 04/30/2021

# **SIG Combibloc Group AG**

Meeting Date: 04/21/2021 Country: Switzerland

Meeting Type: Annual

Ticker: SIGN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Discharge of Board and Senior Management	For	For
3	Approve Allocation of Income and Omission of Dividends	For	For
4	Approve Dividends of CHF 0.42 per Share from Capital Contribution Reserves	For	For
5.1	Approve Remuneration Report (Non-Binding)	For	For
5.2	Approve Remuneration of Directors in the Amount of CHF 2.3 Million	For	For
5.3	Approve Remuneration of Executive Committee in the Amount of CHF 17 Million	For	For
6.1.1	Reelect Andreas Umbach as Director	For	For
6.1.2	Reelect Werner Bauer as Director	For	For
6.1.3	Reelect Wah-Hui Chu as Director	For	For
6.1.4	Reelect Colleen Goggins as Director	For	For
6.1.5	Reelect Mariel Hoch as Director	For	For
6.1.6	Reelect Matthias Waehren as Director	For	For
6.1.7	Reelect Nigel Wright as Director	For	For
6.1.8	Elect Abdallah al Obeikan as Director	For	For
6.1.9	Elect Martine Snels as Director	For	For
6.2	Reelect Andreas Umbach as Board Chairman	For	For
6.3.1	Reappoint Wah-Hui Chu as Member of the Compensation Committee	For	For
6.3.2	Reappoint Colleen Goggins as Member of the Compensation Committee	For	For
6.3.3	Reappoint Mariel Hoch as Member of the Compensation Committee	For	For
7	Approve Creation of CHF 675,042 Pool of Capital with Partial Exclusion of Preemptive Rights	For	For
8	Amend Articles Re: Opting Out Clause	For	For
9	Designate Keller KLG as Independent Proxy	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **SIG Combibloc Group AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
10	Ratify PricewaterhouseCoopers AG as Auditors	For	For
11	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

## SimCorp A/S

Meeting Date: 04/21/2021

Country: Denmark

Meeting Type: Special

Ticker: SIM

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Amend Corporate Purpose	For	For
2	Other Business		

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## **Sonoco Products Company**

Meeting Date: 04/21/2021

Country: USA

Meeting Type: Annual

Ticker: SON

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director R. Howard Coker	For	For
1.2	Elect Director Pamela L. Davies	For	For
1.3	Elect Director Theresa J. Drew	For	For
1.4	Elect Director Philippe Guillemot	For	For
1.5	Elect Director John R. Haley	For	For
1.6	Elect Director Robert R. Hill, Jr.	For	For
1.7	Elect Director Eleni Istavridis	For	For
1.8	Elect Director Richard G. Kyle	For	For
1.9	Elect Director Blythe J. McGarvie	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Sonoco Products Company**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.10	Elect Director James M. Micali	For	For
	Blended Rationale: WITHHOLD votes for governance committed adequately respond to the majority supported special meeting FOR the remaining director nominees is warranted.		
1.11	Elect Director Sundaram Nagarajan	For	For
1.12	Elect Director Marc. D. Oken	For	For
1.13	Elect Director Thomas E. Whiddon	For	For
1.14	Elect Director Lloyd M. Yates	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
4	Provide Right to Call Special Meeting	For	For
5	Require a Majority Vote for the Election of Directors	Against	For

Blended Rationale: A vote FOR this proposal is warranted as it would give shareholders a more meaningful voice in the election of directors and further enhance the company's corporate governance.

# **Spotify Technology SA**

Meeting Date: 04/21/2021 Country: Luxembourg

Meeting Type: Annual

Ticker: SPOT

roposal Iumber	Proposal Text	Mgmt Rec	Vote Instructio
	Annual Meeting Agenda		
1	Approve Consolidated Financial Statements and Statutory Reports	For	For
	Blended Rationale: A vote FOR this item is warranted due to procedures used.	a lack of concern regarding the accounts presented or audi	it
2	Approve Allocation of Income	For	For
	Blended Rationale: A vote FOR this income allocation proposal is warranted, despite the arguable meagerness of the proposed payout ratio, because of the strategic rationale for the decision.		
3	Approve Discharge of Directors	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Spotify Technology SA**

Proposal Number		Mgmt Rec	Vote Instruction
4a	Elect Daniel Ek as A Director	For	Against
	Blended Rationale: A vote FOR the elections of Martin Lorentzon, Shishir Samir I Mehrotra, Barry McCarthy, Heidi O'Neill, Ted Sarandos, Thomas Owen Staggs, C Padmasree Warrior and is warranted because:* The nominees are elected for a candidates appear to possess the necessary qualifications for board membership concerning the candidatesA vote AGAINST Daniel Ek is warranted, because:* The and CEO.	ristina Mayville Stenbeck, Mona Sutphen and period not exceeding four years;* The r; and* There is no known controversy	
4b	Elect Martin Lorentzon as A Director	For	For
	Blended Rationale: A vote FOR the elections of Martin Lorentzon, Shishir Samir I Mehrotra, Barry McCarthy, Heidi O'Neill, Ted Sarandos, Thomas Owen Staggs, C Padmasree Warrior and is warranted because:* The nominees are elected for a candidates appear to possess the necessary qualifications for board membership concerning the candidatesA vote AGAINST Daniel Ek is warranted, because:* The and CEO.	ristina Mayville Stenbeck, Mona Sutphen and period not exceeding four years;* The y; and* There is no known controversy	
4c	Elect Shishir Samir Mehrotra as A Director	For	For
	Blended Rationale: A vote FOR the elections of Martin Lorentzon, Shishir Samir I Mehrotra, Barry McCarthy, Heidi O'Neill, Ted Sarandos, Thomas Owen Staggs, C Padmasree Warrior and is warranted because:* The nominees are elected for a candidates appear to possess the necessary qualifications for board membership concerning the candidatesA vote AGAINST Daniel Ek is warranted, because:* The and CEO.	ristina Mayville Stenbeck, Mona Sutphen and period not exceeding four years;* The y; and* There is no known controversy	
4d	Elect Christopher Marshall as B Director	For	For
	Blended Rationale: A vote FOR the elections of Martin Lorentzon, Shishir Samir I Mehrotra, Barry McCarthy, Heidi O'Neill, Ted Sarandos, Thomas Owen Staggs, C Padmasree Warrior and is warranted because:* The nominees are elected for a candidates appear to possess the necessary qualifications for board membership concerning the candidatesA vote AGAINST Daniel Ek is warranted, because:* The and CEO.	ristina Mayville Stenbeck, Mona Sutphen and period not exceeding four years;* The r; and* There is no known controversy	
4e	Elect Barry McCarthy as B Director	For	For
	Blended Rationale: A vote FOR the elections of Martin Lorentzon, Shishir Samir I Mehrotra, Barry McCarthy, Heidi O'Neill, Ted Sarandos, Thomas Owen Staggs, C Padmasree Warrior and is warranted because:* The nominees are elected for a candidates appear to possess the necessary qualifications for board membership concerning the candidatesA vote AGAINST Daniel Ek is warranted, because:* Thand CEO.	ristina Mayville Stenbeck, Mona Sutphen and period not exceeding four years;* The y; and* There is no known controversy	
4f	Elect Heidi O'Neill as B Director	For	For
	Blended Rationale: A vote FOR the elections of Martin Lorentzon, Shishir Samir I Mehrotra, Barry McCarthy, Heidi O'Neill, Ted Sarandos, Thomas Owen Staggs, C Padmasree Warrior and is warranted because:* The nominees are elected for a candidates appear to possess the necessary qualifications for board membership concerning the candidatesA vote AGAINST Daniel Ek is warranted, because:* The and CEO.	ristina Mayville Stenbeck, Mona Sutphen and period not exceeding four years;* The y; and* There is no known controversy	
4g	Elect Ted Sarandos as B Director	For	For
	Blended Rationale: A vote FOR the elections of Martin Lorentzon, Shishir Samir I Mehrotra, Barry McCarthy, Heidi O'Neill, Ted Sarandos, Thomas Owen Staggs, C Padmasree Warrior and is warranted because:* The nominees are elected for a candidates appear to possess the necessary qualifications for board membership concerning the candidatesA vote AGAINST Daniel Ek is warranted, because:* The and CEO.	ristina Mayville Stenbeck, Mona Sutphen and period not exceeding four years;* The r; and* There is no known controversy	

Date range covered: 04/01/2021 to 04/30/2021

# **Spotify Technology SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructi		
4h	Elect Thomas Owen Staggs as B Director	For	For		
	Mehrotra, Barry McCarthy, Heidi O'Neill, Ted Sarandos, Thoma Padmasree Warrior and is warranted because:* The nominees candidates appear to possess the necessary qualifications for b	are elected for a period not exceeding four years;* The			
4i	Elect Cristina Mayville Stenbeck as B Director	For	For		
	Mehrotra, Barry McCarthy, Heidi O'Neill, Ted Sarandos, Thoma Padmasree Warrior and is warranted because:* The nominees candidates appear to possess the necessary qualifications for L	are elected for a period not exceeding four years;* The			
4j	Elect Mona Sutphen as B Director	For	For		
	Blended Rationale: A vote FOR the elections of Martin Lorentzon, Shishir Samir Mehrotra, Christopher (Woody) Marshall, Shishir Mehrotra, Barry McCarthy, Heidi O'Neill, Ted Sarandos, Thomas Owen Staggs, Cristina Mayville Stenbeck, Mona Sutphen and Padmasree Warrior and is warranted because:* The nominees are elected for a period not exceeding four years;* The candidates appear to possess the necessary qualifications for board membership; and* There is no known controversy concerning the candidatesA vote AGAINST Daniel Ek is warranted, because:* The nominee combines the functions of chairman and CEO.				
4k	Elect Padmasree Warrior as B Director	For	For		
	Mehrotra, Barry McCarthy, Heidi O'Neill, Ted Sarandos, Thoma Padmasree Warrior and is warranted because:* The nominees candidates appear to possess the necessary qualifications for b	are elected for a period not exceeding four years;* The			
5	Appoint Ernst & Young S.A. as Auditor	For	For		
	Blended Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.				
6	Approve Remuneration of Directors	For	Against		
	Blended Rationale: A vote AGAINST this item is warranted because the board proposes to potentially ("Choice Model") introduce stock options in the remuneration of non-executive board members which is considered inappropriate.				
7	Approve Share Repurchase	For	For		
	Blended Rationale: A vote FOR is warranted because there are	no concerns regarding this proposal.			
8	Authorize Guy Harles and Alexandre Gobert to Execute and Deliver, and with Full Power of Substitution, Any Documents Necessary or Useful in Connection with the Annual Filing and Registration Required by the Luxembourg Laws	For	For		

Blended Rationale: A vote FOR is warranted, as this proposal concerns a routine legal procedure and will authorize only the implementation of items approved by the shareholder meeting.

Date range covered: 04/01/2021 to 04/30/2021

## **Synovus Financial Corp.**

Meeting Date: 04/21/2021

Country: USA

Meeting Type: Annual

Ticker: SNV

oposal ımber	Proposal Text	Mgmt Rec	Vote Instruction	
1a	Elect Director Tim E. Bentsen	For	For	
1b	Elect Director Kevin S. Blair	For	For	
1c	Elect Director F. Dixon Brooke, Jr.	For	For	
1d	Elect Director Stephen T. Butler	For	For	
1e	Elect Director Elizabeth W. Camp	For	For	
1f	Elect Director Pedro P. Cherry	For	For	
1g	Elect Director Diana M. Murphy	For	For	
1h	Elect Director Harris Pastides	For	For	
.i	Elect Director Joseph J. Prochaska, Jr.	For	For	
lj	Elect Director John L. Stallworth	For	For	
.k	Elect Director Kessel D. Stelling	For	For	
LI .	Elect Director Barry L. Storey	For	For	
1m	Elect Director Teresa White	For	For	
2	Approve Nonqualified Employee Stock Purchase Plan	For	For	
3	Approve Nonqualified Director Stock Purchase Plan	For	For	
4	Approve Omnibus Stock Plan	For	For	
5	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	
5	Ratify KPMG LLP as Auditors	For	For	

## **The Sherwin-Williams Company**

Meeting Date: 04/21/2021

Country: USA

Meeting Type: Annual

Ticker: SHW

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Kerrii B. Anderson	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **The Sherwin-Williams Company**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1b	Elect Director Arthur F. Anton	For	For
1c	Elect Director Jeff M. Fettig	For	For
1d	Elect Director Richard J. Kramer	For	For
1e	Elect Director John G. Morikis	For	For
1f	Elect Director Christine A. Poon	For	For
1g	Elect Director Aaron M. Powell	For	For
1h	Elect Director Michael H. Thaman	For	For
1i	Elect Director Matthew Thornton, III	For	For
1j	Elect Director Steven H. Wunning	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify Ernst & Young LLP as Auditors	For	For

# **Tri Pointe Homes, Inc.**

Meeting Date: 04/21/2021

Country: USA

Meeting Type: Annual

Ticker: TPH

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Douglas F. Bauer	For	For
1.2	Elect Director Lawrence B. Burrows	For	For
1.3	Elect Director Daniel S. Fulton	For	For
1.4	Elect Director Steven J. Gilbert	For	For
1.5	Elect Director Vicki D. McWilliams	For	For
1.6	Elect Director Constance B. Moore	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify Ernst & Young LLP as Auditors	For	For

## **UFP Industries, Inc.**

**Meeting Date:** 04/21/2021

Country: USA

Meeting Type: Annual

Ticker: UFPI

Date range covered: 04/01/2021 to 04/30/2021

# **UFP Industries, Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Matthew J. Missad	For	For
1b	Elect Director Thomas W. Rhodes	For	For
1c	Elect Director Brian C. Walker	For	For
2	Ratify Deloitte & Touche LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

# **Vetropack Holding AG**

Meeting Date: 04/21/2021 Country: Switzerland

Meeting Type: Annual

Ticker: VETN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruc
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Discharge of Board and Senior Management	For	For
3	Approve Allocation of Income and Dividends of CHF 1.30 per Registered Share Series A and CHF 0.26 per Registered Share Series B	For	For
4.1	Approve Remuneration Report	For	Against
	Blended Rationale: A vote AGAINST the remuneration report is	, , , , , , , , , , , , , , , , , , , ,	
4.2	Blended Rationale: A vote AGAINST the remuneration report is surrounding STI performance targets and payouts There is no framework The CEO received a second, consecutive base sala disclosed for these adjustments.  Approve Remuneration of Directors in the Amount of CHF 910,000	o long-term variable component within the compensation	n
4.2	surrounding STI performance targets and payouts There is no framework The CEO received a second, consecutive base sala disclosed for these adjustments.  Approve Remuneration of Directors in the	o long-term variable component within the compensation ory increase of more than 10 percent and no explanation	n n was
	surrounding STI performance targets and payouts There is not framework The CEO received a second, consecutive base sala disclosed for these adjustments.  Approve Remuneration of Directors in the Amount of CHF 910,000  Approve Remuneration of Executive	o long-term variable component within the compensation ory increase of more than 10 percent and no explanation For	n n was For
4.3	surrounding STI performance targets and payouts There is not framework The CEO received a second, consecutive base sala disclosed for these adjustments.  Approve Remuneration of Directors in the Amount of CHF 910,000  Approve Remuneration of Executive Committee in the Amount of CHF 5.1 Million	o long-term variable component within the compensation ory increase of more than 10 percent and no explanation For	n n was For For
4.3 5.1.1	surrounding STI performance targets and payouts There is not framework The CEO received a second, consecutive base sala disclosed for these adjustments.  Approve Remuneration of Directors in the Amount of CHF 910,000  Approve Remuneration of Executive Committee in the Amount of CHF 5.1 Million Reelect Soenke Bandixen as Director Reelect Claude Cornaz as Director and Board	o long-term variable component within the compensation ory increase of more than 10 percent and no explanation For For For For	n n was For For For Against

Blended Rationale: A vote AGAINST non-independent director is warranted since the board is less than 1/3 independent.

Date range covered: 04/01/2021 to 04/30/2021

# **Vetropack Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
5.1.4	Reelect Rudolf Fischer as Director	For	Against		
	Blended Rationale: A vote AGAINST non-independent director is warranted since the board is less than 1/3 independent.				
5.1.5	Reelect Richard Fritschi as Director	For	Against		
	Blended Rationale: A vote AGAINST non-independent director	is warranted since the board is less than 1/3 independent.			
5.1.6	Reelect Urs Kaufmann as Director	For	Against		
	to a lack of concerns. Votes AGAINST the non-independent no Fritschi, and Jean-Philippe Rochat are warranted due to the fa AGAINST Urs Kaufmann is warranted because he holds an exc incumbent Nominating Committee chair Rudolf Fischer are wa	ressive number of mandates at listed companies.Votes AGAINST ranted for lack of gender diversity on the board.Compensation roposed nominees are warranted because their elections to the			
5.1.7	Reelect Jean-Philippe Rochat as Director	For	Against		
	Blended Rationale: A vote AGAINST non-independent director	is warranted since the board is less than 1/3 independent.			
5.2.1	Reappoint Claude Cornaz as Member of the Compensation Committee	For	Against		
	to a lack of concerns. Votes AGAINST the non-independent no Fritschi, and Jean-Philippe Rochat are warranted due to the fa AGAINST Urs Kaufmann is warranted because he holds an ex- incumbent Nominating Committee chair Rudolf Fischer are wa	ressive number of mandates at listed companies. Votes AGAINST viranted for lack of gender diversity on the board. Compensation voposed nominees are warranted because their elections to the			
5.2.2	Reappoint Rudolf Fischer as Member of the Compensation Committee	For	Against		
	to a lack of concerns. Votes AGAINST the non-independent no Fritschi, and Jean-Philippe Rochat are warranted due to the fa AGAINST Urs Kaufmann is warranted because he holds an exc incumbent Nominating Committee chair Rudolf Fischer are wa	cessive number of mandates at listed companies.Votes AGAINST viranted for lack of gender diversity on the board.Compensation voposed nominees are warranted because their elections to the			
5.2.3	Reappoint Richard Fritschi as Member of the Compensation Committee	For	Against		
	to a lack of concerns. Votes AGAINST the non-independent no Fritschi, and Jean-Philippe Rochat are warranted due to the fa AGAINST Urs Kaufmann is warranted because he holds an ex- incumbent Nominating Committee chair Rudolf Fischer are wa	cessive number of mandates at listed companies.Votes AGAINST vranted for lack of gender diversity on the board.Compensation coposed nominees are warranted because their elections to the			
5.3	Designate Proxy Voting Services GmbH as Independent Proxy	For	For		
5.4	Ratify Ernst & Young AG as Auditors	For	For		

Date range covered: 04/01/2021 to 04/30/2021

# **Vetropack Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
6	Transact Other Business (Voting)	For	Against
	Blended Rationale: A vote AGAINST is warranted because:- This item concerns a		

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

### **Walliser Kantonalbank**

Meeting Date: 04/21/2021 Country: Switzerland

Meeting Type: Annual Ticker: WKBN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Management Proposals		
1	Open Meeting (Non-Voting)		
2	Receive President's Speech (Non-Voting)		
3	Elect Vote Counter (Non-Voting)		
4	Receive Report of the Group Management and Auditor's Report (Non-Voting)		
5	Accept Financial Statements and Statutory Reports	For	For
6.1	Approve Allocation of Income and Dividends of CHF 3.35 per Share	For	For
	Shareholder Proposals Submitted by Daniele Papilloud		
6.2	Approve Allocation of Income and Dividends of CHF 4.00 per Share	None	Against
	Management Proposals		
7	Approve Discharge of Board and Senior Management	For	For
	Reelection of Representatives of the Majority Shareholder		
8.1.1	Reelect Jean-Albert Ferrez as Director	For	For
	Blended Rationale: Votes AGAINST the proposed nominees are warranted because the new director candidates.	se the company failed to disclose the names of	
8.1.2	Reelect Pierre-Alain Grichting as Director	For	For
8.1.3	Reelect Pascal Indermitte as Director	For	For
8.1.4	Reelect Sandra Lathion as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **Walliser Kantonalbank**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
8.2.1	Elect Patrick Heritier as Director	For	For
8.2.2	Elect Edgar Jeitziner as Director	For	For
8.2.3	Elect Anja Guelpa as Director	For	For
	Reelection of Representatives of the Minority Shareholder		
8.3	Reelect Gabriel Decaillet as Director	For	For
	Blended Rationale: Votes AGAINST the proposed nominees are warranted becauthe new director candidates	se the company failed to disclose the names of	
8.4.1	Elect Serge Metrailler as Director	For	For
8.4.2	Elect Xavier Moret as Director	For	For
9.1	Elect Pierre-Alain Grichting as Board Chairman	For	For
9.2	Elect Gabriel Decaillet as Vice Chairman	For	For
10	Ratify Deloitte SA as Auditors	For	For
11	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these any new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

## **Zhejiang Expressway Co., Ltd.**

Meeting Date: 04/21/2021 Country: China

Meeting Type: Annual

Ticker: 576

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve 2020 Report of the Directors	For	For
2	Approve 2020 Report of the Supervisory Committee	For	For
3	Approve 2020 Audited Financial Statements	For	For
4	Approve 2020 Final Dividend	For	For
5	Approve 2020 Final Accounts and 2021 Financial Budget	For	Against

Blended Rationale: A vote AGAINST is warranted due to lack of disclosure.

Date range covered: 04/01/2021 to 04/30/2021

## **Zhejiang Expressway Co., Ltd.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
6	Approve Deloitte Touche Tohmatsu Certified Public Accountants Hong Kong as Hong Kong Auditor and Authorize Board to Fix Their Remuneration	For	For
7	Approve Pan China Certified Public Accountants as PRC Auditor and Authorize Board to Fix Their Remuneration	For	For
8	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights for H Shares and Related Transactions	For	Against

Blended Rationale: A vote AGAINST the share issuance request is warranted given the issuance of H share would cause the aggregate H share issuance limit to exceed 10 percent of the relevant class of shares and the company has not specified the discount limit.

## **AGCO Corporation**

Meeting Date: 04/22/2021

Country: USA

Meeting Type: Annual

Ticker: AGCO

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Roy V. Armes	For	For
1.2	Elect Director Michael C. Arnold	For	For
1.3	Elect Director Sondra L. Barbour	For	For
1.4	Elect Director P. George Benson	For	For
1.5	Elect Director Suzanne P. Clark	For	For
1.6	Elect Director Bob De Lange	For	For
1.7	Elect Director Eric P. Hansotia	For	For
1.8	Elect Director George E. Minnich	For	For
1.9	Elect Director Mallika Srinivasan	For	For
1.10	Elect Director Matthew Tsien	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify KPMG LLP as Auditor	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **AGNC Investment Corp.**

Meeting Date: 04/22/2021

Country: USA

Meeting Type: Annual

Ticker: AGNC

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Donna J. Blank	For	For
1b	Elect Director Morris A. Davis	For	For
1c	Elect Director John D. Fisk	For	For
1d	Elect Director Prue B. Larocca	For	For
1e	Elect Director Paul E. Mullings	For	For
1f	Elect Director Frances R. Spark	For	For
1g	Elect Director Gary D. Kain	For	For
2	Amend Omnibus Stock Plan	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
4	Ratify Ernst & Young LLP as Auditors	For	For

### **Akzo Nobel NV**

Meeting Date: 04/22/2021

Country: Netherlands

Meeting Type: Annual

Ticker: AKZA

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda		
1	Open Meeting		
2.a	Receive Report of Management Board (Non-Voting)		
3.a	Adopt Financial Statements	For	For
3.b	Discuss on the Company's Dividend Policy		
3.c	Approve Dividends of EUR 1.95 Per Share	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Akzo Nobel NV**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
3.d	Approve Remuneration Report	For	Against	
	Blended Rationale: A vote AGAINST is warranted because:- The against the ROI target (>20%) communicated in February 2020, performance period was 25%, without this changed consideratio compelling rationale; and- The company has not disclosed the personal plan, in deviation of SRD II disclosure requirements.	rt of the vied by a		
4.a	Approve Discharge of Management Board	For	For	
4.b	Approve Discharge of Supervisory Board	For	For	
5.a	Amend Remuneration Policy for Management Board	For	For	
5.b	Amend Remuneration Policy for Supervisory Board	For	For	
6.a	Reelect T.F.J. Vanlancker to Management Board	For	For	
7.a	Reelect P.W. Thomas to Supervisory Board	For	For	
8.a	Grant Board Authority to Issue Shares Up to 10 Percent of Issued Capital	For	For	
8.b	Authorize Board to Exclude Preemptive Rights from Share Issuances	For	For	
9	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For	
10	Authorize Cancellation of Repurchased Shares	For	For	
11	Close Meeting			

## **AutoNation, Inc.**

Meeting Date: 04/22/2021 Country: USA

Meeting Type: Annual

Ticker: AN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct
1a	Elect Director Mike Jackson	For	For
1b	Elect Director Rick L. Burdick	For	For
	Blended Rationale: A vote AGAINST is warranted for Compensation Committee members Rick Burdick, Steven Gerard, and G.  Mike Mikan. The company paid a large severance to the former CEO after her resignation following months of leave of absence due to health reasons without providing a compelling rationale. A vote FOR the director nominees is warranted.		
1c	Elect Director David B. Edelson	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **AutoNation, Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructio
1d	Elect Director Steven L. Gerard	For	For
	Blended Rationale: A vote AGAINST is warranted for Compensation Committee members Rick Burdick, Steven Gerard, and G.  Mike Mikan. The company paid a large severance to the former CEO after her resignation following months of leave of absence due to health reasons without providing a compelling rationale. A vote FOR the director nominees is warranted.		
1e	Elect Director Robert R. Grusky	For	For
1f	Elect Director Norman K. Jenkins	For	For
1g	Elect Director Lisa Lutoff-Perlo	For	For
1h	Elect Director G. Mike Mikan	For	For
	•	pensation Committee members Rick Burdick, Steven Gerard, an ormer CEO after her resignation following months of leave of a onale.A vote FOR the director nominees is warranted.	
1i	Elect Director Jacqueline A. Travisano	For	For
2	Ratify KPMG LLP as Auditor	For	For
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## **Avery Dennison Corporation**

Meeting Date: 04/22/2021

Country: USA

Meeting Type: Annual

Ticker: AVY

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Bradley A. Alford	For	For
1b	Elect Director Anthony K. Anderson	For	For
1c	Elect Director Mark J. Barrenechea	For	For
1d	Elect Director Mitchell R. Butier	For	For
1e	Elect Director Ken C. Hicks	For	For
1f	Elect Director Andres A. Lopez	For	For
1g	Elect Director Patrick T. Siewert	For	For
1h	Elect Director Julia A. Stewart	For	For
1i	Elect Director Martha N. Sullivan	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Avery Dennison Corporation**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3	Ratify PricewaterhouseCoopers LLP as Auditors	For	For

## **Bank Linth LLB AG**

Meeting Date: 04/22/2021

Country: Switzerland

Meeting Type: Annual

Ticker: LINN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructi
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Allocation of Income and Dividends of CHF 10.00 per Share	For	For
3	Approve Discharge of Board and Senior Management	For	For
4	Amend Articles Re: Virtual AGM	For	Against
	Blended Rationale: A precautionary vote AGAINST the propose virtual-only meetings on a permanent basis, and there is no co format in more normal circumstances. It is further recommende shareholder representation by proxy voters comes with potential	mmitment that the company would return to a physical or od to refer to the non-voting Item 7 in this report, indicatin	hybrid
5.1	Elect Urs Mueller as Director, Board Chairman and as Member of the Compensation Committee	For	For
5.2	Elect Gabriel Brenna as Director	For	For
5.3	Elect Karin Diedenhofen as Director and as Member of the Compensation Committee	For	For
5.4	Elect Christoph Reich as Director	For	For
5.5	Elect Ralph Siegl as Director and as Member of the Compensation Committee	For	For
5.6	Designate Ernst & Young AG as Independent Proxy	For	For
5.7	Ratify KPMG AG as Auditors	For	For
6.1	Approve Remuneration of Directors in the Amount of CHF 450,000	For	Against
	Blended Rationale: A vote AGAINST this resolution is warranted	d because non-executive directors receive retirement bene	fits.
6.2.1	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 2 Million	For	For
6.2.2	Approve Variable Remuneration of Executive Committee in the Amount of CHF 420,000	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **Bank Linth LLB AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these any new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

### **Bouygues SA**

Meeting Date: 04/22/2021 Country: France

Meeting Type: Annual/Special

Ticker: EN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Ordinary Business		
1	Approve Financial Statements and Statutory Reports	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	For	For
3	Approve Allocation of Income and Dividends of EUR 1.70 per Share	For	For
4	Approve Auditors' Special Report on Related-Party Transactions	For	Against
	Blended Rationale: A vote AGAINST this proposal is warranted SCDM and Bouygues constitute an externalization of the remunt the best practices in terms of governance.		
5	Approve Remuneration Policy of Executive Corporate Officers	For	For
6	Approve Remuneration Policy of Directors	For	For
7	Approve Compensation Report of Corporate Officers	For	For
8	Approve Compensation of Martin Bouygues, Chairman and CEO	For	Against

Blended Rationale: A vote AGAINST the remuneration report for Martin Bouygues is warranted as:- The final payouts for most financial criteria of the STI are not null as the lower thresholds were decreased through an update of the remuneration policy voted during the general meeting of Sept. 4, 2020;- The compensation effect between criteria of the performance conditions, generates a payout at maximum, despite a negative evolution of several criteria during the closed exercise and most criteria being below target level.

Date range covered: 04/01/2021 to 04/30/2021

## **Bouygues SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
9	Approve Compensation of Olivier Bouygues, Vice-CEO	For	Against
	Blended Rationale: A vote AGAINST the remuneration report for financial criteria of the STI are not null as the lower thresholds voted during the general meeting of Sept. 4, 2020;- The compegenerates a payout at maximum, despite a negative evolution of being below target level.	were decreased through an update of the remuneration pensation effect between criteria of the performance condi	policy tions,
10	Approve Compensation of Philippe Marien, Vice-CEO	For	For
11	Approve Compensation of Olivier Roussat, Vice-CEO	For	Against
	Blended Rationale: A vote AGAINST the remuneration report for financial criteria of the STI are not null as the lower thresholds voted during the general meeting of Sept. 4, 2020;- The compegenerates a payout at maximum, despite a negative evolution of being below target level.	policy tions,	
12	Reelect Martin Bouygues as Director	For	For
13	Elect Pascaline de Dreuzy as Director	For	For
14	Renew Appointment of Ernst & Young Audit as Auditor	For	For
15	Authorize Repurchase of Up to 5 Percent of Issued Share Capital	For	Against
	Blended Rationale: A vote AGAINST the authorization to repurc warranted as it could be used during a takeover period.	hase of up to 5 percent of the issued share capital during	is
	Extraordinary Business		
16	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	For	For
17	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 150 Million	For	Against
	Blended Rationale: Votes AGAINST the authorizations under Ite explicitly excluded during a takeover period Votes AGAINST the Items 19, 20, 22, 24 and 25 are warranted as the proposed voi authorization. A vote AGAINST Item 21 is warranted as the proposed void authorization.	proposed capital issuance without preemptive rights und ume exceeds the recommended 10-percent limit for such	der
18	Authorize Capitalization of Reserves of Up to EUR 4 Billion for Bonus Issue or Increase in Par Value	For	For
19	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 85 Million	For	Against

Items 19, 20, 22, 24 and 25 are warranted as the proposed volume exceeds the recommended 10-percent limit for such

authorization. A vote AGAINST Item 21 is warranted as the proposed discount exceeds the 10-percent limit.

Date range covered: 04/01/2021 to 04/30/2021

## **Bouygues SA**

20			
	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 75 Million	For	Against
	Blended Rationale: Votes AGAINST the authorizations under It explicitly excluded during a takeover period. Votes AGAINST the Items 19, 20, 22, 24 and 25 are warranted as the proposed wathorization. A vote AGAINST Item 21 is warranted as the proposed warranted as the proposed was sufficient to the proposed was authorized to the proposed was also account to the p	olume exceeds the recommended 10-percent limit for such	
21	Authorize Board to Set Issue Price for 10 Percent Per Year of Issued Capital Pursuant to Issue Authority without Preemptive Rights	For	Against
	Blended Rationale: Votes AGAINST the authorizations under It explicitly excluded during a takeover period. Votes AGAINST the Items 19, 20, 22, 24 and 25 are warranted as the proposed wauthorization. A vote AGAINST Item 21 is warranted as the proposed was authorization.	olume exceeds the recommended 10-percent limit for such	
22	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Above	For	Against
	Blended Rationale: Votes AGAINST the authorizations under It explicitly excluded during a takeover period. Votes AGAINST the Items 19, 20, 22, 24 and 25 are warranted as the proposed wathorization. A vote AGAINST Item 21 is warranted as the processing the proposed was authorization.	olume exceeds the recommended 10-percent limit for such	
23	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	For	Against
	Blended Rationale: Votes AGAINST the authorizations under It explicitly excluded during a takeover period. Votes AGAINST the Items 19, 20, 22, 24 and 25 are warranted as the proposed wathorization. A vote AGAINST Item 21 is warranted as the proposed was the proposed warranted as the proposed warranted as the proposed was authorization.	olume exceeds the recommended 10-percent limit for such	
24	Authorize Capital Increase of Up to EUR 85 Million for Future Exchange Offers	For	Against
	Blended Rationale: Votes AGAINST the authorizations under It explicitly excluded during a takeover period. Votes AGAINST the Items 19, 20, 22, 24 and 25 are warranted as the proposed wathorization. A vote AGAINST Item 21 is warranted as the proposed warranted as the proposed was authorization.	olume exceeds the recommended 10-percent limit for such	
25	Authorize Issuance of Equity upon Conversion of a Subsidiary's Equity-Linked Securities for up to EUR 85 Million	For	Against
	Blended Rationale: Votes AGAINST the authorizations under It explicitly excluded during a takeover period. Votes AGAINST the Items 19, 20, 22, 24 and 25 are warranted as the proposed wathorization. A vote AGAINST Item 21 is warranted as the pro-	olume exceeds the recommended 10-percent limit for such	
26	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	For	For
27	Authorize up to 2 Percent of Issued Capital	For	Against

Blended Rationale: A vote AGAINST this resolution is warranted because:- No information is available on the existence of performance conditions.- The vesting period is not disclosed.- The performance period is not disclosed.- The burn rate exceeds the sector cap, and there is no public commitment from the company to address this issue.

Date range covered: 04/01/2021 to 04/30/2021

#### **Bouygues SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
28	Authorize up to 1 Percent of Issued Capital for Use in Restricted Stock Plans	For	Against
	Blended Rationale: A vote AGAINST this resolution is warranted performance conditions The vesting period is not sufficiently lo equal to three years The burn rate exceeds the sector cap, and this issue.	ng-term oriented The performance period is less th	ian or
29	Authorize up to 0.125 Percent of Issued Capital for Use in Restricted Stock Plans Reserved for Retirement	For	For
30	Authorize Board to Issue Free Warrants with Preemptive Rights During a Public Tender Offer	For	Against
	Blended Rationale: A vote AGAINST this form of antitakeover me	echanism is warranted.	
31	Amend Article 13 of Bylaws Re: Chairman's Age Limit	For	For
32	Authorize Filing of Required Documents/Other Formalities	For	For

## **Brembo SpA**

Meeting Date: 04/22/2021

Country: Italy

Meeting Type: Annual/Special

Ticker: BRE

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Ordinary Business		
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Allocation of Income	For	For
3	Receive Consolidated Financial Statements and Statutory Reports (Non-Voting)		
4	Receive Consolidated Non-Financial Statements and Statutory Reports (Non-Voting)		
5	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	For	For
6.1	Approve Remuneration Policy	For	Against

Blended Rationale: A vote AGAINST the remuneration policy is recommended due to a lack of disclosure on key features of the ongoing long-term incentive plan. As the plan is cash-based, shareholders are not called to approve it under a separate item. Missing retrospective information on lapsed LTIP does not mitigate concerns.

Date range covered: 04/01/2021 to 04/30/2021

## **Brembo SpA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
6.2	Approve Second Section of the Remuneration Report	For	Against
	Blended Rationale: This item warrants a vote AGAINST because: citing the effects of the COVID-19 pandemic, and paid above tarn non-performance-based bonuses, such as EUR 0.5 million to the	n policy,	
7	Approve Auditors and Authorize Board to Fix Their Remuneration	For	For
	Extraordinary Business		
1.1	Amend Article 4 Re: Corporate Purpose	For	For
1.2	Amend Article 1 Re: Company Name	For	For
Α	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	None	Against
	Blended Rationale: This item warrants a vote AGAINST due to th	e lack of disclosure regarding the proposed deliberatio	n.

# **Cembra Money Bank AG**

Meeting Date: 04/22/2021

Country: Switzerland

Meeting Type: Annual

Ticker: CMBN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Remuneration Report	For	For
3	Approve Allocation of Income and Dividends of CHF 3.75 per Share	For	For
4	Approve Discharge of Board and Senior Management	For	For
5.1.1	Reelect Felix Weber as Director	For	For
5.1.2	Reelect Urs Baumann as Director	For	For
5.1.3	Reelect Thomas Buess as Director	For	For
5.1.4	Reelect Denis Hall as Director	For	For
5.1.5	Reelect Monica Maechler as Director	For	For
5.2.1	Elect Martin Blessing as Director	For	For
5.2.2	Elect Susanne Kloess-Braekler as Director	For	For
5.3	Reelect Felix Weber as Board Chairman	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Cembra Money Bank AG**

	Reappoint Urs Baumann as Member of the Compensation and Nomination Committee	For	For
	Appoint Martin Blessing as Member of the Compensation and Nomination Committee	For	For
	Blended Rationale: We remain comfortable with the independence leventing the first of this, we are supporting the director appointments to the con		
	Appoint Susanne Kloess-Braekler as Member of the Compensation and Nomination Committee	For	For
	Blended Rationale: We remain comfortable with the independence leven In light of this, we are supporting the director appointments to the col		
5.5	Designate Keller KLG as Independent Proxy	For	For
5.6	Ratify KPMG AG as Auditors	For	For
	Approve Renewal of CHF 3 Million Pool of Authorized Share Capital without Preemptive Rights	For	For
	Approve Remuneration of Directors in the Amount of CHF 1.5 Million	For	For
	Approve Fixed and Variable Remuneration of Executive Committee in the Amount of CHF 6.4 Million	For	For
8	Transact Other Business (Voting)	For	Against

the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

#### Cia de Saneamento do Parana

Meeting Date: 04/22/2021 Country: Brazil

Meeting Type: Special

Ticker: SAPR4

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Elect Roberval Vieira as Eligibility Committee Member	For	For
2	Elect Fabio Leandro Tokars as Eligibility Committee Member	For	For
3	Elect Robson Augusto Pascoallini as Eligibility Committee Member	For	For
4	Elect Joao Biral Junior as Eligibility Committee Member	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### Cia de Saneamento do Parana

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5	Elect Valquiria Aparecida de Carvalho as Eligibility Committee Member	For	For
6	Elect Thais Cercal Dalmina Losso as Eligibility Committee Member	For	For
7	Amend Articles	For	For

### Cia de Saneamento do Parana

Meeting Date: 04/22/2021 Country: Brazil

Meeting Type: Annual

Ticker: SAPR4

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Meeting for Preferred Shareholders		
1	Elect Joisa Campanher Dutra Saraiva as Director Appointed by Preferred Shareholder	None	For
2	In Case Neither Class of Shares Reaches the Minimum Quorum Required by the Brazilian Corporate Law to Elect a Board Representative in Separate Elections, Would You Like to Use Your Votes to Elect the Candidate with More Votes to Represent Both Classes?	None	For
3	Elect Paulo Roberto Franceschi as Fiscal Council Member and Ricardo Bertucci as Alternate Appointed by Preferred Shareholder	None	For

#### Cia de Saneamento do Parana

Meeting Date: 04/22/2021 Country: Brazil

Meeting Type: Annual

Ticker: SAPR4

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Meeting for Holders of Units		
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For
2	Approve Allocation of Income and Dividends	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### Cia de Saneamento do Parana

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct
3	Approve Remuneration of Company's Management and Fiscal Council	For	Against
	Blended Rationale: A vote AGAINST this proposal is warranted key remuneration figures.	because the company's disclosure lacks transparency re	regarding
4	Elect Joisa Campanher Dutra Saraiva as Director Appointed by Preferred Shareholder	None	For
	Blended Rationale: A vote FOR this proposal is warranted becabiographical information on the minority shareholder nominee, nominees; and- There are no known concerns regarding the p	:- There is no indication of competing minority ordinary	
5	In Case Neither Class of Shares Reaches the Minimum Quorum Required by the Brazilian Corporate Law to Elect a Board Representative in Separate Elections, Would You Like to Use Your Votes to Elect the Candidate with More Votes to Represent Both Classes?	None	For
	Blended Rationale: A vote FOR this proposal is warranted becausestablishing a separate election for a minority board representative board level.	•	
6.1	Elect Ricardo Cansian Netto as Fiscal Council Member and Joao Elias de Oliveira as Alternate	For	Abstain
	Blended Rationale: An ABSTAIN vote recommendation is warraminority shareholders to concentrate their votes on the election and this meeting agenda.	· · · · · · · · · · · · · · · · · · ·	
6.2	Elect Luis Otavio Dias da Fonseca as Fiscal Council Member and Daniel Ricardo Andreatta Filho as Alternate	For	Abstain
	Blended Rationale: An ABSTAIN vote recommendation is warraminority shareholders to concentrate their votes on the election Item 7 of this meeting agenda.	-	
6.3	Elect Laerzio Chiesorin Junior as Fiscal Council Member and Enzo Molinari as Alternate	For	Abstain
	Blended Rationale: An ABSTAIN vote recommendation is warraminority shareholders to concentrate their votes on the election Item 7 of this meeting agenda.	_	
7	Elect Marco Antonio Mayer Foletto as Fiscal Council Member and Gilberto Carlos Monticelli as Alternate Appointed by Minority Shareholder	None	For

Blended Rationale: A vote FOR this item is warranted because:- The names of the fiscal council nominee and alternate appointed by minority shareholders have been disclosed;- There is no indication of competing minority ordinary nominees; and-There are no known concerns regarding the proposed minority nominees. Institutional shareholders should provide explicit voting instructions if they seek to elect a specific candidate.

Date range covered: 04/01/2021 to 04/30/2021

### Cia de Saneamento do Parana

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
8	Elect Paulo Roberto Franceschi as Fiscal Council Member and Ricardo Bertucci as Alternate Appointed by Preferred Shareholder	None	For
	Blended Rationale: A vote FOR this item is warranted because:- The names of the appointed by minority preferred shareholders have been disclosed;- There is no in nominees; and- There are no known concerns regarding the proposed minority names.	ndication of competing minority preferred	
9	Keep Diario Oficial do Estado do Parana, Folha de Londrina, and Valor Economico as the Newspapers to Publish Company's Legal Announcements	For	For

## **Citizens Financial Group, Inc.**

Meeting Date: 04/22/2021

Country: USA

Meeting Type: Annual

Ticker: CFG

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

Date range covered: 04/01/2021 to 04/30/2021

### **COMET Holding AG**

Meeting Date: 04/22/2021 Country: Switzerland

Meeting Type: Annual Ticker: COTN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Allocation of Income and Dividends of CHF 1.30 per Share	For	For
3	Approve Discharge of Board and Senior Management	For	For
4.1	Reelect Heinz Kundert as Director	For	For
4.2	Reelect Gian-Luca Bona as Director	For	For
4.3	Reelect Mariel Hoch as Director	For	For
4.4	Reelect Patrick Jany as Director	For	For
4.5	Elect Tosja Zywietz as Director	For	For
4.6	Elect Thilo von Selchow as Director	For	For
4.7	Reelect Heinz Kundert as Board Chairman	For	For
5.1	Reappoint Mariel Hoch as Member of the Compensation Committee	For	For
5.2	Appoint Thilo von Selchow as Member of the Compensation Committee	For	For
6	Designate Patrick Glauser as Independent Proxy	For	For
7	Ratify Ernst & Young AG as Auditors	For	For
8.1	Approve Remuneration of Directors in the Amount of CHF 800,000	For	For
8.2	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 3.5 Million	For	For
8.3	Approve Variable Remuneration of Executive Committee in the Amount of CHF 598,538	For	For
8.4	Approve Remuneration Report	For	For
9	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

Date range covered: 04/01/2021 to 04/30/2021

## **Crown Holdings, Inc.**

Meeting Date: 04/22/2021

Country: USA

Meeting Type: Annual

Ticker: CCK

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
1.1	Elect Director John W. Conway	For	For
1.2	Elect Director Timothy J. Donahue	For	For
1.3	Elect Director Richard H. Fearon	For	For
1.4	Elect Director Andrea J. Funk	For	For
1.5	Elect Director Stephen J. Hagge	For	For
1.6	Elect Director Rose Lee	For	For
1.7	Elect Director James H. Miller	For	For
1.8	Elect Director Josef M. Muller	For	For
1.9	Elect Director B. Craig Owens	For	For
1.10	Elect Director Caesar F. Sweitzer	For	For
1.11	Elect Director Jim L. Turner	For	For
1.12	Elect Director William S. Urkiel	For	For
1.13	Elect Director Dwayne A. Wilson	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

#### **Dexus**

Meeting Date: 04/22/2021

Country: Australia

Meeting Type: Special

Ticker: DXS

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Unstapling of the Units in DXO, DDF, DIT and DOT Pursuant to Each of Their Constitutions	For	For
2	Approve Amendments to the Constitutions	For	For
3	Approve Simplification for All Purposes	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **DiaSorin SpA**

Meeting Date: 04/22/2021

Country: Italy

Meeting Type: Annual/Special

Ticker: DIA

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruc	
	Ordinary Business			
1.1	Accept Financial Statements and Statutory Reports	For	For	
1.2	Approve Allocation of Income	For	For	
2.1	Approve Remuneration Policy	For	Against	
2.2	Blended Rationale: A vote AGAINST the remuneration policy is recommended due to a lack of disclosure on key features of the ongoing long-term incentive plan. As the plan is cash-based, shareholders are not called to approve it under a separate item.  Missing retrospective information on lapsed LTIP does not mitigate concerns.  Approve Second Section of the Remuneration For For			
	Report			
3	Approve Stock Option Plan	For	For	
4	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	For	For	
	Extraordinary Business			
1	Amend Company Bylaws: Articles 3, 8, 9-bis, 11 and 18	For	For	
Α	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	None	Against	

Blended Rationale: This item warrants a vote AGAINST due to the lack of disclosure regarding the proposed deliberation.

### **Edison International**

Meeting Date: 04/22/2021

Country: USA

Meeting Type: Annual

Ticker: EIX

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Jeanne Beliveau-Dunn	For	For
1b	Elect Director Michael C. Camunez	For	For
1c	Elect Director Vanessa C.L. Chang	For	For
1d	Elect Director James T. Morris	For	For
1e	Elect Director Timothy T. O'Toole	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Edison International**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1f	Elect Director Pedro J. Pizarro	For	For
1g	Elect Director Carey A. Smith	For	For
1h	Elect Director Linda G. Stuntz	For	For
1i	Elect Director William P. Sullivan	For	For
1j	Elect Director Peter J. Taylor	For	For
1k	Elect Director Keith Trent	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
4	Approve Qualified Employee Stock Purchase Plan	For	For
5	Amend Proxy Access Right	Against	For

Blended Rationale: A vote FOR this proposal is warranted as the proposed elimination of the 20-shareholder aggregation limit would improve the company's existing proxy access right for shareholders.

### **Eurofins Scientific SE**

Meeting Date: 04/22/2021 Country: Luxembourg

Meeting Type: Annual/Special

Ticker: ERF

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda		
1	Receive and Approve Board's Reports	For	For
2	Receive and Approve Director's Special Report Re: Operations Carried Out Under the Authorized Capital Established	For	For
3	Receive and Approve Auditor's Reports	For	For
4	Approve Consolidated Financial Statements and Statutory Reports	For	For
5	Approve Financial Statements	For	For
6	Approve Allocation of Income	For	For
7	Approve Discharge of Directors	For	For
8	Approve Discharge of Auditors	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Eurofins Scientific SE**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
9	Approve Remuneration Report	For	Against	
	Blended Rationale: A vote AGAINST is warranted, because:- there is a cleperformance alignments as the company has not disclosed the target level achievement relative to set targets for STI and LTI The company operates (stock options, free shares, warrants), of which one type of award is not	els of performance metrics nor the level of tes LTI plans resulting in three different LTI awards		
10	Reelect Pascal Rakovsky as Director	For	For	
11	Elect Ivo Rauh as Director	For	For	
12	Elect Evie Roos as Director	For	For	
13	Renew Appointment of Deloitte Audit as Auditor	For	For	
14	Approve Remuneration of Directors	For	For	
15	Acknowledge Information on Repurchase Program	For	For	
16	Authorize Board to Ratify and Execute Approved Resolutions	For	For	
	Special Meeting Agenda			
1	Increase Authorized Share Capital and Amend Articles of Association	For	Against	
	Blended Rationale: A vote AGAINST is warranted as the proposal to increappears to be excessive, and does not respect shareholders' interests.	ase authorized share capital without preemptive rights		
2	Approve Creation of Class C Beneficiary Units and Amend Articles of Association	For	Against	
	Blended Rationale: A vote AGAINST this item is warranted because the creation of class C beneficiary units deviates from the one-share-one-vote principle, because loyal shareholders get an additional loyalty share that has one vote.			
3	Amend Articles 15.3, 16.3, and 21 of the Articles of Association	For	For	
4	Authorize Board to Ratify and Execute Approved Resolutions	For	For	

## Flughafen Zuerich AG

Meeting Date: 04/22/2021

Country: Switzerland

Meeting Type: Annual

Ticker: FHZN

Proposal		Vote	
Number Proposal Text	Mgmt Rec	Instruction	

- Receive Financial Statements and Statutory Reports (Non-Voting)
- 2 Receive Auditor's Report (Non-Voting)

Date range covered: 04/01/2021 to 04/30/2021

## Flughafen Zuerich AG

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3	Accept Financial Statements and Statutory Reports	For	For
4	Approve Remuneration Report (Non-Binding)	For	For
5	Approve Discharge of Board of Directors	For	For
6	Approve Allocation of Income and Omission of Dividends	For	For
7.1	Approve Remuneration of Board of Directors in the Amount of CHF 1.7 Million	For	For
7.2	Approve Remuneration of Executive Committee in the Amount of CHF 5.5 Million	For	For
8.1.1	Reelect Guglielmo Brentel as Director	For	For
8.1.2	Reelect Josef Felder as Director	For	For
8.1.3	Reelect Stephan Gemkow as Director	For	For
8.1.4	Reelect Corine Mauch as Director	For	Against
	Corine Mauch, are warranted because of the failure to establish a majority-indeped Andreas Schmid as board chairman is also warranted. Votes FOR the independent Stephan Gemkow are warranted due to a lack of concerns. Committee elections (Innon-independent nominees Vincent Albers, Eveline Saupper, and Andreas Schmid insufficient committee independence. A vote FOR the independent nominee Guglie	directors Guglielmo Brentel, Josef Felder, and Items 8.3.1-8.3.4)Votes AGAINST the I (non-voting member) are warranted due to elmo Brentel is warranted.	
8.1.5	Reelect Andreas Schmid as Director	For	Against
	Blended Rationale: Board elections (Items 8.1.1-8.2)Votes AGAINST the non-indecorine Mauch, are warranted because of the failure to establish a majority-indeped Andreas Schmid as board chairman is also warranted. Votes FOR the independent Stephan Gemkow are warranted due to a lack of concerns. Committee elections (Inon-independent nominees Vincent Albers, Eveline Saupper, and Andreas Schmid insufficient committee independence. A vote FOR the independent nominee Guglie	endent board.As a result, a vote AGAINST directors Guglielmo Brentel, Josef Felder, and litems 8.3.1-8.3.4)Votes AGAINST the d (non-voting member) are warranted due to	
8.2	Elect Andreas Schmid as Board Chairman	For	Against
	Blended Rationale: Board elections (Items 8.1.1-8.2)Votes AGAINST the non-inde Corine Mauch, are warranted because of the failure to establish a majority-indepe Andreas Schmid as board chairman is also warranted. Votes FOR the independent Stephan Gemkow are warranted due to a lack of concerns. Committee elections (I non-independent nominees Vincent Albers, Eveline Saupper, and Andreas Schmid insufficient committee independence. A vote FOR the independent nominee Guglie	endent board.As a result, a vote AGAINST directors Guglielmo Brentel, Josef Felder, and Items 8.3.1-8.3.4)Votes AGAINST the I (non-voting member) are warranted due to	
8.3.1	Appoint Vincent Albers as Member of the Nomination and Compensation Committee	For	Against
	Blended Rationale: Board elections (Items 8.1.1-8.2)Votes AGAINST the non-inde Corine Mauch, are warranted because of the failure to establish a majority-indepe Andreas Schmid as board chairman is also warranted. Votes FOR the independent Stephan Gemkow are warranted due to a lack of concerns. Committee elections (I non-independent nominees Vincent Albers, Eveline Saupper, and Andreas Schmid insufficient committee independence. A vote FOR the independent nominee Guglie	ndent board.As a result, a vote AGAINST directors Guglielmo Brentel, Josef Felder, and ttems 8.3.1-8.3.4)Votes AGAINST the d (non-voting member) are warranted due to	
8.3.2	Appoint Guglielmo Brentel as Member of the Nomination and Compensation Committee	For	For

Date range covered: 04/01/2021 to 04/30/2021

## Flughafen Zuerich AG

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
8.3.3	Appoint Eveline Saupper as Member of the Nomination and Compensation Committee	For	Against	
	Blended Rationale: Board elections (Items 8.1.1-8.2)Votes AGAINST the non-independent nominees, Andreas Schmid and Corine Mauch, are warranted because of the failure to establish a majority-independent board. As a result, a vote AGAINST Andreas Schmid as board chairman is also warranted. Votes FOR the independent directors Guglielmo Brentel, Josef Felder, and Stephan Gemkow are warranted due to a lack of concerns. Committee elections (Items 8.3.1-8.3.4)Votes AGAINST the non-independent nominees Vincent Albers, Eveline Saupper, and Andreas Schmid (non-voting member) are warranted due to insufficient committee independence. A vote FOR the independent nominee Guglielmo Brentel is warranted.			
8.3.4	Appoint Andreas Schmid as Non-Voting Member of the Nomination and Compensation Committee	For	Against	
	Blended Rationale: Board elections (Items 8.1.1-8.2)Votes AGAINST the non-independent nominees, Andreas Schmid and Corine Mauch, are warranted because of the failure to establish a majority-independent board. As a result, a vote AGAINST Andreas Schmid as board chairman is also warranted. Votes FOR the independent directors Guglielmo Brentel, Josef Felder, and Stephan Gemkow are warranted due to a lack of concerns. Committee elections (Items 8.3.1-8.3.4)Votes AGAINST the non-independent nominees Vincent Albers, Eveline Saupper, and Andreas Schmid (non-voting member) are warranted due to insufficient committee independence. A vote FOR the independent nominee Guglielmo Brentel is warranted.			
8.4	Designate Marianne Sieger as Independent Proxy	For	For	
8.5	Ratify Ernst & Young AG as Auditors	For	For	
9	Transact Other Business (Voting)	For	Against	

## **Gecina SA**

Meeting Date: 04/22/2021 Country: France

best interest to vote against this item on a precautionary basis.

Meeting Type: Annual

Ticker: GFC

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Ordinary Business		
1	Approve Financial Statements and Statutory Reports	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	For	For
3	Approve Transfer of Revaluation Surplus of Transferred Assets to Specific Reserves Account	For	For
4	Approve Allocation of Income and Dividends of EUR 5.30 per Share	For	For
5	Approve Stock Dividend Program	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Gecina SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
6	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transaction	For	For
7	Approve Remuneration of Directors in the Aggregate Amount of EUR 700,000	For	For
8	Approve Compensation of Corporate Officers	For	For
9	Approve Compensation of Bernard Carayon, Chairman of the Board Until Apr. 23, 2020	For	For
10	Approve Compensation of Jerome Brunel, Chairman of the Board Since Apr. 23, 2020	For	For
11	Approve Compensation of CEO	For	For
12	Approve Remuneration Policy of Board Members	For	For
13	Approve Remuneration Policy of Chairman of the Board	For	For
14	Approve Remuneration Policy of CEO	For	For
15	Ratify Appointment of Carole Le Gall as Censor	For	For
16	Reelect Laurence Danon Arnaud as Director	For	For
17	Reelect Ivanhoe Cambridge as Director	For	For
18	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For
19	Authorize Filing of Required Documents/Other Formalities	For	For

# **Heineken Holding NV**

Meeting Date: 04/22/2021

Country: Netherlands

Meeting Type: Annual

Ticker: HEIO

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda		
1	Receive Board Report (Non-Voting)		
2	Approve Remuneration Report	For	For
3	Adopt Financial Statements	For	For
4	Receive Explanation on Company's Reserves and Dividend Policy		

Date range covered: 04/01/2021 to 04/30/2021

## **Heineken Holding NV**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5	Approve Discharge of Directors	For	For
6.a	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For
6.b	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital	For	For
6.c	Authorize Board to Exclude Preemptive Rights from Share Issuances	For	For
7.a	Reelect M. Das as Non-Executive Director	For	Against
	Blended Rationale: A vote AGAINST non-independent director is warranted since	e the board is less than 1/3 independent.	
7.b	Reelect Alexander de Carvalho as Non-Executive Director	For	Against
	Blended Rationale: A vote AGAINST non-independent director is warranted since	e the board is less than 1/3 independent.	
8	Ratify Deloitte Accountants B.V. as Auditors	For	For

## **Heineken NV**

Meeting Date: 04/22/2021

Country: Netherlands

Meeting Type: Annual

Ticker: HEIA

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
	Annual Meeting Agenda		
1.a	Receive Report of Management Board (Non-Voting)		
1.b	Approve Remuneration Report	For	For
1.c	Adopt Financial Statements	For	For
1.d	Receive Explanation on Company's Dividend Policy		
1.e	Approve Dividends of EUR 0.70 Per Share	For	For
1.f	Approve Discharge of Management Board	For	For
1.g	Approve Discharge of Supervisory Board	For	For
2.a	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For
2.b	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital	For	For
2.c	Authorize Board to Exclude Preemptive Rights from Share Issuances under Item 2.b	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Heineken NV**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3	Elect Harold van den Broek to Management Board	For	For
4.a	Reelect Maarten Das to Supervisory Board	For	For
4.b	Elect Nitin Paranjpe to Supervisory Board	For	For
5	Ratify Deloitte Accountants B.V as Auditors	For	For

## **HIAG Immobilien Holding AG**

Meeting Date: 04/22/2021

Country: Switzerland

Meeting Type: Annual

Ticker: HIAG

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct
	,		
1	Accept Financial Statements and Statutory Reports	For	For
2.1	Approve Treatment of Net Loss	For	For
2.2	Approve Allocation of Income and Dividends of CHF 1.15 per Share	For	For
2.3	Approve Dividends of CHF 1.15 per Share from Capital Contribution Reserves	For	For
3	Approve Discharge of Board of Directors	For	For
4.1	Reelect Felix Grisard as Director	For	Against
	Blended Rationale: A vote AGAINST non-independent director is	s warranted since the board is less than 1/3 independent.	
4.2	Reelect Salome Varnholt as Director	For	Against
	Blended Rationale: A vote AGAINST non-independent director is	s warranted since the board is less than 1/3 independent.	
4.3	Reelect Jvo Grundler as Director	For	Against
	Blended Rationale: A vote AGAINST non-independent director is	s warranted since the board is less than 1/3 independent.	
4.4	Reelect Balz Halter as Director	For	For
4.5	Elect Christian Wiesendanger as Director	For	Against
	Blended Rationale: A vote AGAINST non-independent director is	s warranted since the board is less than 1/3 independent.	
4.6	Elect Balz Halter as Vice Chairman	For	For
4.7	Reelect Felix Grisard as Board Chairman	For	Against
	Planded Batianalas Vatas ACAINCT Falix Crisand Calama Crisan	d Kambalt Tra Curadlar and Christian Wissendranger ar	_

Blended Rationale: Votes AGAINST Felix Grisard, Salome Grisard Varnholt, Jvo Grundler, and Christian Wiesendranger are warranted due to the company's failure to establish a sufficiently independent board of directors.

Date range covered: 04/01/2021 to 04/30/2021

## **HIAG Immobilien Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5.1	Appoint Salome Varnholt as Member of the Compensation Committee	For	Against
	Blended Rationale: A vote AGAINST Salome Grisard Varnholt is support.	warranted since her election to the board does not warra	ant
5.2	Appoint Balz Halter as Member of the Compensation Committee	For	For
6.1	Approve Remuneration of Directors in the Amount of CHF 1.5 Million	For	For
6.2	Approve Remuneration of Executive Committee in the Amount of CHF 2.8 Million	For	For
6.3	Approve Remuneration Report	For	Against
	Blended Rationale: A vote AGAINST this item is warranted bed director Jvo Grundler receives blocked shares without perform under the new LTIP are subject to a 25 percent discount on the	ance conditions as part of his compensation Shares awa	
7	Designate Oscar Battegay as Independent Proxy	For	For
8	Ratify Ernst & Young AG as Auditors	For	For
	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

### **Hoa Phat Group JSC**

Meeting Date: 04/22/2021 Coun

Country: Vietnam

Meeting Type: Annual

Ticker: HPG

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Business Plan for Financial Year 2021	For	For
2	Approve Report of Board of Directors	For	For
3	Approve Report of Supervisory Board	For	For
4	Approve Audited Consolidated Financial Statements of Financial Year 2020	For	For
5	Approve Appropriation to Reserves in Financial Year 2021	For	For
6	Approve Dividends of Financial Year 2020	For	For
7	Approve Expected Dividends of Financial Year	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Hoa Phat Group JSC**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
8	Approve Investment in Hoa Phat Dung Quat 2 Steel Manufacturing Compound Project	For	For
9	Approve Waiver of Public Tender Offer to Tran Dinh Long and His Related Parties	For	Against
	Blended Rationale: A vote AGAINST this resolution is warranted due to lack decision.	of information to make an informed voting	
10.1	Approve Amended Articles of Association	For	For
10.2	Approve Corporate Governance Regulations	For	For
11	Approve Regulations on Operation of Board of Directors	For	For
12	Approve Regulations on Operation of Supervisory Board	For	For
13	Other Business	For	Against
	Blended Rationale: A vote AGAINST this resolution is warranted because the	e company did not disclose the other business or	

Blended Rationale: A vote AGAINST this resolution is warranted because the company did not disclose the other business or other matters that will be taken up under this resolution.

#### **Holmen AB**

Meeting Date: 04/22/2021

Country: Sweden

Meeting Type: Annual

Ticker: HOLM.B

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Elect Chairman of Meeting	For	For
2a	Designate Hans Hedstrom as Inspector of Minutes of Meeting	For	For
2b	Designate Carina Silberg as Inspector of Minutes of Meeting	For	For
3	Prepare and Approve List of Shareholders	For	For
4	Approve Agenda of Meeting	For	For
5	Acknowledge Proper Convening of Meeting	For	For
6	Receive Financial Statements and Statutory Reports; Receive Auditors Report		
7	Accept Financial Statements and Statutory Reports	For	For
8	Approve Allocation of Income and Dividends of SEK 10.75 Per Share	For	For
9.1	Approve Discharge of Board Chairman Fredrik Lundberg	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Holmen AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
9.2	Approve Discharge of Board Member Carl Bennet	For	For
9.3	Approve Discharge of Employee Representative Steewe Bjorklundh	For	For
9.4	Approve Discharge of Employee Representative Kenneth Johansson	For	For
9.5	Approve Discharge of Board Member Lars Josefsson	For	For
9.6	Approve Discharge of Board Member Lars G Josefsson	For	For
9.7	Approve Discharge of Board Member Alice Kempe	For	For
9.8	Approve Discharge of Board Member Louise Lindh	For	For
9.9	Approve Discharge of Board Member Ulf Lundahl	For	For
9.10	Approve Discharge of Board Member and CEO Henrik Sjolund	For	For
9.11	Approve Discharge of Board Member Henriette Zeuchner	For	For
9.12	Approve Discharge of Employee Representative Tommy Asenbrygg	For	For
10a	Determine Number of Members (9) and Deputy Members (0) of Board	For	For
10b	Determine Number of Auditors (1) and Deputy Auditors (0)	For	For
11a	Approve Remuneration of Directors in the Amount of SEK 740,000 for Chairman and SEK 370,000 for Other Directors	For	For
11b	Approve Remuneration of Auditors	For	For
12a	Reelect Fredrik Lundberg as Director	For	Against
	Blended Rationale: A vote AGAINST non-independent director is warranted since	the board is less than 1/3 independent.	
12b	Reelect Carl Bennet as Director	For	Against
12c	Reelect Lars Josefsson as Director	For	For
12d	Reelect Lars G Josefsson as Director	For	For
12e	Reelect Alice Kempe as Director	For	Against
12f	Reelect Louise Lindh as Director	For	Against
12g	Reelect Ulf Lundahl as Director	For	Against
12h	Reelect Henrik Sjolund as Director	For	For
12i	Reelect Henriette Zeuchner as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Holmen AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
13a	Ratify PricewaterhouseCoopers AB as Auditors (Primary Proposal)	For	For		
13b	Ratify Ernst & Young AB as Auditors (Secondary Proposal, if item 13a is Rejected)	For	Against		
	Blended Rationale: A vote FOR Item 13a is warranted because there are no concerns regarding the proposed primary auditor. A vote AGAINST Item 13b is warranted as the primary proposal is supported.				
14	Approve Remuneration Report	For	For		
15	Amend Articles Re: Editorial Changes; Corporate Purpose; Share Classes; Notice of Meeting; Participation at Meeting; Postal Voting	For	For		
16	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	For	For		

## **Huhtamaki Oyj**

Meeting Date: 04/22/2021

Country: Finland

Meeting Type: Annual

Ticker: HUH1V

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Open Meeting		
2	Call the Meeting to Order		
3	Designate Inspector or Shareholder Representative(s) of Minutes of Meeting		
4	Acknowledge Proper Convening of Meeting		
5	Prepare and Approve List of Shareholders		
6	Receive Financial Statements and Statutory Reports		
7	Accept Financial Statements and Statutory Reports	For	For
8	Approve Allocation of Income and Dividends of EUR 0.92 Per Share	For	For
9	Approve Discharge of Board and President	For	For
10	Approve Remuneration Report (Advisory Vote)	For	For
11	Approve Remuneration of Directors in the Amount of EUR 140,000 for Chairman, EUR 75,000 for Vice Chairman, and EUR 62,000 for Other Directors; Approve Remuneration for Committee Work; Approve Meeting Fees	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Huhtamaki Oyj**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
12	Fix Number of Directors at Seven	For	For
13	Reelect Pekka Ala-Pietila (Chairman), Doug Baillie, William Barker, Anja Korhonen, Kerttu Tuomas (Vice Chairman), Sandra Turner and Ralf Wunderlich as Directors	For	For
14	Approve Remuneration of Auditors	For	For
15	Ratify KPMG as Auditors	For	For
16	Authorize Share Repurchase Program	For	For
17	Approve Issuance of up to 10 Million New Shares and Conveyance of up to 4 Million Shares without Preemptive Rights	For	For
18	Close Meeting		

#### **Humana Inc.**

Meeting Date: 04/22/2021

Country: USA

Meeting Type: Annual

Ticker: HUM

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
1a	Elect Director Kurt J. Hilzinger	For	For
1b	Elect Director Raquel C. Bono	For	For
1c	Elect Director Bruce D. Broussard	For	For
1d	Elect Director Frank A. D'Amelio	For	For
1e	Elect Director Wayne A. I. Frederick	For	For
1f	Elect Director John W. Garratt	For	For
1g	Elect Director David A. Jones, Jr.	For	For
1h	Elect Director Karen W. Katz	For	For
<b>1</b> i	Elect Director Marcy S. Klevorn	For	For
1j	Elect Director William J. McDonald	For	For
1k	Elect Director Jorge S. Mesquita	For	For
11	Elect Director James J. O'Brien	For	For
1m	Elect Director Marissa T. Peterson	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **Humana Inc.**

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

## **Ingevity Corporation**

Meeting Date: 04/22/2021

Country: USA

Meeting Type: Annual

Ticker: NGVT

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Jean S. Blackwell	For	For
1b	Elect Director Luis Fernandez-Moreno	For	For
1c	Elect Director J. Michael Fitzpatrick	For	For
1d	Elect Director John C. Fortson	For	For
1e	Elect Director Diane H. Gulyas	For	For
1f	Elect Director Frederick J. Lynch	For	For
1g	Elect Director Karen G. Narwold	For	For
1h	Elect Director Daniel F. Sansone	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

## **Intuitive Surgical, Inc.**

Meeting Date: 04/22/2021

Country: USA

Meeting Type: Annual

Ticker: ISRG

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Craig H. Barratt	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1b	Elect Director Joseph C. Beery	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		

Date range covered: 04/01/2021 to 04/30/2021

## **Intuitive Surgical, Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1c	Elect Director Gary S. Guthart	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1d	Elect Director Amal M. Johnson	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1e	Elect Director Don R. Kania	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1f	Elect Director Amy L. Ladd	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1g	Elect Director Keith R. Leonard, Jr.	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1h	Elect Director Alan J. Levy	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1i	Elect Director Jami Dover Nachtsheim	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1j	Elect Director Monica P. Reed	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1k	Elect Director Mark J. Rubash	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
	Blended Rationale: A vote FOR this proposal is warranted as pay for p without concern. Half the short-term incentive program is based on a the long-term equity awards are not tied to performance conditions.	, -	_
3	Ratify PricewaterhouseCoopers LLP as Auditors	For	For
	Blended Rationale: A vote FOR this proposal to ratify the auditor is wa	nrranted.	
4	Amend Omnibus Stock Plan	For	Against
	Blended Rationale: Based on evaluation of the estimated cost, plan feat Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the The disclosure of change-in-control ("CIC") vesting treatment is income The plan allows broad discretion to accelerate vesting.	the following key factors:* The plan cos	ist is excessive;*

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Craig H. Barratt	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Intuitive Surgical, Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1b	Elect Director Joseph C. Beery	For	For
1c	Elect Director Gary S. Guthart	For	For
1d	Elect Director Amal M. Johnson	For	For
1e	Elect Director Don R. Kania	For	For
1f	Elect Director Amy L. Ladd	For	For
1g	Elect Director Keith R. Leonard, Jr.	For	For
1h	Elect Director Alan J. Levy	For	For
1i	Elect Director Jami Dover Nachtsheim	For	For
1j	Elect Director Monica P. Reed	For	For
1k	Elect Director Mark J. Rubash	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	For	For
4	Amend Omnibus Stock Plan	For	Against

Blended Rationale: Based on evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors:- The plan cost is excessive;- The disclosure of change-in-control ("CIC") vesting treatment is incomplete (or is otherwise considered discretionary); and-The plan allows broad discretion to accelerate vesting.

### J.B. Hunt Transport Services, Inc.

Meeting Date: 04/22/2021 Country: USA

Meeting Type: Annual

Ticker: JBHT

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Douglas G. Duncan	For	For
1.2	Elect Director Francesca M. Edwardson	For	For
1.3	Elect Director Wayne Garrison	For	For
1.4	Elect Director Sharilyn S. Gasaway	For	For
1.5	Elect Director Gary C. George	For	For
1.6	Elect Director Thad Hill	For	For
1.7	Elect Director J. Bryan Hunt, Jr.	For	For
1.8	Elect Director Gale V. King	For	For

Date range covered: 04/01/2021 to 04/30/2021

## J.B. Hunt Transport Services, Inc.

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.9	Elect Director John N. Roberts, III	For	For
1.10	Elect Director James L. Robo	For	For
1.11	Elect Director Kirk Thompson	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify Ernst & Young LLP as Auditors	For	For

## **Johnson & Johnson**

Meeting Date: 04/22/2021

Country: USA

Meeting Type: Annual

Ticker: JNJ

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Mary C. Beckerle	For	For
1b	Elect Director D. Scott Davis	For	For
1c	Elect Director Ian E. L. Davis	For	For
1d	Elect Director Jennifer A. Doudna	For	For
1e	Elect Director Alex Gorsky	For	For
1f	Elect Director Marillyn A. Hewson	For	For
1g	Elect Director Hubert Joly	For	For
1h	Elect Director Mark B. McClellan	For	For
1i	Elect Director Anne M. Mulcahy	For	For
1j	Elect Director Charles Prince	For	For
1k	Elect Director A. Eugene Washington	For	For
11	Elect Director Mark A. Weinberger	For	For
1m	Elect Director Nadja Y. West	For	For
1n	Elect Director Ronald A. Williams	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Johnson & Johnson**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against
	statement regarding multiple years of large litigation-related for opioid-related litigation and Talc-related litigation, respect litigation. While adjusted incentive metrics are commonly use	ed. The company has provided insufficient disclosure in the proxy expenses, including \$4 billion charges in each of 2019 and 2020 tively, and an additional \$1 billion in 2020 related to opioid ed in incentive programs, investors may expect recognition and the the to 2019 and 2020 incentive program metric results and the	
3	Ratify PricewaterhouseCoopers LLP as Auditors	For	For
4	Report on Government Financial Support and Access to COVID-19 Vaccines and Therapeutics	Against	For
	Blended Rationale: A vote FOR this proposal is warranted, as reporting on the impact of public funding on the company's pricing and access plans would allow shareholders to better assess the company's management of related risks throughout the expected lifetime of the vaccine.		
5	Require Independent Board Chair	Against	For
	Blended Rationale: A vote FOR this proposal is warranted. The material financial accruals resulting from the ongoing talc product liability claims and the proposed opioid settlement agreement, in addition to ongoing reputational risks facing the company, suggest that shareholders would benefit from the most robust form of independent board oversight, in the form of an independent board chair, at the next CEO transition.		
6	Report on Civil Rights Audit	Against	For
	Blended Rationale: A vote FOR this proposal is warranted, as shareholders would benefit from additional information allowing them to better measure the progress of the company's existing diversity and inclusion initiatives.		
7	Adopt Policy on Bonus Banking	Against	Against

# **Kering SA**

Meeting Date: 04/22/2021

Country: France

Meeting Type: Annual/Special

Ticker: KER

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Ordinary Business		
1	Approve Financial Statements and Statutory Reports	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	For	For
3	Approve Allocation of Income and Dividends of EUR 8 per Share	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Kering SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4	Reelect Francois-Henri Pinault as Director	For	Against
	Blended Rationale: As the functions of chairman and CEO are combined, a vote AGAINST the reelection of Francois-Henri Pinault is warranted. (Item 4)		
5	Reelect Jean-Francois Palus as Director	For	Against
	Blended Rationale: The number of outside mandates held by Jean-France executive directors or those in comparable roles. Therefore, his (re)electors or those in comparable roles.		delines for
6	Reelect Financiere Pinault as Director	For	For
7	Reelect Baudouin Prot as Director	For	For
8	Approve Compensation of Corporate Officers	For	For
9	Approve Compensation of Francois-Henri Pinault, Chairman and CEO	For	For
10	Approve Compensation of Jean-Francois Palus, Vice-CEO	For	For
11	Approve Remuneration Policy of Executive Corporate Officers	For	For
12	Approve Remuneration Policy of Corporate Officers	For	For
13	Approve Remuneration of Directors in the Aggregate Amount of EUR 1.4 Million	For	For
14	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For
	Extraordinary Business		
15	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	For	For
16	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 200 Million	For	For
17	Authorize Capitalization of Reserves of Up to EUR 200 Million for Bonus Issue or Increase in Par Value	For	For
18	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 50 Million	For	For
19	Approve Issuance of Equity or Equity-Linked Securities Reserved for Qualified Investors or Restricted Number of Investors, up to Aggregate Nominal Amount of EUR 50 Million	For	For
20	Authorize Board to Set Issue Price for 5 Percent Per Year of Issued Capital Pursuant to Issue Authority without Preemptive Rights Under Items 18 and 19	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Kering SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
21	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 16, 18 and 19	For	For
22	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	For	For
23	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	For	For
24	Authorize Filing of Required Documents/Other Formalities	For	For

# **Kungsleden AB**

Meeting Date: 04/22/2021

Country: Sweden

Meeting Type: Annual

Ticker: KLED

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Elect Chairman of Meeting	For	For
2	Prepare and Approve List of Shareholders	For	For
3	Approve Agenda of Meeting	For	For
4.1	Designate Niklas Johansson as Inspector of Minutes of Meeting	For	For
4.2	Designate Erik Durhan as Inspector of Minutes of Meeting	For	For
5	Acknowledge Proper Convening of Meeting	For	For
6	Receive Financial Statements and Statutory Reports		
7.a	Accept Financial Statements and Statutory Reports	For	For
7.b	Approve Allocation of Income and Dividends of SEK 2.80 Per Share	For	For
7.c.1	Approve Discharge of Charlotte Axelsson	For	For
7.c.2	Approve Discharge of Ingalill Berglund	For	For
7.c.3	Approve Discharge of Jonas Bjuggren	For	For
7.c.4	Approve Discharge of Christer Nilsson	For	For
7.c.5	Approve Discharge of Jonas Olavi	For	For
7.c.6	Approve Discharge of Charlotta Wikstrom	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Kungsleden AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7.c.7	Approve Discharge of Fredrik Wirdenius	For	For
7.c.8	Approve Discharge of Ulf Nilsson (Former Board Member)	For	For
7.c.9	Approve Discharge of Biljana Pehrsson (CEO)	For	For
8	Approve Remuneration Report	For	For
9	Determine Number of Board Directors (7) and Deputy Directors (0)	For	For
10.1	Approve Remuneration of Directors in the Amount of SEK 500,000 to the Chairman and SEK 220,000 to Other Directors; Approve Remuneration for Committee Work	For	For
10.2	Approve Remuneration of Auditors	For	For
11.a	Reelect Charlotte Axelsson as Director	For	For
11.b	Reelect Ingalill Berglund as Director	For	For
11.c	Reelect Jonas Bjuggren as Director	For	For
11.d	Reelect Christer Nilsson as Director	For	For
11.e	Reelect Jonas Olavi as Director	For	For
11.f	Reelect Charlotta Wikstrom as Director	For	For
11.g	Reelect Fredrik Wirdenius as Director	For	For
12	Reelect Charlotte Axelsson as Board Chairman	For	For
13	Ratify Ernst & Young as Auditors	For	For
14	Authorize Chairman of Board and Representatives of Four of Company's Largest Shareholders to Serve on Nominating Committee	For	For
15	Approve Remuneration Policy And Other Terms of Employment For Executive Management	For	For
16	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	For	For
17	Approve Issuance of up to 10 Percent of Issued Common Shares without Preemptive Rights	For	For

# Lincoln Electric Holdings, Inc.

Meeting Date: 04/22/2021 Country: USA

Meeting Type: Annual

Ticker: LECO

Date range covered: 04/01/2021 to 04/30/2021

# **Lincoln Electric Holdings, Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Curtis E. Espeland	For	For
1.2	Elect Director Patrick P. Goris	For	For
1.3	Elect Director Stephen G. Hanks	For	For
1.4	Elect Director Michael F. Hilton	For	For
1.5	Elect Director G. Russell Lincoln	For	For
1.6	Elect Director Kathryn Jo Lincoln	For	For
1.7	Elect Director William E. MacDonald, III	For	For
1.8	Elect Director Christopher L. Mapes	For	For
1.9	Elect Director Phillip J. Mason	For	For
1.10	Elect Director Ben P. Patel	For	For
1.11	Elect Director Hellene S. Runtagh	For	For
1.12	Elect Director Kellye L. Walker	For	For
2	Ratify Ernst & Young LLP as Auditor	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

# Littelfuse, Inc.

Meeting Date: 04/22/2021

Country: USA

Meeting Type: Annual

Ticker: LFUS

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Kristina A. Cerniglia	For	For
1b	Elect Director Tzau-Jin Chung	For	For
1c	Elect Director Cary T. Fu	For	For
1d	Elect Director Maria C. Green	For	For
1e	Elect Director Anthony Grillo	For	For
1f	Elect Director David W. Heinzmann	For	For
1g	Elect Director Gordon Hunter	For	For

Date range covered: 04/01/2021 to 04/30/2021

## Littelfuse, Inc.

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1h	Elect Director William P. Noglows	For	For
1i	Elect Director Nathan Zommer	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify Grant Thornton LLP as Auditors	For	For

## **Lockheed Martin Corporation**

Meeting Date: 04/22/2021

Country: USA

Meeting Type: Annual

Ticker: LMT

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruc
1.1	Elect Director Daniel F. Akerson	For	For
1.2	Elect Director David B. Burritt	For	For
1.3	Elect Director Bruce A. Carlson	For	For
1.4	Elect Director Joseph F. Dunford, Jr.	For	For
1.5	Elect Director James O. Ellis, Jr.	For	For
1.6	Elect Director Thomas J. Falk	For	For
1.7	Elect Director Ilene S. Gordon	For	For
1.8	Elect Director Vicki A. Hollub	For	For
1.9	Elect Director Jeh C. Johnson	For	For
1.10	Elect Director Debra L. Reed-Klages	For	For
1.11	Elect Director James D. Taiclet	For	For
2	Ratify Ernst & Young LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
4	Provide Right to Act by Written Consent	Against	For
	Blended Rationale: A vote FOR this proposal is warranted given the shareholder rights.	at the ability to act by written consent would enhance	e
5	Report on Human Rights Due Diligence	Against	For
	Readed Patienales A vate EOD this proposal is warranted, as additional information regarding policies the company has		

Blended Rationale: A vote FOR this proposal is warranted, as additional information regarding policies the company has implemented regarding human rights risks in its operations, including the sale of its products, would allow shareholders to better gauge how well Lockheed Martin is managing related risks.

Date range covered: 04/01/2021 to 04/30/2021

### **Magazine Luiza SA**

Meeting Date: 04/22/2021

Country: Brazil

Meeting Type: Annual

Ticker: MGLU3

oposal ımber	Proposal Text	Mgmt Rec	Vote Instruc		
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For		
2	Approve Allocation of Income and Dividends	For	For		
3	Fix Number of Directors at Eight	For	For		
4	Do You Wish to Adopt Cumulative Voting for the Election of the Members of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	None	Abstain		
	Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN vote recommendations are warranted for Items 4,7, 8.1-8.8 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.				
	Elect Directors	For	Against		
	Blended Rationale: A vote AGAINST this item is warranted because:- The proposed board is 38-percent independent under Sustainability Advisory Services policy guidelines, failing to meet the expectation of institutional investors for Novo Mercado companies; and- The company has bundled the election of directors under a single item, preventing shareholders from voting individually on each nominee.				
5	In Case There is Any Change to the Board Slate Composition, May Your Votes Still be Counted for the Proposed Slate?	None	Against		
	Blended Rationale: A vote AGAINST this request is warranted impact the board's independence level in a way that cannot be of timely disclosure, international institutional investors are pro	e anticipated by shareholders at this time. As such, due to the lack			

IF CUMULATIVE VOTE IS ADOPTED - If Voting FOR Item 7: Votes Are Distributed in Equal % Amongst Nominees Voted FOR. An AGAINST Vote Is Required If Supporting Candidate(s) Under Cumulative and Not Supporting Any Director(s)/Slate Under Majority Voting

voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN vote recommendations are warranted for Items 4,7, 8.1-8.8 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.

Date range covered: 04/01/2021 to 04/30/2021

# **Magazine Luiza SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
8.1	Percentage of Votes to Be Assigned - Elect Luiza Helena Trajano Inacio Rodrigues as Director	None	Abstain		
	Blended Rationale: Under these items, the company presents selection of directors under the terms of Article 141 of the Brazil voting card issued by the Brazilian Securities Regulator (CVM), companies. ABSTAIN vote recommendations are warranted for information, disclosed in a timely manner, regarding a cumulation.	and mandatory for all publicly-traded Brazilian Items 4,7, 8.1-8.8 in the absence of publicly-available			
8.2	Percentage of Votes to Be Assigned - Elect Marcelo Jose Ferreira e Silva as Director	None	Abstain		
		Items 4,7, 8.1-8.8 in the absence of publicly-available			
8.3	Percentage of Votes to Be Assigned - Elect Carlos Renato Donzelli as Director	None	Abstain		
	Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN vote recommendations are warranted for Items 4,7, 8.1-8.8 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.				
8.4	Percentage of Votes to Be Assigned - Elect Marcio Kumruian as Director	None	Abstain		
	Blended Rationale: Under these items, the company presents selection of directors under the terms of Article 141 of the Brazil voting card issued by the Brazilian Securities Regulator (CVM), companies. ABSTAIN vote recommendations are warranted for information, disclosed in a timely manner, regarding a cumulation.	and mandatory for all publicly-traded Brazilian Items 4,7, 8.1-8.8 in the absence of publicly-available			
8.5	Percentage of Votes to Be Assigned - Elect Ines Correa de Souza as Independent Director	None	Abstain		
	Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN vote recommendations are warranted for Items 4,7, 8.1-8.8 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.				
8.6	Percentage of Votes to Be Assigned - Elect Jose Paschoal Rossetti as Independent Director	None	Abstain		

Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN vote recommendations are warranted for Items 4,7, 8.1-8.8 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.

Date range covered: 04/01/2021 to 04/30/2021

# **Magazine Luiza SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
8.7	Percentage of Votes to Be Assigned - Elect Betania Tanure de Barros as Independent Director	None	Abstain	
	Blended Rationale: Under these items, the company presents shat election of directors under the terms of Article 141 of the Brazilia voting card issued by the Brazilian Securities Regulator (CVM), at companies. ABSTAIN vote recommendations are warranted for Its information, disclosed in a timely manner, regarding a cumulative	n Corporate Law, in accordance with the rules of the remote nd mandatory for all publicly-traded Brazilian ems 4,7, 8.1-8.8 in the absence of publicly-available		
8.8	Percentage of Votes to Be Assigned - Elect Silvio Romero de Lemos Meira as Independent Director	None	Abstain	
	Blended Rationale: Under these items, the company presents shat election of directors under the terms of Article 141 of the Brazilia voting card issued by the Brazilian Securities Regulator (CVM), an companies. ABSTAIN vote recommendations are warranted for Its information, disclosed in a timely manner, regarding a cumulative	n Corporate Law, in accordance with the rules of the remote nd mandatory for all publicly-traded Brazilian ems 4,7, 8.1-8.8 in the absence of publicly-available		
9	As an Ordinary Shareholder, Would You like to Request a Separate Minority Election of a Member of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	None	For	
	Blended Rationale: A vote FOR this item is warranted because: I minority board election up to the time of the meeting; and The would potentially improve the company's governance and provide	election of a minority representative to the board of directors		
10	Fix Number of Fiscal Council Members at Three	For	For	
11	Elect Fiscal Council Members	For	Abstain	
	Blended Rationale: An ABSTAIN vote recommendation is warrant minority shareholders to concentrate their votes on the election of under Item 13 of this meeting agenda.			
12	In Case One of the Nominees Leaves the Fiscal Council Slate Due to a Separate	None	Against	
	Minority Election, as Allowed Under Articles 161 and 240 of the Brazilian Corporate Law, May Your Votes Still Be Counted for the Proposed Slate?			
	Blended Rationale: A vote AGAINST this request is warranted bed institutional investors from making an informed voting decision.	cause lack of timely disclosure prevents international		
13	Elect Eduardo Christovam Galdi Mestieri as Fiscal Council Member and Thiago Costa Jacinto as Alternate Appointed by Minority Shareholder	None	For	
	Blended Rationale: A vote FOR this item is warranted because:- appointed by minority shareholders have been disclosed;- There There are no known concerns regarding the proposed minority n voting instructions if they seek to elect a specific candidate.	is no indication of competing minority ordinary nominees; and-		
14	Approve Remuneration of Company's Management	For	For	
15	Approve Remuneration of Fiscal Council Members	For	For	

Date range covered: 04/01/2021 to 04/30/2021

#### **Magazine Luiza SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
16	In the Event of a Second Call, the Voting Instructions Contained in this Remote Voting Card May Also be Considered for the Second Call?	None	For

Blended Rationale: A vote FOR this administrative request is warranted.

## **Magazine Luiza SA**

Meeting Date: 04/22/2021 C

Country: Brazil

Meeting Type: Special

Ticker: MGLU3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Amend Article 18 Re: Increase in Board Size	For	For
2	Amend Articles 22 and 27	For	For
3	Amend Articles 23 and 26	For	For
4	Consolidate Bylaws	For	For
5	In the Event of a Second Call, the Voting Instructions Contained in this Remote Voting Card May Also be Considered for the Second Call?	None	For

Blended Rationale: A vote FOR this administrative request is warranted.

#### **Maxis Berhad**

Meeting Date: 04/22/2021

Country: Malaysia

Meeting Type: Annual

Ticker: 6012

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Flect Robert Alan Nason as Director	For	Against

Blended Rationale: A vote AGAINST Robert Alan Nason (Item 1) and Mohammed Abdullah Alharbi (Item 2) is warranted because they serve on the audit committee and the company paid excessive non-audit fees to its auditor. A vote FOR Abdulaziz Abdullah Alghamdi (Item 3) is warranted given the absence of any known issues concerning the nominee.

Date range covered: 04/01/2021 to 04/30/2021

### **Maxis Berhad**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
2	Elect Mohammed Abdullah K. Alharbi as Director	For	Against	
	Blended Rationale: A vote AGAINST Robert Alan Nason (Item 1) because they serve on the audit committee and the company pa Abdullah Alghamdi (Item 3) is warranted given the absence of a	aid excessive non-audit fees to its auditor.A vote FOR		
3	Elect Abdulaziz Abdullah M. Alghamdi as Director	For	For	
4	Approve Directors' Fees and Benefits	For	For	
5	Approve PricewaterhouseCoopers PLT as Auditors and Authorize Board to Fix Their Remuneration	For	Against	
	Blended Rationale: A vote AGAINST this proposal is warranted g to the company's audit firm in the latest fiscal year without satisfied.		fees paid	
6	Approve Alvin Michael Hew Thai Kheam to Continue Office as Independent Non-Executive Director	For	For	
7	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	For	For	
8	Approve Implementation of Shareholders' Mandate for Recurrent Related Party Transactions with Astro Malaysia Holdings Berhad and/or its Affiliates	For	For	
9	Approve Implementation of Shareholders' Mandate for Recurrent Related Party Transactions with Usaha Tegas Sdn. Bhd. and/or its Affiliates	For	For	
10	Approve Implementation of Shareholders' Mandate for Recurrent Related Party Transactions with MEASAT Global Berhad and/or its Affiliates	For	For	
11	Approve Implementation of Shareholders' Mandate for Recurrent Related Party Transactions with Maxis Communications Berhad and/or its affiliates	For	For	
12	Approve Implementation of Shareholders' Mandate for Recurrent Related Party Transactions with Saudi Telecom Company and/or its Affiliates	For	For	
13	Approve Implementation of Shareholders' Mandate for Recurrent Related Party Transactions with SRG Asia Pacific Sdn. Bhd.	For	For	
14	Approve Implementation of Shareholders' Mandate for Recurrent Related Party Transactions with Malaysian Landed Property Sdn. Bhd. and/or its Affiliates	For	For	

Date range covered: 04/01/2021 to 04/30/2021

## **Moncler SpA**

Meeting Date: 04/22/2021

Country: Italy

Meeting Type: Annual

Ticker: MONC

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructi
	Ordinary Business		
1.1	Accept Financial Statements and Statutory Reports	For	For
1.2	Approve Allocation of Income	For	For
2	Approve Second Section of the Remuneration Report	For	For
3	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	For	For
4	Approve Auditors and Authorize Board to Fix Their Remuneration	For	For
5.1	Fix Number of Directors	For	For
5.2	Elect Director	For	For
5.3	Approve Remuneration of Directors	For	For
Α	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	None	Against

Blended Rationale: This item warrants a vote AGAINST due to the lack of disclosure regarding the proposed deliberation.

## **National Grid Plc**

Meeting Date: 04/22/2021

Country: United Kingdom

Meeting Type: Special

Ticker: NG

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Acquisition of PPL WPD Investments Limited	For	For
2	Approve Increase in Borrowing Limit Under the Company's Articles of Association	For	For

## **Olin Corporation**

Meeting Date: 04/22/2021

Country: USA

Meeting Type: Annual

Ticker: OLN

Date range covered: 04/01/2021 to 04/30/2021

# **Olin Corporation**

Proposal	-		Vote
Number	Proposal Text	Mgmt Rec	Instruction
1a	Elect Director Heidi S. Alderman	For	For
1b	Elect Director Beverley A. Babcock	For	For
1c	Elect Director Gray G. Benoist	For	For
1d	Elect Director C. Robert Bunch	For	For
1e	Elect Director Scott D. Ferguson	For	For
1f	Elect Director W. Barnes Hauptfuhre	For	For
1g	Elect Director John M. B. O'Connor	For	For
1h	Elect Director Earl L. Shipp	For	For
1i	Elect Director Scott M. Sutton	For	For
1j	Elect Director William H. Weideman	For	For
1k	Elect Director Carol A. Williams	For	For
2	Approve Omnibus Stock Plan	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
4	Ratify KPMG LLP as Auditors	For	For

## **PETRONAS Chemicals Group Berhad**

Meeting Date: 04/22/2021

Country: Malaysia

Meeting Type: Annual

Ticker: 5183

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Elect Sazali Hamzah as Director	For	For
2	Elect Warren William Wilder as Director	For	For
3	Elect Zafar Abdulmajid Momin as Director	For	For
4	Approve Directors' Fees and Allowances	For	For
5	Approve KPMG PLT as Auditors and Authorize Board to Fix Their Remuneration	For	For

Date range covered: 04/01/2021 to 04/30/2021

## Pfizer Inc.

Meeting Date: 04/22/2021

Country: USA

Meeting Type: Annual

Ticker: PFE

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruc
1.1	Elect Director Ronald E. Blaylock	For	For
1.2	Elect Director Albert Bourla	For	For
1.3	Elect Director Susan Desmond-Hellmann	For	For
1.4	Elect Director Joseph J. Echevarria	For	For
1.5	Elect Director Scott Gottlieb	For	For
1.6	Elect Director Helen H. Hobbs	For	For
1.7	Elect Director Susan Hockfield	For	For
1.8	Elect Director Dan R. Littman	For	For
1.9	Elect Director Shantanu Narayen	For	For
1.10	Elect Director Suzanne Nora Johnson	For	For
1.11	Elect Director James Quincey	For	For
1.12	Elect Director James C. Smith	For	For
2	Ratify KPMG LLP as Auditor	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
4	Require Independent Board Chair	Against	For
	Blended Rationale: A vote FOR this proposal is warranted give	en the importance of having an independent board chair.	
5	Report on Political Contributions and Expenditures	Against	For
	Blended Rationale: A vote FOR this proposal is warranted, as contribution spending and nonprofit organization participation understanding of how the company oversees and manages ris	would enable shareholders to have a more comprehensive	
6	Report on Access to COVID-19 Products	Against	For

#### **PT Astra International Tbk**

Meeting Date: 04/22/2021

Country: Indonesia

Meeting Type: Annual

Ticker: ASII

Date range covered: 04/01/2021 to 04/30/2021

### **PT Astra International Tbk**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Amend Articles of Association	For	For
2	Accept Financial Statements and Statutory Reports	For	For
3	Approve Allocation of Income	For	For
4	Approve Changes in Board of Commissioners and Approve Remuneration of Directors and Commissioners	For	For
5	Approve Auditors	For	For

#### **Raiffeisen Bank International AG**

Meeting Date: 04/22/2021

Country: Austria

Meeting Type: Annual

Ticker: RBI

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2020 (Non-Voting)		
2	Approve Allocation of Income	For	For
3	Approve Discharge of Management Board for Fiscal Year 2020	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2020	For	For
5	Approve Remuneration of Supervisory Board Members	For	For
6	Ratify Auditors for Fiscal Year 2022	For	For
7	Approve Remuneration Report	For	For

#### **RELX Plc**

Meeting Date: 04/22/2021

Country: United Kingdom

Meeting Type: Annual

Ticker: REL

Date range covered: 04/01/2021 to 04/30/2021

### **RELX Plc**

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

### **SEGRO PIc**

Meeting Date: 04/22/2021 Country: United Kingdom

Meeting Type: Annual

Ticker: SGRO

Date range covered: 04/01/2021 to 04/30/2021

### **SEGRO Plc**

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Final Dividend	For	For
3	Approve Remuneration Report	For	For
4	Re-elect Gerald Corbett as Director	For	For
5	Re-elect Mary Barnard as Director	For	For
6	Re-elect Sue Clayton as Director	For	For
7	Re-elect Soumen Das as Director	For	For
8	Re-elect Carol Fairweather as Director	For	For
9	Re-elect Christopher Fisher as Director	For	For
10	Re-elect Andy Gulliford as Director	For	For
11	Re-elect Martin Moore as Director	For	For
12	Re-elect David Sleath as Director	For	For
13	Reappoint PricewaterhouseCoopers LLP as Auditors	For	For
14	Authorise the Audit Committee to Fix Remuneration of Auditors	For	For
15	Authorise UK Political Donations and Expenditure	For	For
16	Authorise Issue of Equity	For	For
17	Authorise Issue of Equity without Pre-emptive Rights	For	For
18	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	For	For
19	Authorise Market Purchase of Ordinary Shares	For	For
20	Authorise the Company to Call General Meeting with Two Weeks' Notice	For	For
21	Approve Savings-Related Share Option Plan	For	For
22	Approve Share Incentive Plan	For	For
23	Authorise Board to Offer Scrip Dividend	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Sensient Technologies Corporation**

Meeting Date: 04/22/2021

Country: USA

Meeting Type: Annual

Ticker: SXT

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Joseph Carleone	For	For
1.2	Elect Director Edward H. Cichurski	For	For
1.3	Elect Director Mario Ferruzzi	For	For
1.4	Elect Director Carol R. Jackson	For	For
1.5	Elect Director Donald W. Landry	For	For
1.6	Elect Director Paul Manning	For	For
1.7	Elect Director Deborah McKeithan-Gebhardt	For	For
1.8	Elect Director Scott C. Morrison	For	For
1.9	Elect Director Elaine R. Wedral	For	For
1.10	Elect Director Essie Whitelaw	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify Ernst & Young LLP as Auditors	For	For

### **SFS Group AG**

**Meeting Date:** 04/22/2021

Country: Switzerland

Meeting Type: Annual

Ticker: SFSN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2.1	Approve Remuneration of Directors in the Amount of CHF 1.5 Million for the Term of Office 2021/22	For	For
2.2	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 4.1 Million for the Period Jan. 1, 2022 - Dec. 31, 2022	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **SFS Group AG**

2.3 Approve Variable Remuneration of Executive For Again Committee in the Amount of CHF 2.5 Million for Fiscal Year 2020  Blended Rationale: A vote AGAINST this proposal is warranted because, based on the disclosure provided in the remuneration report, there appears to be a risk that the structure of the long-term incentive plan does not provide a robust performance alignment.  3 Approve Discharge of Board and Senior For Management  4 Approve Allocation of Income and Dividends For of CHF 1.80 per Share  5.1 Reelect Nick Huber as Director For Again	nst
report, there appears to be a risk that the structure of the long-term incentive plan does not provide a robust performance alignment.  3 Approve Discharge of Board and Senior For Management  4 Approve Allocation of Income and Dividends of CHF 1.80 per Share  5.1 Reelect Nick Huber as Director For For	
Management  4 Approve Allocation of Income and Dividends For of CHF 1.80 per Share  5.1 Reelect Nick Huber as Director For For	
of CHF 1.80 per Share  5.1 Reelect Nick Huber as Director For For	
5.2 Reelect Urs Kaufmann as Director For Again	
··· · · · · · · · · · · · · · · · · ·	ıst
Blended Rationale: A vote AGAINST the reelection of Urs Kaufmann is warranted, because he holds an excessive number of external mandates at listed companies.	
5.3 Reelect Thomas Oetterli as Director For	
For Board Chairman For For Board Chairman	
5.5 Reelect Bettina Stadler as Director For	
5.6 Reelect Joerg Walther as Director For For	
5.7 Elect Manuela Suter as Director For	
6.1 Reappoint Nick Huber as Member of the For Again Nomination and Compensation Committee	ıst
Blended Rationale: Votes AGAINST the non-independent nominee Heinrich Spoerry and Nick Huber to the nomination and compensation committee are warranted because of the board's failure to establish a majority-independent committee.	
6.2 Reappoint Urs Kaufmann as Chairman of the For Again Nomination and Compensation Committee	ıst
Blended Rationale: A vote AGAINST Urs Kaufmann is further warranted because his election to the board does not merit support.	_
6.3 Reappoint Heinrich Spoerry as Member of the For Again Nomination and Compensation Committee	ıst
Blended Rationale: Votes AGAINST the non-independent nominee Heinrich Spoerry and Nick Huber to the nomination and compensation committee are warranted because of the board's failure to establish a majority-independent committee.	
7 Designate Buerki Bolt Rechtsanwaelte as For Independent Proxy	
Ratify PricewaterhouseCoopers AG as For Auditors	
9 Transact Other Business (Voting) For Again	

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

Date range covered: 04/01/2021 to 04/30/2021

# **Siegfried Holding AG**

Meeting Date: 04/22/2021 Country: Switzerland

Meeting Type: Annual

Ticker: SFZN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2.1	Approve Allocation of Income	For	For
2.2	Approve CHF 13.2 Million Reduction in Share Capital via Reduction of Nominal Value and Repayment of CHF 3.00 per Share	For	For
3	Approve Discharge of Board of Directors	For	For
4	Approve Creation of CHF 10.6 Million Pool of Capital without Preemptive Rights	For	For
5.1	Approve Remuneration of Directors in the Amount of CHF 1.9 Million	For	For
5.2.1	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 3.5 Million for Fiscal 2022	For	For
5.2.2	Approve Short-Term Performance-Based Remuneration of Executive Committee in the Amount of CHF 482,591 for Fiscal 2020	For	For
5.2.3	Approve Long-Term Performance-Based Remuneration of Executive Committee in the Amount of CHF 8 Million for Fiscal 2021	For	Against
	Blended Rationale: Fixed compensation and short-term variable warranted because the proposals appear to be in line with ma variable compensation (5.2.3)A vote AGAINST this item is war increase in remuneration, and the company has not provided	rket practice and do not raise significant concerns.Long-term ranted because:- The proposal represents a significant potenti	ial
6.1.1	Reelect Ulla Schmidt as Director	For	For
6.1.2	Reelect Isabelle Welton as Director	For	For
6.1.3	Reelect Colin Bond as Director	For	For
6.1.4	Reelect Wolfram Carius as Director	For	For
6.1.5	Reelect Andreas Casutt as Director	For	For
6.1.6	Reelect Reto Garzetti as Director	For	For
6.1.7	Reelect Martin Schmid as Director	For	For
6.2	Reelect Andreas Casutt as Board Chairman	For	For
6.3.1	Reappoint Isabelle Welton as Member of the Compensation Committee	For	For
6.3.2	Reappoint Reto Garzetti as Member of the Compensation Committee	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Siegfried Holding AG**

	Mgmt Rec	Instruction
Reappoint Martin Schmid as Member of the Compensation Committee	For	For
Designate Rolf Freiermuth as Independent Proxy	For	For
Ratify PricewaterhouseCoopers AG as Auditors	For	For
Transact Other Business (Voting)	For	Against
	Compensation Committee  Designate Rolf Freiermuth as Independent Proxy  Ratify PricewaterhouseCoopers AG as Auditors  Transact Other Business (Voting)	Compensation Committee  Designate Rolf Freiermuth as Independent Proxy  Ratify PricewaterhouseCoopers AG as Auditors  For

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

### **Signature Bank**

Meeting Date: 04/22/2021

Country: USA

Meeting Type: Annual

Ticker: SBNY

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Kathryn A. Byrne	For	For
1.2	Elect Director Maggie Timoney	For	For
1.3	Elect Director George Tsunis	For	For
2	Ratify KPMG LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
4	Authorize Share Repurchase Program	For	For
5	Increase Authorized Common Stock	For	For
6	Amend Omnibus Stock Plan	For	For

#### **Silicon Laboratories Inc.**

Meeting Date: 04/22/2021

Country: USA

Meeting Type: Annual

Ticker: SLAB

Date range covered: 04/01/2021 to 04/30/2021

### **Silicon Laboratories Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director G. Tyson Tuttle	For	For
1.2	Elect Director Sumit Sadana	For	For
1.3	Elect Director Gregg Lowe	For	For
2	Ratify Ernst & Young LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
4	Amend Omnibus Stock Plan	For	For
5	Amend Qualified Employee Stock Purchase Plan	For	For

# **Singapore Technologies Engineering Ltd.**

Meeting Date: 04/22/2021 Country: Singapore

Meeting Type: Annual

Ticker: S63

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	For	For
2	Approve Final Dividend	For	For
3	Elect Vincent Chong Sy Feng as Director	For	For
4	Elect Lim Ah Doo as Director	For	For
5	Elect Lim Sim Seng as Director	For	For
6	Elect Ong Su Kiat Melvyn as Director	For	For
7	Elect Ng Bee Bee (May) as Director	For	For
8	Approve Directors' Remuneration	For	For
9	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	For	For
10	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Singapore Technologies Engineering Ltd.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
11	Approve Grant of Awards and Issuance of Shares Under the Singapore Technologies Engineering Performance Share Plan 2020 and the Singapore Technologies Engineering Restricted Share Plan 2020	For	For
12	Approve Renewal of Mandate for Interested Person Transactions	For	For
13	Authorize Share Repurchase Program	For	For
14	Approve Kwa Chong Seng to Continue Office as Independent Director for Purposes of Rule 210(5)(d)(iii)(A) of the Listing Manual of Singapore Exchange Securities Trading Limited (Tier 1)	For	For
15	Approve Kwa Chong Seng to Continue Office as Independent Director for Purposes of Rule 210(5)(d)(iii)(B) of the Listing Manual of Singapore Exchange Securities Trading Limited (Tier 2)	For	For

# **SVB Financial Group**

Meeting Date: 04/22/2021

Country: USA

Meeting Type: Annual

Ticker: SIVB

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Greg Becker	For	For
1.2	Elect Director Eric Benhamou	For	For
1.3	Elect Director John Clendening	For	For
1.4	Elect Director Richard Daniels	For	For
1.5	Elect Director Alison Davis	For	For
1.6	Elect Director Roger Dunbar	For	For
1.7	Elect Director Joel Friedman	For	For
1.8	Elect Director Jeffrey Maggioncalda	For	For
1.9	Elect Director Beverly Kay Matthews	For	For
1.10	Elect Director Mary Miller	For	For
1.11	Elect Director Kate Mitchell	For	For
1.12	Elect Director Garen Staglin	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **SVB Financial Group**

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

# **Taylor Wimpey Plc**

Meeting Date: 04/22/2021

Country: United Kingdom

Meeting Type: Annual

Ticker: TW

Proposal Number	Dranacal Toyt	Mgmt Rec	Vote Instruction
Number	Proposal Text	riginit Rec	THISTI MCCTOR
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Final Dividend	For	For
3	Re-elect Irene Dorner as Director	For	For
4	Re-elect Pete Redfern as Director	For	For
5	Re-elect Chris Carney as Director	For	For
6	Re-elect Jennie Daly as Director	For	For
7	Re-elect Gwyn Burr as Director	For	For
8	Re-elect Angela Knight as Director	For	For
9	Re-elect Robert Noel as Director	For	For
10	Re-elect Humphrey Singer as Director	For	For
11	Elect Lord Jitesh Gadhia as Director	For	For
12	Elect Scilla Grimble as Director	For	For
13	Appoint PricewaterhouseCoopers LLP as Auditors	For	For
14	Authorise the Audit Committee to Fix Remuneration of Auditors	For	For
15	Authorise Issue of Equity	For	For
16	Authorise Issue of Equity without Pre-emptive Rights	For	For
17	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	For	For
18	Authorise Market Purchase of Ordinary Shares	For	For
19	Approve Remuneration Report	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Taylor Wimpey Plc**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
20	Authorise UK Political Donations and Expenditure	For	For
21	Authorise the Company to Call General Meeting with Two Weeks' Notice	For	For
22	Adopt New Articles of Association	For	For

## **Tele2 AB**

Meeting Date: 04/22/2021

Country: Sweden

Meeting Type: Annual

Ticker: TEL2.B

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
1	Elect Chairman of Meeting	For	For
2.1	Designate Ossian Ekdahl as Inspector of Minutes of Meeting	For	For
2.2	Designate Jan Sarlvik as Inspector of Minutes of Meeting	For	For
3	Prepare and Approve List of Shareholders	For	For
4	Approve Agenda of Meeting	For	For
5	Acknowledge Proper Convening of Meeting	For	For
6	Receive Financial Statements and Statutory Reports		
7	Accept Financial Statements and Statutory Reports	For	For
8	Approve Allocation of Income and Ordinary Dividends of SEK 6 Per Share	For	For
9a	Approve Discharge of Carla Smits-Nusteling	For	For
9b	Approve Discharge of Andrew Barron	For	For
9c	Approve Discharge of Anders Bjorkman	For	For
9d	Approve Discharge of Georgi Ganev	For	For
9e	Approve Discharge of Cynthia Gordon	For	For
9f	Approve Discharge of Eva Lindqvist	For	For
9g	Approve Discharge of Lars-Ake Norling	For	For
9h	Approve Discharge of Anders Nilsson (CEO)	For	For
9i	Approve Discharge of Kjell Johnsen (CEO)	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Tele2 AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
10	Determine Number of Members (7) and Deputy Members of Board	For	For
11a	Approve Remuneration of Directors in the Aggregate Amount of SEK 6.6 Million	For	For
11b	Approve Remuneration of Auditors	For	For
12a	Reelect Andrew Barron as Director	For	For
12b	Elect Stina Bergfors as New Director	For	For
12c	Reelect Georgi Ganev as Director	For	For
12d	Elect Sam Kini as New Director	For	For
12e	Reelect Eva Lindqvist as Director	For	For
12f	Reelect Lars-Ake Norling as Director	For	For
12g	Reelect Carla Smits-Nusteling as Director	For	For
13	Reelect Carla Smits-Nusteling as Board Chairman	For	For
14a	Determine Number of Auditors and Deputy Auditors	For	For
14b	Ratify Deloitte as Auditors	For	For
15	Approve Remuneration Report	For	For
16a	Approve Performance Share Matching Plan LTI 2021	For	For
16b	Approve Equity Plan Financing Through Issuance of Class C Shares	For	For
16c	Approve Equity Plan Financing Through Repurchase of Class C Shares	For	For
16d	Approve Equity Plan Financing Through Transfer of Class B Shares to Participants	For	For
16e	Approve Equity Plan Financing Through Reissuance of Class B Shares	For	For
16f	Authorize Share Swap Agreement	For	Against
	Blended Rationale: A vote AGAINST this item is warranted, as it would entail unnumble lowering the majority requirement compared to the primary financing altern	•	
17	Authorize Share Repurchase Program	For	For
	Shareholder Proposals Submitted by Martin Green		
18a	Investigate if Current Board Members and Leadership Team Fulfil Relevant Legislative and Regulatory Requirements, as well as the Demands of the Public Opinions' Ethical Values	None	Against

Blended Rationale: A vote AGAINST these proposals is warranted as there are no apparent legal or regulatory concerns within the management of the company.

Date range covered: 04/01/2021 to 04/30/2021

### **Tele2 AB**

roposal umber	Proposal Text	Mgmt Rec	Vote Instruction
18b	In the Event that the Investigation Clarifies that there is Need, Relevant Measures Shall be Taken to Ensure that the Requirements are Fulfilled	None	Against
	Blended Rationale: A vote AGAINST these proposals is warrant the management of the company.	ed as there are no apparent legal or regulatory concerns	within
18c	The Investigation and Any Measures Should be Presented as soon as possible, however Not Later than AGM 2022	None	Against
	Blended Rationale: A vote AGAINST these proposals is warrant the management of the company.	ed as there are no apparent legal or regulatory concerns	within
	Shareholder Proposals Submitted by Thomas Ahlin		
19a	Give Full Compensation to Private Customers who have Lost their Pool of Phone Call	None	Against
	Blended Rationale: A vote AGAINST this proposal is warranted to the proposals.	as the proponent has not provided any rationale and ba	ckground
19b	Instruct the Executive Management to Prepare a Code of Conduct for the Customer Service Department,	None	Against
	Blended Rationale: A vote AGAINST this proposal is warranted to the proposals.	as the proponent has not provided any rationale and ba	ckground
20	Close Meeting		

## **Telefonica SA**

**Meeting Date:** 04/22/2021 Country: Spain

Meeting Type: Annual

Ticker: TEF

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Approve Consolidated and Standalone Financial Statements	For	For
1.2	Approve Non-Financial Information Statement	For	For
1.3	Approve Discharge of Board	For	For
2	Approve Treatment of Net Loss	For	For
3	Renew Appointment of PricewaterhouseCoopers as Auditor	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Telefonica SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4.1	Reelect Jose Maria Alvarez-Pallete Lopez as Director	For	Against
	Blended Rationale: A vote AGAINST the reelection of Jose Maris not proposed for interim term only and the company has fails in the near term. A vote FOR Item 4.2 is warranted due to a lac FOR the reelection of BBVA representative Ignacio Moreno und the board. A vote AGAINST the reelection of I-NED Francisco Rinumber of directorships in listed companies.	led to disclose any plans to separate CEO and chairman p ck of concerns about the independent director nominee.A der Item 4.3 is warranted, although BBVA is overrepresen	ositions vote ted on
4.2	Reelect Carmen Garcia de Andres as Director	For	For
4.3	Reelect Ignacio Moreno Martinez as Director	For	For
4.4	Reelect Francisco Jose Riberas Mera as Director	For	Against
	Blended Rationale: A vote AGAINST the reelection of Jose Maris not proposed for interim term only and the company has fails in the near term. A vote FOR Item 4.2 is warranted due to a lac FOR the reelection of BBVA representative Ignacio Moreno und the board. A vote AGAINST the reelection of I-NED Francisco Rinumber of directorships in listed companies.	led to disclose any plans to separate CEO and chairman p ck of concerns about the independent director nominee.A der Item 4.3 is warranted, although BBVA is overrepresen	ositions vote ted on
5	Approve Reduction in Share Capital via Amortization of Treasury Shares	For	For
6.1	Approve Scrip Dividends	For	For
6.2	Approve Scrip Dividends	For	For
7.1	Amend Articles Re: Allow Shareholder Meetings to be Held in Virtual-Only Format	For	For
7.2	Amend Articles Re: Possibility of Granting Proxies and Casting Votes Prior to the Meeting by Telephone	For	For
8.1	Amend Articles of General Meeting Regulations Re: Allow Shareholder Meetings to be Held in Virtual-Only Format	For	For
8.2	Amend Articles of General Meeting Regulations Re: Possibility of Granting Proxies and Casting Votes Prior to the Meeting by Telephone	For	For
9	Approve Remuneration Policy	For	For
10	Approve Restricted Stock Plan	For	For
11	Authorize Board to Ratify and Execute Approved Resolutions	For	For
12	Advisory Vote on Remuneration Report	For	For

# **Teleperformance SE**

Meeting Date: 04/22/2021 Country: France

Meeting Type: Annual/Special Ticker: TEP

Date range covered: 04/01/2021 to 04/30/2021

# **Teleperformance SE**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct
	Ordinary Business		
1	Approve Financial Statements and Statutory Reports	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	For	For
3	Approve Allocation of Income and Dividends of EUR 2.40 per Share	For	For
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	For	For
5	Approve Compensation of Corporate Officers	For	For
6	Approve Compensation of Daniel Julien, Chairman and CEO	For	For
	Blended Rationale: "We remain comfortable with the proposed reresolution."	emuneration payments to management and are sup	porting this
7	Approve Compensation of Olivier Rigaudy, Vice-CEO	For	For
	Blended Rationale: "We remain comfortable with the proposed reresolution."	emuneration payments to management and are supp	porting this
8	Approve Remuneration Policy of Directors	For	For
9	Approve Remuneration Policy of the Chairman and CEO	For	For
10	Approve Remuneration Policy of the Vice-CEO	For	For
11	Reelect Daniel Julien as Director	For	For
	Blended Rationale: "We are sufficiently comfortable with structuroles. Given this we are supporting Daniel Julien's re-election."	re of the board to accept the combination of chairma	an and CEO
12	Reelect Emily Abrera as Director	For	For
13	Reelect Alain Boulet as Director	For	For
14	Reelect Robert Paszczak as Director	For	For
15	Reelect Stephen Winningham as Director	For	For
16	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For
	Extraordinary Business		
17	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	For	For
18	Authorize Capitalization of Reserves of Up to EUR 142 Million for Bonus Issue or Increase in Par Value	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Teleperformance SE**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
19	Amend Article 21 of Bylaws Re: Transactions	For	For
20	Authorize Filing of Required Documents/Other Formalities	For	For

### **Texas Instruments Incorporated**

Meeting Date: 04/22/2021

Country: USA

Meeting Type: Annual

Ticker: TXN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct
1a	Elect Director Mark A. Blinn	For	For
1b	Elect Director Todd M. Bluedorn	For	For
1c	Elect Director Janet F. Clark	For	For
1d	Elect Director Carrie S. Cox	For	For
1e	Elect Director Martin S. Craighead	For	For
1f	Elect Director Jean M. Hobby	For	For
1g	Elect Director Michael D. Hsu	For	For
1h	Elect Director Ronald Kirk	For	For
1i	Elect Director Pamela H. Patsley	For	For
1j	Elect Director Robert E. Sanchez	For	For
1k	Elect Director Richard K. Templeton	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify Ernst & Young LLP as Auditors	For	For
4	Provide Right to Act by Written Consent	Against	For
	· · · · · · · · · · · · · · · · · · ·	<u> </u>	

Blended Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.

### **The AES Corporation**

Meeting Date: 04/22/2021

Country: USA

Meeting Type: Annual

Ticker: AES

Date range covered: 04/01/2021 to 04/30/2021

# **The AES Corporation**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Janet G. Davidson	For	For
1.2	Elect Director Andres R. Gluski	For	For
1.3	Elect Director Tarun Khanna	For	For
1.4	Elect Director Holly K. Koeppel	For	For
1.5	Elect Director Julia M. Laulis	For	For
1.6	Elect Director James H. Miller	For	For
1.7	Elect Director Alain Monie	For	For
1.8	Elect Director John B. Morse, Jr.	For	For
1.9	Elect Director Moises Naim	For	For
1.10	Elect Director Teresa M. Sebastian	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify Ernst & Young LLP as Auditors	For	For
4	Require Shareholder Approval of Bylaw and Charter Amendments Adopted by the Board of Directors	Against	Against

## **Trelleborg AB**

Meeting Date: 04/22/2021 C

Country: Sweden

Meeting Type: Annual

Ticker: TREL.B

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Elect Chairman of Meeting	For	For
2.a	Designate Greta O Johan Kocks Fromma Stiftelse as Inspector of Minutes of Meeting	For	For
2.b	Designate Didner & Gerge Funds as Inspector of Minutes of Meeting	For	For
3	Prepare and Approve List of Shareholders	For	For
4	Acknowledge Proper Convening of Meeting	For	For
5	Approve Agenda of Meeting	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Trelleborg AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
6	Receive Financial Statements and Statutory Reports		
7.a	Accept Financial Statements and Statutory Reports	For	For
7.b	Approve Allocation of Income and Dividends of SEK 5 Per Share	For	For
7.c1	Approve Discharge of Board Chairman Hans Biorck	For	For
7.c2	Approve Discharge of Board Member Gunilla Fransson	For	For
7.c3	Approve Discharge of Board Member Johan Malmquist	For	For
7.c4	Approve Discharge of Board Member Peter Nilsson	For	For
7.c5	Approve Discharge of Board Member Anne Mette Olesen	For	For
7.c6	Approve Discharge of Board Member Susanne Pahlen Aklundh	For	For
7.c7	Approve Discharge of Board Member Jan Stahlberg	For	For
7.c8	Approve Discharge of Former Board Member Panu Routila	For	For
7.c9	Approve Discharge of Employee Representative Maria Eriksson	For	For
7.c10	Approve Discharge of Employee Representative Jimmy Faltin	For	For
7.c11	Approve Discharge of Employee Representative Lars Pettersson	For	For
7.c12	Approve Discharge of Former Employee Representative Peter Larsson	For	For
7.c13	Approve Discharge of CEO Peter Nilsson	For	For
8	Determine Number of Members (7) and Deputy Members (0) of Board	For	For
9	Approve Remuneration of Directors in the Amount of SEK 1.9 Million for Chairman and SEK 650,000 for Other Directors; Approve Remuneration for Committee Work; Approve Remuneration of Auditors	For	For
10.a1	Reelect Hans Biorck as Director	For	Against
	Blended Rationale: A vote AGAINST non-independent director is warranted since t	the board is less than 1/3 independent.	
10.a2	Reelect Gunilla Fransson as Director	For	Against
	Blended Rationale: A vote AGAINST non-independent director is warranted since t	the board is less than 1/3 independent.	
10.a3	Elect Monica Gimre as New Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Trelleborg AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
10.a4	Reelect Johan Malmquist as Director	For	Against
	Blended Rationale: A vote AGAINST non-independent director is warranted si	ince the board is less than 1/3 independent.	
10.a5	Reelect Peter Nilsson as Director	For	For
10.a6	Reelect Anne Mette Olesen as Director	For	For
10.a7	Reelect Jan Stahlberg as Director	For	For
10.b	Reelect Hans Biorck as Board Chairman	For	Against
	Blended Rationale: A vote AGAINST this item is warranted because the election supported.	ion of Hans Biorck to the board of directors is not	
10.c	Ratify Deloitte as Auditors	For	For
11	Approve Remuneration Report	For	Against
	Blended Rationale: A vote AGAINST this item is warranted due to:- A lack of vesting schedule related to the LTIP; and- A lack of ex ante and ex post discidualition of the LTIP. Further concerns are noted with the lack of disclosure 2020.	losure of performance targets levels for the	
12	Authorize Representatives of Five of Company's Largest Shareholders to Serve on Nominating Committee	For	For
13	Amend Articles Re: Editorial Changes; Participation at General Meeting; Postal Voting	For	For

## **u-blox Holding AG**

Meeting Date: 04/22/2021 Country: Switzerland

Meeting Type: Annual

pe: Annual Ticker: UBXN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Allocation of Income and Omission of Dividends	For	For
3	Approve Discharge of Board and Senior Management	For	For
4.1	Increase Conditional Share Capital Reserved for Stock Option Plan	For	For
4.2	Approve Extension of CHF 10.4 Million Pool of Authorized Capital without Preemptive Rights	For	For
5.1	Reelect Andre Mueller as Director and Board Chairman	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **u-blox Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5.2	Reelect Gina Domanig as Director	For	For
5.3	Reelect Ulrich Looser as Director	For	For
5.4	Reelect Annette Rinck as Director	For	For
5.5	Reelect Markus Borchert as Director	For	For
5.6	Reelect Thomas Seiler as Director	For	For
5.7	Reelect Jean-Pierre Wyss as Director	For	For
6.1	Reappoint Gina Domanig as Member of the Nomination and Compensation Committee	For	For
6.2	Reappoint Markus Borchert as Member of the Nomination and Compensation Committee	For	For
7.1	Approve Remuneration of Board of Directors in the Amount of CHF 654,000 for the Period between 2020 AGM and 2021 AGM (Non-Binding)	For	For
7.2	Approve Remuneration of Executive Committee in the Amount of CHF 3 Million for Fiscal Year 2020 (Non-Binding)	For	For
8.1	Approve Remuneration of Board of Directors in the Amount of CHF 660,000 from 2021 AGM Until 2022 AGM	For	For
8.2	Approve Remuneration of Executive Committee in the Amount of CHF 7 Million for Fiscal Year 2022	For	For
9	Designate KBT Treuhand AG as Independent Proxy	For	For
10	Ratify KPMG AG as Auditors	For	For
11	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

### **Veolia Environnement SA**

Meeting Date: 04/22/2021	Country: France Meeting Type: Annual/Special	Ticker: VIE

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
	• • • • • • • • • • • • • • • • • • • •		

Ordinary Business

Date range covered: 04/01/2021 to 04/30/2021

### **Veolia Environnement SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
1	Approve Financial Statements and Statutory Reports	For	For	
2	Approve Consolidated Financial Statements and Statutory Reports	For	For	
3	Approve Non-Deductible Expenses	For	For	
4	Approve Allocation of Income and Dividends of EUR 0.70 per Share	For	For	
5	Approve Auditors' Special Report on Related-Party Transactions	For	For	
6	Reelect Caisse des Depots et Consignations as Director	For	For	
7	Reelect Marion Guillou as Director	For	For	
8	Elect Pierre-Andre de Chalendar as Director	For	For	
9	Approve Amendment of the Economic Performance Criterion Related to the Acquisition of Performance Shares Allocated to the Chairman and CEO under Plan No. 1	For	Against	
	shares under plan n. 1. The proposed adjustment would completely erase the effects of the Covid-19 crisis for the 2018 LTI plan, which would therefore be in disconnection with the company's performance and shareholders' interests. QUALIFIED FOR Items 10 and 11 are warranted since the proposed adjustment would partly erase the effects of the Covid-19 crisis for the 2019 and 2020 LTI plans. This negative feature is mitigated by the following reasons:- The company still needs to manage the recovery process in 2021 and 2022; and- The negative features are mitigated by the decrease of LTI grants and the presence of other performance criteria.			
10	Approve Amendment of the Economic Performance Criterion Related to the Acquisition of Performance Shares Allocated to the Chairman and CEO under Plan No. 2	For	For	
11	Approve Amendment of the Economic Performance Criterion Related to the Acquisition of Performance Shares Allocated to the Chairman and CEO under Plan No. 3	For	For	
12	Approve Compensation of Antoine Frerot, Chairman and CEO	For	Against	
	Blended Rationale: A vote AGAINST this remuneration report is warranted because:- The bonus' financial quantitative criteria are assessed under the revised objectives of July 30, 2020 but the company did not provide any use of discretion in the 2020 remuneration policy or any subsequent rationale. The bonus outcome is not consistent with the company's performance as the effects of the Covid-19 crisis on the bonus payout are not reflected. This falls short markets standards as it contravenes to the alignment between pay and performance; and- The proposed adjustment under the 2018 LTI plan proposed under Item 9 above would enable a total acquisition of shares under plan n. 1. erasing again the effects of the Covid-19 crisis. The long-term remuneration under this plan would therefore be in disconnection with the company's performance and shareholders' interests.			
13	Approve Compensation of Corporate Officers	For	For	
14	Approve Remuneration Policy of Chairman and CEO	For	For	
15	Approve Remuneration Policy of Corporate Officers	For	For	

Date range covered: 04/01/2021 to 04/30/2021

### **Veolia Environnement SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
16	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For
	Extraordinary Business		
17	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 868 Million	For	For
18	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 868 Million	For	For
19	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 17 and 18	For	For
20	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	For	For
21	Approve Issuance of Equity or Equity-Linked Securities Reserved for Employees and Corporate Officers, up to Aggregate Nominal Amount of EUR 17,358,340	For	For
22	Authorize up to 0.5 Percent of Issued Capital for Use in Restricted Stock Plans	For	For
23	Amend Article 11 of Bylaws Re: Employee Representative	For	For
24	Amend Article 11.2 of Bylaws Re: Board Composition	For	For
25	Authorize Filing of Required Documents/Other Formalities	For	For

## Vina Concha y Toro SA

Meeting Date: 04/22/2021

Country: Chile

Meeting Type: Annual/Special

Ticker: CONCHATORO

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Ordinary Business		
1	Approve Financial Statements and Statutory Reports	For	For
2	Approve Allocation of Income and Dividends of CLP 29.80 Per Share	For	For
3	Approve Dividend Policy	For	For

Date range covered: 04/01/2021 to 04/30/2021

## Vina Concha y Toro SA

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3	Approve Remuneration of Directors	For	For
4	Receive Report on Board's Expenses	For	For
5	Receive Directors' Committee Report on Activities and Expenses	For	For
6	Approve Remuneration and Budget of Directors' Committee	For	For
7	Appoint Auditors	For	For
8	Designate Risk Assessment Companies	For	For
9	Designate Newspaper to Publish Meeting Announcements	For	For
10	Receive Report Regarding Related-Party Transactions	For	For
11	Other Business	For	Against
	Blended Rationale: A vote AGAINST this request is warranted since it cannot be k agenda item.	nown what issues will be raised under this	
	Extraordinary Business		
1	Add New Article Two Bis and New Section to Article Fourth Re: Certification as B Company	For	Against
	Blended Rationale: A vote AGAINST this item is warranted given lack of detailed amendments.	disclosure regarding the proposed bylaw	
2	Authorize Share Repurchase Program	For	Against
	Blended Rationale: A vote AGAINST these items is warranted given the lack of disshare repurchase program.	sclosure regarding the terms of the proposed	
3	Set Maximum Amount, Objective and Duration of Share Repurchase Program	For	Against
	Blended Rationale: A vote AGAINST these items is warranted given the lack of disshare repurchase program.	sclosure regarding the terms of the proposed	
4	Adopt Necessary Agreements to Implement Share Repurchase Program	For	Against
	Blended Rationale: A vote AGAINST these items is warranted given the lack of disshare repurchase program.	sclosure regarding the terms of the proposed	_
5	Authorize Board to Ratify and Execute Approved Resolutions	For	Against
	Blended Rationale: A vote AGAINST this closing formality is warranted in light of to of this agenda.	the vote recommendations for the prior items	

## **Webster Financial Corporation**

Meeting Date: 04/22/2021 Country: USA

Meeting Type: Annual Ticker: WBS

Date range covered: 04/01/2021 to 04/30/2021

# **Webster Financial Corporation**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director William L. Atwell	For	For
1b	Elect Director John R. Ciulla	For	For
1c	Elect Director Elizabeth E. Flynn	For	For
1d	Elect Director E. Carol Hayles	For	For
1e	Elect Director Linda H. Ianieri	For	For
1f	Elect Director Laurence C. Morse	For	For
1g	Elect Director Karen R. Osar	For	For
1h	Elect Director Mark Pettie	For	For
<b>1</b> i	Elect Director Lauren C. States	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify KPMG LLP as Auditors	For	For
4	Amend Omnibus Stock Plan	For	For

## **Wolters Kluwer NV**

Meeting Date: 04/22/2021

Country: Netherlands

Meeting Type: Annual

Ticker: WKL

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda		
1	Open Meeting		
2.a	Receive Report of Management Board (Non-Voting)		
2.b	Receive Report of Supervisory Board (Non-Voting)		
2.c	Approve Remuneration Report	For	For
3.a	Adopt Financial Statements	For	For
3.b	Receive Explanation on Company's Dividend Policy		
3.c	Approve Dividends of EUR 1.36 Per Share	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Wolters Kluwer NV**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4.a	Approve Discharge of Management Board	For	For
4.b	Approve Discharge of Supervisory Board	For	For
5.a	Reelect Frans Cremers to Supervisory Board	For	For
5.b	Reelect Ann Ziegler to Supervisory Board	For	For
6	Reelect Kevin Entricken to Management Board	For	For
7	Approve Remuneration Policy for Management Board	For	For
8.a	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital	For	For
8.b	Authorize Board to Exclude Preemptive Rights from Share Issuances	For	For
9	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For
10	Authorize Cancellation of Repurchased Shares	For	For
11	Other Business (Non-Voting)		
12	Close Meeting		

## **Abbott Laboratories**

Meeting Date: 04/23/2021

Country: USA

Meeting Type: Annual

Ticker: ABT

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Robert J. Alpern	For	For
1.2	Elect Director Roxanne S. Austin	For	For
1.3	Elect Director Sally E. Blount	For	For
1.4	Elect Director Robert B. Ford	For	For
1.5	Elect Director Michelle A. Kumbier	For	For
1.6	Elect Director Darren W. McDew	For	For
1.7	Elect Director Nancy McKinstry	For	For
1.8	Elect Director William A. Osborn	For	For
1.9	Elect Director Michael F. Roman	For	For
1.10	Elect Director Daniel J. Starks	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Abbott Laboratories**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.11	Elect Director John G. Stratton	For	For
1.12	Elect Director Glenn F. Tilton	For	For
1.13	Elect Director Miles D. White	For	For
2	Ratify Ernst & Young LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
4a	Adopt Majority Voting Standard for Amendments of the Articles of Incorporation and Effect Other Ministerial Changes	For	For
4b	Adopt Majority Voting Standard for Certain Extraordinary Transactions	For	For
5	Report on Lobbying Payments and Policy	Against	For
	Blended Rationale: A vote FOR this proposal is warranted, as ac oversight mechanisms, along with its trade association payment associated with the company's participation in the public policy	s, would help shareholders better assess the risks and benef	
6	Report on Racial Justice	Against	For
	Blended Rationale: A vote FOR this resolution is warranted, as a allow shareholders to better assess the effectiveness of the com		
7	Require Independent Board Chair	Against	For

# **Alleghany Corporation**

Meeting Date: 04/23/2021

Country: USA

Meeting Type: Annual

Ticker: Y

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Phillip M. Martineau	For	For
1.2	Elect Director Raymond L.M. Wong	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify Ernst & Young LLP as Auditor	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Amplifon SpA**

Meeting Date: 04/23/2021

Country: Italy

Meeting Type: Annual

Ticker: AMP

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct	
	Ordinary Business			
1.1	Accept Financial Statements and Statutory Reports	For	For	
1.2	Approve Allocation of Income	For	For	
2	Approve Remuneration of Directors	For	For	
	Appoint Internal Statutory Auditors (Slate Election) - Choose One of the Following Slates			
3.1.1	Slate 1 Submitted by Ampliter Srl	None	Against	
	Blended Rationale: This item warrants a vote AGAINST because better represent the interests of global institutional investors of the interests of global institutional investors of global inves	se:- Shareholders can support only one slate Slate 2 is likely to and minority shareholders.		
3.1.2	Slate 2 Submitted by Institutional Investors (Assogestioni)	None	For	
3.2	Approve Internal Auditors' Remuneration	For	For	
4.1	Approve Remuneration Policy	For	Against	
	Blended Rationale: A vote AGAINST is warranted because termination payments can be in excess of 24 months' pay and the policy allows for the payment of discretionary bonuses to key managers, including the CEO/GM.			
4.2	Approve Second Section of the Remuneration Report	For	Against	
		se:- The company provides insufficient ex-post information on the n the level of achievement of performance targets The company		
5	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	For	Against	

# **Arbonia AG**

Meeting Date: 04/23/2021

Country: Switzerland

derivatives for the whole amount of the share repurchase program.

Meeting Type: Annual

Ticker: ARBN

Date range covered: 04/01/2021 to 04/30/2021

## **Arbonia AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Approve Management Report	For	For
1.2	Approve Annual Financial Statements	For	For
1.3	Approve Consolidated Financial Statements	For	For
2	Approve Discharge of Board and Senior Management	For	For
3.1	Approve Allocation of Income and Dividends of CHF 0.24 per Share	For	For
3.2	Approve Dividends of CHF 0.24 per Share from Capital Contribution Reserves	For	For
4.1.1	Elect Alexander von Witzleben as Director, Board Chairman, and Member of the Compensation Committee	For	Against
	Blended Rationale: A vote AGAINST the chairman/CEO Alexande both the board chair and CEO, which is a breach of market best nomination/compensation committees, which represents a confli	practice;- He is an executive and serves on the aud	lit and
4.1.2	Elect Peter Barandun as Director and Member of the Compensation Committee	For	Against
	Blended Rationale: Votes AGAINST incumbent Nominating Committeesity on the board.	nittee chair Peter Barandun are warranted for lack o	of gender
4.1.3	Elect Peter Bodmer as Director	For	For
4.1.4	Elect Heinz Haller as Director and Member of the Compensation Committee	For	For
4.1.5	Elect Markus Oppliger as Director	For	For
4.1.6	Elect Michael Pieper as Director	For	For
4.1.7	Elect Thomas Lozser as Director	For	For
4.1.8	Elect Carsten Voigtlaender as Director	For	For
4.2	Designate Roland Keller as Independent Proxy	For	For
4.3	Ratify KPMG AG as Auditors	For	For
5.1	Approve Creation of CHF 29.1 Million Pool of Authorized Capital without Preemptive Rights	For	For
5.2	Approve Creation of CHF 29.1 Million Conditional Capital Pool for Bonds or Similar Debt Instruments	For	For
6.1	Approve Remuneration Report (Non-Binding)	For	Against

Blended Rationale: A vote AGAINST the remuneration report is warranted because:- Only limited disclosure is provided surrounding STI performance targets and payouts.- There is no long-term variable component within the compensation framework.- Two executives received special bonuses during the year under review and the board has provided a low level of transparency surrounding these payments.

Date range covered: 04/01/2021 to 04/30/2021

## **Arbonia AG**

Proposal Text	Mgmt Rec	Vote Instruction
Approve Remuneration of Directors in the Amount of CHF 950,000	For	For
Approve Remuneration of Executive Committee in the Amount of CHF 6.1 Million	For	For
Transact Other Business (Voting)	For	Against
	Approve Remuneration of Directors in the Amount of CHF 950,000  Approve Remuneration of Executive Committee in the Amount of CHF 6.1 Million	Approve Remuneration of Directors in the Amount of CHF 950,000  Approve Remuneration of Executive Committee in the Amount of CHF 6.1 Million

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

# **Ayala Corporation**

Meeting Date: 04/23/2021

Country: Philippines

Meeting Type: Annual

Ticker: AC

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructi
1	Approve Minutes of Previous Meeting	For	For
2	Approve Annual Report	For	For
3	Ratify Acts of the Board of Directors and Officers	For	For
	Elect 7 Directors by Cumulative Voting		
4.1	Elect Jaime Augusto Zobel de Ayala as Director	For	For
4.2	Elect Fernando Zobel de Ayala as Director	For	Against
	Blended Rationale: A vote AGAINST non-independent director is v	warranted since the board is less than 1/3 indepe	endent.
4.3	Elect Cezar P. Consing as Director	For	Against
	Blended Rationale: A vote AGAINST non-independent director is v	warranted since the board is less than 1/3 indepe	endent.
4.4	Elect Delfin L. Lazaro as Director	For	Against
	Blended Rationale: A vote AGAINST non-independent director is v	warranted since the board is less than 1/3 indepe	endent.
4.5	Elect Keiichi Matsunaga as Director	For	Against
	Blended Rationale: A vote AGAINST non-independent director is v	warranted since the board is less than 1/3 indepe	endent.
4.6	Elect Rizalina G. Mantaring as Director	For	For
4.7	Elect Antonio Jose U. Periquet as Director	For	For
5	Elect SyCip Gorres Velayo & Co. as External Auditor and Fix Its Remuneration	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Ayala Corporation**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
6	Approve Other Matters	For	Against

Blended Rationale: A vote AGAINST this resolution is warranted because the company did not disclose the other matters that will be taken up under this resolution.

# **BDO Unibank, Inc.**

Meeting Date: 04/23/2021

Country: Philippines

Meeting Type: Annual

Ticker: BDO

Proposal Vote			Voto
Number	Proposal Text	Mgmt Rec	Instruction
1	Approve Minutes of Previous Stockholders' Meeting held on June 16, 2020	For	For
2	Approve Audited Financial Statements of BDO as of December 31, 2020	For	For
3	Approve and Ratify All Acts of the Board of Directors, Board Committees and Management During Their Terms of Office	For	For
	Elect 11 Directors by Cumulative Voting		
4.1	Elect Christopher A. Bell-Knight as Director	For	For
4.2	Elect Jesus A. Jacinto, Jr. as Director	For	For
4.3	Elect Teresita T. Sy as Director	For	For
4.4	Elect Josefina N. Tan as Director	For	For
4.5	Elect Nestor V. Tan as Director	For	For
4.6	Elect George T. Barcelon as Director	For	For
4.7	Elect Jose F. Buenaventura as Director	For	For
4.8	Elect Jones M. Castro, Jr. as Director	For	For
4.9	Elect Vicente S. Perez, Jr. as Director	For	For
4.10	Elect Dioscoro I. Ramos as Director	For	For
4.11	Elect Gilberto C. Teodoro, Jr. as Director	For	For
5	Approve Amendments to Sections 10 and 16 of BDO's By-Laws Following the Recommendations of the Bangko Sentral ng Pilipinas	For	For
6	Appoint External Auditor	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **BDO Unibank, Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7	Approve Other Matters	For	Against

Blended Rationale: A vote AGAINST this resolution is warranted because the company did not disclose the other matters that will be taken up under this resolution.

# **CenterPoint Energy, Inc.**

Meeting Date: 04/23/2021

Country: USA

Meeting Type: Annual

Ticker: CNP

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Leslie D. Biddle	For	For
1b	Elect Director Milton Carroll	For	For
1c	Elect Director Wendy Montoya Cloonan	For	For
1d	Elect Director Earl M. Cummings	For	For
1e	Elect Director David J. Lesar	For	For
1f	Elect Director Martin H. Nesbitt	For	For
1g	Elect Director Theodore F. Pound	For	For
1h	Elect Director Phillip R. Smith	For	For
1i	Elect Director Barry T. Smitherman	For	For
2	Ratify Deloitte & Touche LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

# **CP All Public Company Limited**

Meeting Date: 04/23/2021

Country: Thailand

Meeting Type: Annual

Ticker: CPALL

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Acknowledge Operating Results		
2	Approve Financial Statements	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **CP All Public Company Limited**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
3	Approve Allocation of Income and Dividend Payment	For	For	
4.1	Elect Soopakij Chearavanont as Director	For	For	
4.2	Elect Korsak Chairasmisak as Director	For	Against	
	Blended Rationale: A vote AGAINST the following nominees is warranted conviction of insider trading raises serious concerns over his continued by individuals to continue to serve on the board puts shareholders at risk Nomination and Remuneration Committee (NRC) and there appears to be relation to the NRC's decision to nominate the involved directors, despite FOR all other nominees is warranted.	oard membership at the company, and allowing such Suphachai Chearavanont (Item 4.3) is a member of the e a material failure of governance and oversight in		
4.3	Elect Suphachai Chearavanont as Director	For	Against	
	Blended Rationale: A vote AGAINST the following nominees is warranted conviction of insider trading raises serious concerns over his continued by individuals to continue to serve on the board puts shareholders at risk.— Nomination and Remuneration Committee (NRC) and there appears to be relation to the NRC's decision to nominate the involved directors, despite FOR all other nominees is warranted.	oard membership at the company, and allowing such Suphachai Chearavanont (Item 4.3) is a member of the e a material failure of governance and oversight in		
4.4	Elect Adirek Sripratak as Director	For	For	
4.5	Elect Tanin Buranamanit as Director	For	For	
5	Approve Remuneration of Directors	For	For	
6	Approve KPMG Phoomchai Audit Ltd. as Auditors and Authorize Board to Fix Their Remuneration	For	For	
7	Approve Issuance and Offering of Bonds	For	For	

# **Cyrela Brazil Realty SA Empreendimentos e Participacoes**

Meeting Date: 04/23/2021 Country: Brazil

Meeting Type: Annual Ticker: CYRE3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For
2	Accept Management Statements for Fiscal Year Ended Dec. 31, 2020	For	For
3	Approve Allocation of Income and Dividends	For	For
4	Fix Number of Directors at Eight	For	For
5	Elect Ricardo Cunha Sales as Independent Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Cyrela Brazil Realty SA Empreendimentos e Participacoes**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
6	Approve Classification of Ricardo Cunha Sales as Independent Director	For	For
7	Approve Remuneration of Company's Management and Fiscal Council	For	Against
	Blended Rationale: A vote AGAINST this item is warranted because:- The compart for the 57.6-percent year-over-year increase proposed for the 2021 global compe remuneration disclosure lacks transparency.	,	
8	Do You Wish to Request Installation of a Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	None	For

# Foshan Haitian Flavouring & Food Co., Ltd.

Meeting Date: 04/23/2021

Country: China

Meeting Type: Annual

Ticker: 603288

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Report of the Board of Directors	For	For
2	Approve Report of the Board of Supervisors	For	For
3	Approve Annual Report and Summary	For	For
4	Approve Financial Statements	For	For
5	Approve Financial Budget Report	For	For
6	Approve Profit Distribution and Capitalization of Capital Reserves	For	For
7	Approve Remuneration of Director and Supervisors	For	For
8	Approve to Appoint Auditor	For	For
9	Approve Use of Idle Own Funds for Entrusted Financial Management	For	Against
	Blended Rationale: A vote AGAINST is warranted because the proposed investmentisks.	nt could expose the company to unnecessary	
10	Approve Related Party Transactions	For	For
11	Approve Amendments to Articles of Association	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Galp Energia SGPS SA**

Meeting Date: 04/23/2021 Country: Portugal

Meeting Type: Annual

Ticker: GALP

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Ratify Co-option of Andrew Richard Dingley Brown as Director	For	For
2	Approve Individual and Consolidated Financial Statements and Statutory Reports	For	For
3	Approve Allocation of Income	For	For
4	Appraise Management of Company and Approve Vote of Confidence to Board of Directors	For	For
5	Appraise Supervision of Company and Approve Vote of Confidence to Fiscal Council	For	For
6	Appraise Work Performed by Statutory Auditor and Approve Vote of Confidence to Statutory Auditor	For	For
7	Approve Statement on Remuneration Policy	For	For
8	Authorize Repurchase and Reissuance of Shares and Bonds	For	For

## **Gerdau SA**

Meeting Date: 04/23/2021 Country: Brazil

Meeting Type: Annual

Ticker: GGBR4

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Meeting for Preferred Shareholders		
1	As a Preferred Shareholder, Would You like to Request a Separate Minority Election of a Member of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	None	For

Blended Rationale: A vote FOR this item is warranted because:- Minority preferred shareholders have disclosed a nominee for the separate minority board election; and- The election of a minority representative to the board of directors would potentially improve the company's governance and provide greater board independence.

Date range covered: 04/01/2021 to 04/30/2021

## **Gerdau SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Elect Augusto Brauna Pinheiro as Director Appointed by Preferred Shareholder	None	For
	Blended Rationale: A vote FOR this proposal is warranted beca biographical information on the minority shareholder nominee; nominees; and- There are no known concerns regarding the pr	There is no indication of competing minority ordinary	
3	In Case Neither Class of Shares Reaches the Minimum Quorum Required by the Brazilian Corporate Law to Elect a Board Representative in Separate Elections, Would You Like to Use Your Votes to Elect the Candidate with More Votes to Represent Both Classes?	None	For
	Blended Rationale: A vote FOR this proposal is warranted becaestablishing a separate election for a minority board representative board level.	· · ·	
4	Elect Carlos Roberto Cafareli as Fiscal Council Member and Maelcio Mauricio Soares as Alternate Appointed by Preferred Shareholder	None	For
4	Elect Carlos Roberto Cafareli as Fiscal Council Member and Maelcio Mauricio Soares as	- The names of the fiscal council nominee and alternate sed;- There is no indication of competing minority preferred	

## **Glarner Kantonalbank AG**

Meeting Date: 04/23/2021 Country: Switzerland

Meeting Type: Annual

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Remuneration of Directors in the Amount of CHF 445,024	For	For
3.1	Approve Allocation of Income and Dividends of CHF 1.10 per Share	For	For
3.2	Approve Charitable Donation in the Amount of CHF 500,000 to Stiftung der Glarner Kantonalbank fuer ein starkes Glarnerland	For	For
4	Approve Discharge of Board of Directors, Senior Management and Statutory Auditor	For	For
5.1	Reelect Martin Leutenegger as Director and Board Chairman	For	For
5.2	Reelect Benjamin Muehlemann as Director and Representative of the Governing Council	For	For

Ticker: GLKBN

Date range covered: 04/01/2021 to 04/30/2021

#### **Glarner Kantonalbank AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5.3	Reelect Urs Gnos as Director	For	For
5.4	Reelect Rudolf Staeger as Director	For	For
5.5	Reelect Sonja Stirnimann as Director	For	For
5.6	Reelect Dominic Rau as Director	For	For
5.7	Elect Konrad Marti as Director	For	For
6	Ratify PricewaterhouseCoopers AG as Auditors	For	For
7	Transact Other Business (Voting)	For	Against
	Blanded Betievels Assets ACAINCT is wearened be seen at This items seemes a	dditil itt	

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these any new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

#### Graco Inc.

Meeting Date: 04/23/2021 Country: USA

Meeting Type: Annual

Ticker: GGG

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Brett C. Carter	For	For
1b	Elect Director R. William Van Sant	For	For
1c	Elect Director Emily C. White	For	For
2	Ratify Deloitte & Touche LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

## **Great Wall Motor Company Limited**

Meeting Date: 04/23/2021

Country: China

Meeting Type: Annual

Ticker: 2333

Proposal		Vote
Number Proposal Text	Mgmt Rec	Instruction
Number Proposal Text	rigint Rec	Instruction

AGM BALLOT FOR HOLDERS OF H SHARES

Date range covered: 04/01/2021 to 04/30/2021

# **Great Wall Motor Company Limited**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve 2020 Audited Financial Report	For	For
2	Approve 2020 Report of the Board of Directors	For	For
3	Approve 2020 Profit Distribution Proposal	For	For
4	Approve 2020 Annual Report and Its Summary Report	For	For
5	Approve 2020 Report of the Independent Directors	For	For
6	Approve 2020 Report of the Supervisory Committee	For	For
7	Approve 2021 Operating Strategies	For	For
8	Approve Deloitte Touche Tohmatsu Certified Public Accountants LLP as External Auditor and Authorize Board to Fix Their Remuneration	For	Against
	Blended Rationale: A vote AGAINST this proposal is warranted given that the non to the company's audit firm in the latest fiscal year without satisfactory explanation		
9	Approve 2021 Plan of Guarantees to be Provided by the Company	For	Against
	Blended Rationale: A vote AGAINST this resolution is warranted due to lack of info proposed guarantees to other controlled subsidiaries.	ormation to assess and justify the risk of the	
10	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights for A Shares and H Shares	For	Against
	Blended Rationale: A vote AGAINST this resolution is warranted for the following: than 10 percent of the relevant class of shares The company has not specified to		<del></del>
11	Approve Authorization of the Board to Repurchase A Shares and H Shares of the Company	For	For

# **Great Wall Motor Company Limited**

Meeting Date: 04/23/2021

Country: China

Meeting Type: Special

Ticker: 2333

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	CLASS MEETING FOR HOLDERS OF H SHARES		
1	Approve Authorization of the Board to Repurchase A Shares and H Shares of the Company	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **Gruma SAB de CV**

Meeting Date: 04/23/2021

Country: Mexico

Meeting Type: Special

Ticker: GRUMAB

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Extraordinary Business		
1	Authorize Cancellation of 11.29 Million Series B Class I Repurchased Shares and Consequently Reduction in Fixed Portion of Capital; Amend Article 6	For	For
2	Amend Articles 11 (Purchase and Sale of Company's Shares) and 37 (Attendance Right)	For	Against
	Blended Rationale: A vote AGAINST this item is warranted because the contents or released.	of the proposed amendment have not been	
3	Authorize Board to Ratify and Execute Approved Resolutions	For	For

## **Gruma SAB de CV**

Meeting Date: 04/23/2021

Country: Mexico

Meeting Type: Annual

Ticker: GRUMAB

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Ordinary Business		
1	Approve Financial Statements and Statutory Reports	For	For
2	Approve Allocation of Income and Dividends	For	For
3	Set Maximum Amount of Share Repurchase Reserve and Present Report of Operations with Treasury Shares	For	For
4	Elect Directors, Secretary, and Alternates, Verify Independence Classification of Directors and Approve Their Remuneration; Approve Remuneration of Audit and Corporate Practices Committees	For	For

biended Rationale: A vote AGAINST these items is warranted because:- The names of the director candidates are not disclosed;- The company has bundled the election of directors into a single voting item; and- Undisclosed bundled director election proposals disenfranchise shareholders voting by proxy.

Date range covered: 04/01/2021 to 04/30/2021

## **Gruma SAB de CV**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
5	Elect Chairmen of Audit and Corporate Practices Committees	For	For	
	Blended Rationale: A vote AGAINST these items is warranted be disclosed;- The company has bundled the election of directors in election proposals disenfranchise shareholders voting by proxy.			
6	Authorize Board to Ratify and Execute Approved Resolutions	For	For	

# **Grupo Financiero Banorte SAB de CV**

Meeting Date: 04/23/2021

Country: Mexico

Meeting Type: Annual

Ticker: GFNORTEO

Proposal	Proposal Text	Mgmt Rec	Vote Instruction
Number	Proposal Text	mgmt kec	Instruction
	Ordinary Business		
1.a	Approve CEO's Report on Financial Statements and Statutory Reports	For	For
1.b	Approve Board's Report on Policies and Accounting Information and Criteria Followed in Preparation of Financial Information	For	For
1.c	Approve Board's Report on Operations and Activities Undertaken by Board	For	For
1.d	Approve Report on Activities of Audit and Corporate Practices Committee	For	For
1.e	Approve All Operations Carried out by Company and Ratify Actions Carried out by Board, CEO and Audit and Corporate Practices Committee	For	For
2	Approve Allocation of Income	For	For
3	Receive Auditor's Report on Tax Position of Company		
4.a1	Elect Carlos Hank Gonzalez as Board Chairman	For	For
4.a2	Elect Juan Antonio Gonzalez Moreno as Director	For	For
4.a3	Elect David Juan Villarreal Montemayor as Director	For	For
4.a4	Elect Jose Marcos Ramirez Miguel as Director	For	For
4.a5	Elect Carlos de la Isla Corry as Director	For	For
4.a6	Elect Everardo Elizondo Almaguer as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Grupo Financiero Banorte SAB de CV**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4.a7	Elect Carmen Patricia Armendariz Guerra as Director	For	For
4.a8	Elect Clemente Ismael Reyes Retana Valdes as Director	For	For
4.a9	Elect Alfredo Elias Ayub as Director	For	For
4.a10	Elect Adrian Sada Cueva as Director	For	Against
	Blended Rationale: A vote AGAINST Alfonso de Angoitia Noriega and Adrian Guad directors serve on more than three public boards and are CEOs of outside compa under Sustainability Advisory Services policy guidelines. A vote FOR the remaining company has disclosed the names of the director nominees; and The proposed contains at least two independent members, meeting the growing expectations of	nies. Therefore, considered overboarded n nominees is warranted because:- The board is at least one-third independent and	
4.a11	Elect David Penaloza Alanis as Director	For	For
4.a12	Elect Jose Antonio Chedraui Eguia as Director	For	For
4.a13	Elect Alfonso de Angoitia Noriega as Director	For	Against
	Blended Rationale: A vote AGAINST Alfonso de Angoitia Noriega and Adrian Guad directors serve on more than three public boards and are CEOs of outside compa under Sustainability Advisory Services policy guidelines. A vote FOR the remaining company has disclosed the names of the director nominees; and The proposed contains at least two independent members, meeting the growing expectations of	nies. Therefore, considered overboarded n nominees is warranted because:- The board is at least one-third independent and	
4.a14	Elect Thomas Stanley Heather Rodriguez as Director	For	For
4.a15	Elect Graciela Gonzalez Moreno as Alternate Director	For	For
4.a16	Elect Juan Antonio Gonzalez Marcos as Alternate Director	For	For
4.a17	Elect Alberto Halabe Hamui as Alternate Director	For	For
4.a18	Elect Gerardo Salazar Viezca as Alternate Director	For	For
4.a19	Elect Alberto Perez-Jacome Friscione as Alternate Director	For	For
4.a20	Elect Diego Martinez Rueda-Chapital as Alternate Director	For	For
4.a21	Elect Roberto Kelleher Vales as Alternate Director	For	For
4.a22	Elect Cecilia Goya de Riviello Meade as Alternate Director	For	For
4.a23	Elect Isaac Becker Kabacnik as Alternate Director	For	For
4.a24	Elect Jose Maria Garza Trevino as Alternate Director	For	For
4.a25	Elect Carlos Cesarman Kolteniuk as Alternate Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Grupo Financiero Banorte SAB de CV**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4.a26	Elect Humberto Tafolla Nunez as Alternate Director	For	For
4.a27	Elect Guadalupe Phillips Margain as Alternate Director	For	For
4.a28	Elect Ricardo Maldonado Yanez as Alternate Director	For	For
4.b	Elect Hector Avila Flores (Non-Member) as Board Secretary	For	For
4.c	Approve Directors Liability and Indemnification	For	For
5	Approve Remuneration of Directors	For	For
6	Elect Thomas Stanley Heather Rodriguez as Chairman of Audit and Corporate Practices Committee	For	For
7.1	Approve Report on Share Repurchase	For	For
7.2	Set Aggregate Nominal Amount of Share Repurchase Reserve	For	For
8	Authorize Board to Ratify and Execute Approved Resolutions	For	For

# **Grupo Financiero Banorte SAB de CV**

Meeting Date: 04/23/2021

Country: Mexico

Meeting Type: Special

Ticker: GFNORTEO

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Extraordinary Business		
1	Amend Article 2; Approve Certification of the Company's Bylaws	For	For
2	Approve Modifications of Sole Responsibility Agreement	For	For
3	Authorize Board to Ratify and Execute Approved Resolutions	For	For

## **GW Pharmaceuticals Plc**

Meeting Date: 04/23/2021

Country: United Kingdom

Meeting Type: Special

Ticker: GWPH

Date range covered: 04/01/2021 to 04/30/2021

## **GW Pharmaceuticals Plc**

oposal ımber	Proposal Text	Mgmt Rec	Vote Instruction
	Meeting for ADR Holders		
	Court Meeting Agenda		
1	Approve Scheme of Arrangement	For	Do Not Vote
	Special Meeting Agenda		
	Approve Scheme of Arrangement	For	Do Not Vote
	Advisory Vote on Golden Parachutes	For	Do Not Vote

Blended Rationale: A vote AGAINST this proposal is warranted. Although cash severance is double trigger and reasonably based, certain NEOs will receive significant transition bonuses in consideration for relatively short retention periods. In addition, a majority of the outstanding options will auto-accelerate at the time of the merger.

# **Halyk Savings Bank of Kazakhstan JSC**

Meeting Date: 04/23/2021

Country: Kazakhstan

Meeting Type: Annual

Ticker: HSBK

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct
	Meeting for GDR Holders		
1	Approve Meeting Agenda	For	For
2	Approve Financial Statements	For	For
3	Approve Allocation of Income and Dividends	For	For
4	Approve Board of Directors' Report	For	For
5	Approve Information on Remuneration of Management Board and Board of Directors	For	For
6	Approve New Edition of Methodology of Determination of Share Repurchase Price and Regulation of Share Repurchase	For	Against
	Blended Rationale: A vote AGAINST is warranted because:- The be borne by the shareholders' might adversely affect the share explanation to the addition of this provision.		
7	Approve Results of Shareholders Appeals on Actions of Company and Its Officials	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Hikma Pharmaceuticals Plc**

Meeting Type: Annual

Ticker: HIK

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Final Dividend	For	For
3	Reappoint PricewaterhouseCoopers LLP as Auditors	For	For
4	Authorise the Audit Committee to Fix Remuneration of Auditors	For	For
5	Elect Douglas Hurt as Director	For	For
6	Re-elect Said Darwazah as Director	For	For
7	Re-elect Siggi Olafsson as Director	For	For
8	Re-elect Mazen Darwazah as Director	For	For
9	Re-elect Patrick Butler as Director	For	Against
	Blended Rationale: Votes AGAINST incumbent Nominating Cor gender diversity on the board.A vote FOR the remaining direct	• •	f
10	Re-elect Ali Al-Husry as Director	For	For
11	Re-elect Dr Pamela Kirby as Director	For	For
12	Re-elect John Castellani as Director	For	For
13	Re-elect Nina Henderson as Director	For	For
14	Re-elect Cynthia Schwalm as Director	For	For
15	Approve Remuneration Report	For	For
16	Adopt New Articles of Association	For	For
17	Authorise Issue of Equity	For	For
18	Authorise Issue of Equity without Pre-emptive Rights	For	For
19	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	For	For
20	Authorise Market Purchase of Ordinary Shares	For	For
21	Authorise the Company to Call General Meeting with Two Weeks' Notice	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Ho Chi Minh City Development Joint Stock Commercial Bank**

Meeting Date: 04/23/2021 Country: Vietnam

Meeting Type: Annual Ticker: HDB

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructi
	MEETING OPENING FORMALITIES		
1	Approve Chairing Board Members	For	For
2	Approve Vote Counting Committee Members	For	For
3	Approve Meeting Agenda	For	For
4	Approve Meeting Regulations	For	For
	BOARD OF DIRECTORS' REPORTS AND PROPOSALS		
1	Approve Report of Board of Directors on Activities in Financial Year 2020 and Plan for Financial Year 2021	For	For
2	Approve Report of Managing Director on Business Performance of Financial Year 2020 and Business Plan for Financial Year 2021	For	For
3	Approve Report of Supervisory Board on Activities in Financial Year 2020	For	For
4	Approve Audited Financial Statements of Financial Year 2020	For	For
5	Approve Allocation of Income and Dividend of Financial Year 2020	For	For
6	Approve Issuance of Shares as Stock Dividend to Increase Charter Capital in Financial Year 2021	For	For
7	Approve Sale of Re-purchased Shares to Employees	For	Against
	Blended Rationale: A vote AGAINST this resolution is warranted du program on shareholder value.	e to lack of further information to assess the impa	act of the
8	Approve Remuneration and Allowances of Board of Directors and Supervisory Board, and Operating Budget of Board of Directors in Financial Year 2021	For	For
9a	Authorize Board of Directors to Amend Business Lines	For	Against
	Blended Rationale: A vote AGAINST this resolution is warranted du lines.	e to lack of detailed information on the additional	business
9b	Authorize Board of Directors to Make Decisions Related to Investment, Purchases and Disposals of the Bank's Assets	For	Against

Blended Rationale: A vote AGAINST these resolutions is warranted given the blanket authority reduces the rights of shareholders to vote on specific transactions that might have a material impact on shareholder value.

Date range covered: 04/01/2021 to 04/30/2021

# **Ho Chi Minh City Development Joint Stock Commercial Bank**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
9c	Authorize Board of Directors to Make Decisions Related to Subsidiaries and Affiliates	For	Against	
	Blended Rationale: A vote AGAINST these resolutions is warm shareholders to vote on specific transactions that might have			
9d	Authorize Board of Directors to Make Decisions Related to Development Strategy	For	Against	
	Blended Rationale: A vote AGAINST these resolutions is warra shareholders to vote on specific transactions that might have	, ,		
9e	Authorize Board of Directors to Participate in Commercial Bank Restructuring Programs	For	Against	
	Blended Rationale: A vote AGAINST this resolution is warrant decision.	red due to lack of information to make an informed voting		
9f	Authorize Board of Directors to Make Decisions Related to Transactions with Related Parties	For	Against	
	Blended Rationale: A vote AGAINST this resolution is warranted due to lack of information.			
9g	Authorize Board of Directors to Approve Auditors	For	For	
9h	Authorize Board of Directors to Make Decisions Related to Share Repurchase	For	Against	
	Blended Rationale: A vote AGAINST this resolution is warrant decision.	ed due to lack of information to make an informed voting		
10	Approve Termination of Merger of PG Bank into the Bank	For	For	
11	Amend Articles of Association	For	For	
	MEETING MINUTES RATIFICATION			
1	Approve Meeting Minutes	For	For	
2	Other Business	For	Against	

# **Icade SA**

Meeting Date: 04/23/2021	Country: France	
	Meeting Type: Annual/Special	Ticker: ICAD

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
	• • • • • • •	• • • • • • • • • • • • • • • • • • • •	

Ordinary Business

Date range covered: 04/01/2021 to 04/30/2021

## **Icade SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
1	Approve Financial Statements and Statutory Reports	For	For		
2	Approve Consolidated Financial Statements and Statutory Reports	For	For		
3	Approve Allocation of Income and Dividends of EUR 4.01 per Share	For	For		
4	Approve Stock Dividend Program	For	For		
5	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	For	For		
6	Reelect Olivier Fabas as Director	For	Against		
	Blended Rationale: Votes AGAINST the (re)elections of these non-independent no independence at the board level (including all board members: 33.3 percent vs 33 government representatives, employee representatives, and employee shareholde percent recommended) (Items 6-10).	3.3 percent recommended; excluding			
7	Reelect Olivier Mareuse as Director	For	Against		
	Blended Rationale: Votes AGAINST the (re)elections of these non-independent no independence at the board level (including all board members: 33.3 percent vs 33 government representatives, employee representatives, and employee shareholde percent recommended) (Items 6-10).	3.3 percent recommended; excluding			
8	Ratify Appointment of Antoine Saintoyant as Director	For	Against		
	Blended Rationale: Votes AGAINST the (re)elections of these non-independent no independence at the board level (including all board members: 33.3 percent vs 33 government representatives, employee representatives, and employee shareholde percent recommended) (Items 6-10).	3.3 percent recommended; excluding			
9	Ratify Appointment of Bernard Spitz as Director	For	Against		
	Blended Rationale: Votes AGAINST the (re)elections of these non-independent no independence at the board level (including all board members: 33.3 percent vs 33 government representatives, employee representatives, and employee shareholde percent recommended) (Items 6-10).	3.3 percent recommended; excluding			
10	Reelect Bernard Spitz as Director	For	Against		
	Blended Rationale: Votes AGAINST the (re)elections of these non-independent nominees are warranted given the lack of independence at the board level (including all board members: 33.3 percent vs 33.3 percent recommended; excluding government representatives, employee representatives, and employee shareholder representatives (if any): 33.3 percent vs 50 percent recommended) (Items 6-10).				
11	Approve Remuneration Policy of Directors	For	For		
12	Approve Remuneration Policy of Chairman of the Board	For	For		
13	Approve Remuneration Policy of CEO and/or Corporate Officers	For	For		
14	Approve Compensation Report	For	For		
15	Approve Compensation of Frederic Thomas, Chairman of the Board	For	For		

Date range covered: 04/01/2021 to 04/30/2021

#### **Icade SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
16	Approve Compensation of Olivier Wigniolle, CEO	For	For
17	Authorize Repurchase of Up to 5 Percent of Issued Share Capital	For	For
	Extraordinary Business		
18	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	For	For
19	Authorize Capitalization of Reserves of Up to EUR 15 Million for Bonus Issue or Increase in Par Value	For	For
20	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 38 Million	For	For
21	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Item 20	For	For
22	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	For	For
23	Authorize up to 1 Percent of Issued Capital for Use in Restricted Stock Plans	For	Against
	Blended Rationale: A vote AGAINST this resolution is warranted because:- No conditions The vesting period is not sufficiently long-term oriented The perf	•	
24	Authorize Filing of Required Documents/Other Formalities	For	For

# **Joint Stock Commercial Bank for Foreign Trade of Vietnam**

Meeting Date: 04/23/2021 Country: Vietnam

Meeting Type: Annual

Ticker: VCB

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Report of Board of Directors for Financial Year Ended 2020 and Plan for Financial Year 2021	For	For
2	Approve Report of Executive Board on 2020 Business Performance and Business Plan for Financial Year 2021	For	For
3	Approve Report of Supervisory Board for Financial Year 2020 and Plan for Financial Year 2021	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Joint Stock Commercial Bank for Foreign Trade of Vietnam**

roposal umber	Proposal Text	Mgmt Rec	Vote Instruction		
4	Approve Audited Financial Statements of Financial Year 2020 and Income Allocation of Financial Year 2020	For	For		
5	Approve Remuneration of Board of Directors and Supervisory Board for Financial Year 2021	For	Against		
	Blended Rationale: A vote AGAINST this resolution is warranted of remuneration.	due to lack of disclosure on the proposed remunerat	tion or level		
6	Approve Auditors	For	For		
7	Amend Charter and Various Regulations of the Bank	For	Against		
	Blended Rationale: A vote AGAINST this resolution is warranted	due to lack of detailed information on the proposal.			
3	Approve Increase in Charter Capital	For	Against		
	Blended Rationale: A vote AGAINST this resolution is warranted due to the lack of information.				
Ð	Dismiss Truong Le Hien as Head of Supervisory Board	For	For		
10	Dismiss Directors and Approve Election of Directors	For	Against		
	Blended Rationale: A vote AGAINST these resolutions is warranted due to lack of information on the director nominees.				
1	Elect Directors	For	Against		
	Blended Rationale: A vote AGAINST these resolutions is warranted due to lack of information on the director nominees.				

# **Keppel Corporation Limited**

Meeting Date: 04/23/2021

Country: Singapore

Meeting Type: Annual

Ticker: BN4

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	For	For
2	Approve Final Dividend	For	For
3	Elect Jean-Francois Manzoni as Director	For	For
4	Approve Directors' Fees	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Keppel Corporation Limited**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	For	For
6	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	For	For
7	Authorize Share Repurchase Program	For	For
8	Approve Mandate for Interested Person Transactions	For	For

# L3Harris Technologies, Inc.

Meeting Date: 04/23/2021

Country: USA

Meeting Type: Annual

Ticker: LHX

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
1a	Elect Director Sallie B. Bailey	For	For
1b	Elect Director William M. Brown	For	For
1c	Elect Director Peter W. Chiarelli	For	For
1d	Elect Director Thomas A. Corcoran	For	For
1e	Elect Director Thomas A. Dattilo	For	For
1f	Elect Director Roger B. Fradin	For	For
1g	Elect Director Lewis Hay, III	For	For
1h	Elect Director Lewis Kramer	For	For
1i	Elect Director Christopher E. Kubasik	For	For
1j	Elect Director Rita S. Lane	For	For
1k	Elect Director Robert B. Millard	For	For
11	Elect Director Lloyd W. Newton	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify Ernst & Young LLP as Auditors	For	For

# **Medartis Holding AG**

Meeting Date: 04/23/2021

Country: Switzerland

Meeting Type: Annual

Ticker: MED

Date range covered: 04/01/2021 to 04/30/2021

Tappy are warranted for lack of gender diversity on the board.

# **Medartis Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct
1.1	Accept Financial Statements and Statutory Reports	For	For
1.2	Approve Remuneration Report	For	Abstain
	Blended Rationale: "In view of the lack of transparency on pee are abstaining on this item."	er groups and the discounted discretionary shares awarded	l, we
2	Approve Treatment of Net Loss	For	For
3	Approve Discharge of Board of Directors	For	For
4	Approve Fixed Remuneration of Directors in the Amount of CHF 1.8 Million	For	For
5.1	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 4.3 Million	For	For
	Blended Rationale: "We remain comfortable with the proposed	remuneration and are supporting this item."	
5.2	Approve Variable Remuneration of Executive Committee in the Amount of CHF 4.5 Million	For	Abstain
	Blended Rationale: "In view of the lack of transparency and the this item."	e discounted discretionary shares awarded, we are abstain	ning on
6.1	Reelect Marco Gadola as Director and Board Chairman	For	For
	Blended Rationale: "We are supportive of Marco Gadola's appo	intment as Chairman and are voting in favour of this item.	, "
6.2	Reelect Thomas Straumann as Director	For	For
6.3	Reelect Dominik Ellenrieder as Director	For	Against
	Blended Rationale: Votes AGAINST incumbent Nominating Cor. Tappy are warranted for lack of gender diversity on the board.		Damien
6.4	Reelect Juerg Greuter as Director	For	For
6.5	Reelect Daniel Herren as Director	For	Against
	Blended Rationale: Votes AGAINST incumbent Nominating Con Tappy are warranted for lack of gender diversity on the board.		Damien
6.6	Reelect Roland Hess as Director	For	For
6.7	Reelect Willi Miesch as Director	For	For
6.8	Reelect Damien Tappy as Director	For	Against
	Blended Rationale: Votes AGAINST incumbent Nominating Con Tappy are warranted for lack of gender diversity on the board.		Damien
7.1	Reappoint Dominik Ellenrieder as Member of the Compensation Committee	For	Against

Date range covered: 04/01/2021 to 04/30/2021

# **Medartis Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7.2	Appoint Daniel Herren as Member of the Compensation Committee	For	Against
	Blended Rationale: Votes AGAINST incumbent Nominating Comm. Tappy are warranted for lack of gender diversity on the board.	nittee members Dominik Ellenrieder, Daniel Herren a	nd Damien
7.3	Appoint Damien Tappy as Member of the Compensation Committee	For	Against
	Blended Rationale: Votes AGAINST incumbent Nominating Comm. Tappy are warranted for lack of gender diversity on the board.	nittee members Dominik Ellenrieder, Daniel Herren a	nd Damien
8	Designate NEOVIUS AG as Independent Proxy	For	For
9	Ratify Ernst & Young AG as Auditors	For	For
10	Transact Other Business (Voting)	For	Against

## **Merck KGaA**

Meeting Date: 04/23/2021

Country: Germany

best interest to vote against this item on a precautionary basis.

Meeting Type: Annual

directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders'

Ticker: MRK

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2020 (Non-Voting)		
2	Accept Financial Statements and Statutory Reports for Fiscal Year 2020	For	For
3	Approve Allocation of Income and Dividends of EUR 1.40 per Share	For	For
4	Approve Discharge of Executive Board Fiscal Year 2020	For	For
5	Approve Discharge of Supervisory Board for Fiscal Year 2020	For	For
6	Ratify KPMG AG as Auditors for Fiscal Year 2021	For	For
7	Amend Articles Re: Supervisory Board Approval of Transactions with Related Parties	For	For
8	Approve Remuneration Policy	For	For
9	Approve Remuneration of Supervisory Board	For	For
10	Approve Eleven Affiliation Agreements	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Metso Outotec Oyj**

Meeting Date: 04/23/2021

Country: Finland

Meeting Type: Annual

Ticker: MOCORP

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct
1	Open Meeting		
2	Call the Meeting to Order		
3	Designate Inspector or Shareholder Representative(s) of Minutes of Meeting		
4	Acknowledge Proper Convening of Meeting		
5	Prepare and Approve List of Shareholders		
6	Receive Financial Statements and Statutory Reports		
7	Accept Financial Statements and Statutory Reports	For	For
8	Approve Allocation of Income and Dividends of EUR 0.20 Per Share	For	For
9	Approve Discharge of Board and President	For	For
10	Approve Remuneration Report (Advisory Vote)	For	Against
	Blended Rationale: A vote AGAINST this item is warranted bed regards to:- the short-performance periods applied on LTIPs in to the CEO; and- the lack of information on the features of the	n which the CEO participates- the grant of a discretionary of	
11	Approve Remuneration of Directors in the Amount of EUR 150,000 for Chairman, EUR 80,000 for Vice Chairman, and EUR 65,000 for Other Directors; Approve Meeting Fees; Approve Remuneration for Committee Work	For	For
12	Fix Number of Directors at Seven	For	For
13	Reelect Klaus Cawen (Vice Chair), Christer Gardell, Antti Makinen, Ian W. Pearce, Kari Stadigh (Chair), Emanuela Speranza and Arja Talma as Directors	For	Against
	Blended Rationale: A vote AGAINST this proposal is warranted	because Kari Stadigh is overboarded.	
14	Approve Remuneration of Auditors	For	For
15	Ratify Ernst & Young as Auditors	For	For
16	Authorize Share Repurchase Program	For	For
17	Approve Issuance of up to 82 Million Shares without Preemptive Rights	For	For
18	Close Meeting		

Date range covered: 04/01/2021 to 04/30/2021

# **Mikron Holding AG**

Meeting Date: 04/23/2021 Country: Switzerland

Meeting Type: Annual

Ticker: MIKN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Accept Financial Statements and Statutory Reports	For	For
1.2	Approve Remuneration Report	For	For
2	Approve Discharge of Board and Senior Management	For	For
3	Approve Treatment of Net Loss	For	For
4.1.1	Reelect Paul Zumbuehl as Director	For	Against
	Blended Rationale: Board elections (Items 4.1.1-4.2)A vote AG. He serves as incumbent board chair and there is a lack of genomandates at listed companies. Votes FOR the proposed nomine Eduard Rikli are warranted due to a lack of governance concendirectors. Compensation committee elections (Items 4.3.1-4.3.2 warranted due to a lack of concerns.	der diversity on the board He holds an excessive numb es, Andreas Casutt, Hans-Michel Hauser, Patrick Kilchma ns and controversy surrounding the board of	er of
4.1.2	Reelect Eduard Rikli as Director	For	For
4.1.3	Reelect Patrick Kilchmann as Director	For	For
4.1.4	Reelect Andreas Casutt as Director	For	For
4.1.5	Reelect Hans-Michael Hauser as Director	For	For
4.2	Elect Paul Zumbuehl as Board Chairman	For	Against
421	Blended Rationale: Board elections (Items 4.1.1-4.2)A vote AG He serves as incumbent board chair and there is a lack of genc mandates at listed companies. Votes FOR the proposed nomine Eduard Rikli are warranted due to a lack of governance concert directors. Compensation committee elections (Items 4.3.1-4.3.2 warranted due to a lack of concerns.	der diversity on the board He holds an excessive numb es, Andreas Casutt, Hans-Michel Hauser, Patrick Kilchma ns and controversy surrounding the board of PVotes FOR Patrick Kilchmann and Andreas Casutt are	er of ann, and
4.3.1	Reappoint Patrick Kilchmann as Member and Chairman of the Compensation Committee	For	For
4.3.2	Reappoint Andreas Casutt as Member of the Compensation Committee	For	For
5.1	Approve Remuneration of Directors in the Amount of CHF 550,000	For	For
5.2.1	Approve Fixed and Variable Remuneration of Executive Committee in the Amount of CHF 1.9 Million	For	For
5.2.2	Approve Allocation of 15,228 Shares to the Executive Committee	For	For
5.2.3	Approve Allocation of 14,276 Shares to the CEO Bruno Cathomen	For	For
6	Designate Urs Lanz as Independent Proxy	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Mikron Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7	Ratify PricewaterhouseCoopers AG as Auditors	For	For
8	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these any new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

#### **National Bank of Canada**

Meeting Date: 04/23/2021

Country: Canada

Meeting Type: Annual

Ticker: NA

Proposal			Vote	
Number	Proposal Text	Mgmt Rec	Instruction	
1.1	Elect Director Maryse Bertrand	For	For	
1.2	Elect Director Pierre Blouin	For	For	
1.3	Elect Director Pierre Boivin	For	For	
1.4	Elect Director Manon Brouillette	For	For	
1.5	Elect Director Yvon Charest	For	For	
1.6	Elect Director Patricia Curadeau-Grou	For	For	
1.7	Elect Director Laurent Ferreira	For	For	
1.8	Elect Director Jean Houde	For	For	
1.9	Elect Director Karen Kinsley	For	For	
1.10	Elect Director Rebecca McKillican	For	For	
1.11	Elect Director Robert Pare	For	For	
1.12	Elect Director Lino A. Saputo	For	For	
1.13	Elect Director Andree Savoie	For	For	
1.14	Elect Director Macky Tall	For	For	
1.15	Elect Director Pierre Thabet	For	For	
1.16	Elect Director Louis Vachon	For	For	
2	Advisory Vote on Executive Compensation Approach	For	For	
3	Ratify Deloitte LLP as Auditors	For	For	
4	Re-approve Stock Option Plan	For	For	

shareholders' interest.

Date range covered: 04/01/2021 to 04/30/2021

## **NOVATEK JSC**

Meeting Date: 04/23/2021 Country: Russia

Meeting Type: Annual Ticker: NVTK

Proposal Number		Vote Instructio
1.1	Approve Annual Report, Financial Statements, and Allocation of Income	
1.2	Approve Dividends of RUB 23.74 per Share	
	Elect Nine Directors by Cumulative Voting	
2.1	Elect Andrei Akimov as Director	
	Blended Rationale: Votes FOR Robert Castaigne, Tatiana Mitrova and Viktor Orlov (Items 2.3, 2.5 and 2.8) are warranted because these nominees can be classified as independent, making them the most likely of all the candidates to act in all shareholders' interest.	
2.2	Elect Arnaud Le Foll as Director	
	Blended Rationale: Votes FOR Robert Castaigne, Tatiana Mitrova and Viktor Orlov (Items 2.3, 2.5 and 2.8) are warranted because these nominees can be classified as independent, making them the most likely of all the candidates to act in all shareholders' interest.	
2.3	Elect Robert Castaigne as Director	
	Blended Rationale: Votes FOR Robert Castaigne, Tatiana Mitrova and Viktor Orlov (Items 2.3, 2.5 and 2.8) are warranted because these nominees can be classified as independent, making them the most likely of all the candidates to act in all shareholders' interest.	
2.4	Elect Dominique Marion as Director	
	Blended Rationale: Votes FOR Robert Castaigne, Tatiana Mitrova and Viktor Orlov (Items 2.3, 2.5 and 2.8) are warranted because these nominees can be classified as independent, making them the most likely of all the candidates to act in all shareholders' interest.	
2.5	Elect Tatiana Mitrova as Director	
	Blended Rationale: Votes FOR Robert Castaigne, Tatiana Mitrova and Viktor Orlov (Items 2.3, 2.5 and 2.8) are warranted because these nominees can be classified as independent, making them the most likely of all the candidates to act in all shareholders' interest.	
2.6	Elect Leonid Mikhelson as Director	
	Blended Rationale: Votes FOR Robert Castaigne, Tatiana Mitrova and Viktor Orlov (Items 2.3, 2.5 and 2.8) are warranted because these nominees can be classified as independent, making them the most likely of all the candidates to act in all shareholders' interest.	
2.7	Elect Aleksandr Natalenko as Director	
	Blended Rationale: Votes FOR Robert Castaigne, Tatiana Mitrova and Viktor Orlov (Items 2.3, 2.5 and 2.8) are warranted because these nominees can be classified as independent, making them the most likely of all the candidates to act in all shareholders' interest.	
2.8	Elect Viktor Orlov as Director	

Blended Rationale: Votes FOR Robert Castaigne, Tatiana Mitrova and Viktor Orlov (Items 2.3, 2.5 and 2.8) are warranted because these nominees can be classified as independent, making them the most likely of all the candidates to act in all

Date range covered: 04/01/2021 to 04/30/2021

## **NOVATEK JSC**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
2.9	Elect Gennadii Timchenko as Director		
	Blended Rationale: Votes FOR Robert Castaigne, Tatiana Mitrova and Vibecause these nominees can be classified as independent, making them shareholders' interest.		
	Elect Four Members of Audit Commission		
3.1	Elect Olga Beliaeva as Member of Audit Commission		
3.2	Elect Anna Merzliakova as Member of Audit Commission		
3.3	Elect Igor Riaskov as Member of Audit Commission		
3.4	Elect Nikolai Shulikin as Member of Audit Commission		
4	Ratify PricewaterhouseCoopers as Auditor		
5	Approve Remuneration of Directors		
6	Approve Remuneration of Members of Audit Commission		
7	Approve Large-Scale Related-Party Transaction		

## **NOVATEK JSC**

Meeting Date: 04/23/2021 Country: Russia

Meeting Type: Annual

Ticker: NVTK

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Meeting for GDR Holders		
1.1	Approve Annual Report, Financial Statements, and Allocation of Income	For	For
1.2	Approve Dividends of RUB 23.74 per Share	For	For
	Elect Nine Directors by Cumulative Voting		
2.1	Elect Andrei Akimov as Director		
2.2	Elect Arnaud Le Foll as Director	None	Against
	Blended Rationale: Votes FOR Robert Castaigne, Tatiana Mitro	va and Viktor Orlov (Items 2.3, 2.5 and 2.8) are warr.	anted

Blended Rationale: Votes FOR Robert Castaigne, Tatiana Mitrova and Viktor Orlov (Items 2.3, 2.5 and 2.8) are warranted because these nominees can be classified as independent, making them the most likely of all the candidates to act in all shareholders' interest.

Date range covered: 04/01/2021 to 04/30/2021

## **NOVATEK JSC**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
2.3	Elect Robert Castaigne as Director	None	For
	Blended Rationale: Votes FOR Robert Castaigne, Tatiana Mitrova and Viktor Orlow because these nominees can be classified as independent, making them the most shareholders' interest.		
2.4	Elect Dominique Marion as Director	None	Against
	Blended Rationale: Votes FOR Robert Castaigne, Tatiana Mitrova and Viktor Orlov because these nominees can be classified as independent, making them the most shareholders' interest.		
2.5	Elect Tatiana Mitrova as Director	None	For
	Blended Rationale: Votes FOR Robert Castaigne, Tatiana Mitrova and Viktor Orlow because these nominees can be classified as independent, making them the most shareholders' interest.		
2.6	Elect Leonid Mikhelson as Director	None	Against
	Blended Rationale: Votes FOR Robert Castaigne, Tatiana Mitrova and Viktor Orlow because these nominees can be classified as independent, making them the most shareholders' interest.		
2.7	Elect Aleksandr Natalenko as Director	None	Against
	Blended Rationale: Votes FOR Robert Castaigne, Tatiana Mitrova and Viktor Orlow because these nominees can be classified as independent, making them the most shareholders' interest.		
2.8	Elect Viktor Orlov as Director	None	For
	Blended Rationale: Votes FOR Robert Castaigne, Tatiana Mitrova and Viktor Orlow because these nominees can be classified as independent, making them the most shareholders' interest.		
2.9	Elect Gennadii Timchenko as Director		
	Elect Four Members of Audit Commission		
3.1	Elect Olga Beliaeva as Member of Audit Commission	For	For
3.2	Elect Anna Merzliakova as Member of Audit Commission	For	For
3.3	Elect Igor Riaskov as Member of Audit Commission	For	For
3.4	Elect Nikolai Shulikin as Member of Audit Commission	For	For
4	Ratify PricewaterhouseCoopers as Auditor	For	For
5	Approve Remuneration of Directors		
6	Approve Remuneration of Members of Audit Commission	For	For
7	Approve Large-Scale Related-Party Transaction		

Date range covered: 04/01/2021 to 04/30/2021

## Powszechna Kasa Oszczedności Bank Polski SA

Meeting Date: 04/23/2021

Country: Poland

Meeting Type: Special

Ticker: PKO

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Open Meeting		
2	Elect Meeting Chairman	For	For
3	Acknowledge Proper Convening of Meeting		
4	Approve Agenda of Meeting	For	For
5	Approve Allocation of Supplementary Capital to Special Fund to Cover Losses from Settlements on Mortgage Loan Agreements	For	For
6	Authorize Share Repurchase Program; Approve Creation of Reserve Capital for Purposes of Share Repurchase Program	For	For
7	Close Meeting		

# PPD, Inc.

Meeting Date: 04/23/2021

Country: USA

Meeting Type: Annual

Ticker: PPD

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
1.1	Elect Director Stephen Ensley	For	Withhold	
	Blended Rationale: WITHHOLD votes are warranted for non-independent director nominees David Simmons and Stephen Ensley for failing to establish a board on which a majority of the directors are independent directors. A vote FOR the remaining director nominees is warranted.			
1.2	Elect Director Maria Teresa Hilado	For	For	
1.3	Elect Director David Simmons	For	Withhold	
	Blended Rationale: WITHHOLD votes are warranted for non-independent director nominees David Simmons and Stephen Ensley for failing to establish a board on which a majority of the directors are independent directors. A vote FOR the remaining director nominees is warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	
3	Advisory Vote on Say on Pay Frequency	One Year	One Year	
4	Ratify Deloitte & Touche as Auditors	For	For	

Date range covered: 04/01/2021 to 04/30/2021

#### **Renault SA**

Meeting Date: 04/23/2021

Country: France

Meeting Type: Annual/Special

Ticker: RNO

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Ordinary Business		
1	Approve Financial Statements and Statutory Reports	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	For	For
3	Approve Treatment of Losses	For	For
4	Receive Auditor's Special Reports Re: Remuneration of Redeemable Shares	For	For
5	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	For	For
6	Reelect Yu Serizawa as Director	For	For
7	Reelect Thomas Courbe as Director	For	For
8	Reelect Miriem Bensalah Chaqroun as Director	For	For
9	Reelect Marie-Annick Darmaillac as Director	For	For
10	Elect Bernard Delpit as Director	For	For
11	Elect Frederic Mazzella as Director	For	For
12	Elect Noel Desgrippes as Representative of Employee Shareholders to the Board	For	For
13	Approve Compensation of Corporate Officers	For	For
14	Approve Compensation of Jean-Dominique Senard, Chairman of the Board	For	For
15	Approve Compensation of Luca de Meo, CEO	For	For
16	Approve Compensation of Clotilde Delbos, Interim-CEO	For	For
17	Approve Remuneration Policy of of Chairman of the Board	For	For
18	Approve Remuneration Policy of CEO	For	For
19	Approve Remuneration Policy of Directors	For	For
20	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For
	Extraordinary Business		
21	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Renault SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Ordinary Business		
22	Authorize Filing of Required Documents/Other Formalities	For	For

# **Sany Heavy Industry Co., Ltd.**

Meeting Date: 04/23/2021

Country: China

Meeting Type: Annual

**Ticker:** 600031

Proposal			Vote	
Number	Proposal Text	Mgmt Rec	Instruct	
1	Approve Report of the Board of Directors	For	For	
2	Approve Report of the Board of Supervisors	For	For	
3	Approve Annual Report and Summary	For	For	
4	Approve Financial Statements	For	For	
5	Approve Profit Distribution	For	For	
6	Approve Remuneration Assessment Plan of Directors and Supervisors	For	For	
7	Approve Application of Bank Credit Lines	For	For	
8	Approve Daily Related Party Transaction	For	For	
9	Approve Related Party Transaction in Connection to Establishment of Sanyi Jinpiao Supply Chain Collective Fund Trust Plan	For	Against	
	Blended Rationale: A vote AGAINST is warranted because there is lack of dis	sclosure on the pertinent details of this	proposal.	
10	Approve to Appoint Auditor	For	For	
11	Approve Financial Derivates Business	For	For	
12	Approve Use of Idle Own Funds for Financial Products	For	Against	
	Blended Rationale: A vote AGAINST is warranted because the proposed inversiks.	stment could expose the company to u	innecessary	
13	Approve Report of the Independent Directors	For	For	

## **Sberbank Russia PJSC**

Meeting Date: 04/23/2021 Country: Russia

Meeting Type: Annual

Ticker: SBER

# **Sberbank Russia PJSC**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruc
1	Approve Annual Report	For	For
2	Approve Allocation of Income and Dividends of RUB 18.70 per Ordinary Share and RUB 18.70 per Preferred Share	For	For
3	Ratify PricewaterhouseCoopers as Auditor	For	For
	Elect 14 Directors by Cumulative Voting		
4.1	Elect Esko Tapani Aho as Director	None	For
	Blended Rationale: Votes FOR Esko Aho, Natalie Alexandra Brag (Items 4.7, 4.8, 4.9, and 4.14) are warranted because these no likely of all the candidates to act in all shareholders' interest.	ninsky Mounier, Nikolai Kudriavtsev, and Aleksandr Kuleshov minees can be classified as independent, making them the most	
4.2	Elect Natalie Alexandra Braginsky Mounier as Director	None	For
	Blended Rationale: Votes FOR Esko Aho, Natalie Alexandra Brag (Items 4.7, 4.8, 4.9, and 4.14) are warranted because these no likely of all the candidates to act in all shareholders' interest.	ninsky Mounier, Nikolai Kudriavtsev, and Aleksandr Kuleshov minees can be classified as independent, making them the most	
4.3	Elect Herman Gref as Director	None	Against
	Blended Rationale: Votes FOR Esko Aho, Natalie Alexandra Braginsky Mounier, Nikolai Kudriavtsev, and Aleksandr Kuleshov (Items 4.7, 4.8, 4.9, and 4.14) are warranted because these nominees can be classified as independent, making them the most likely of all the candidates to act in all shareholders' interest.		
4.4	Elect Bella Zlatkis as Director	None	Against
	Blended Rationale: Votes FOR Esko Aho, Natalie Alexandra Braginsky Mounier, Nikolai Kudriavtsev, and Aleksandr Kuleshov (Items 4.7, 4.8, 4.9, and 4.14) are warranted because these nominees can be classified as independent, making them the most likely of all the candidates to act in all shareholders' interest.		
4.5	Elect Sergei Ignatev as Director	None	Against
	Blended Rationale: Votes FOR Esko Aho, Natalie Alexandra Brag (Items 4.7, 4.8, 4.9, and 4.14) are warranted because these no likely of all the candidates to act in all shareholders' interest.	ninsky Mounier, Nikolai Kudriavtsev, and Aleksandr Kuleshov minees can be classified as independent, making them the most	
4.6	Elect Mikhail Kovalchuk as Director	None	Against
	Blended Rationale: Votes FOR Esko Aho, Natalie Alexandra Braginsky Mounier, Nikolai Kudriavtsev, and Aleksandr Kuleshov (Items 4.7, 4.8, 4.9, and 4.14) are warranted because these nominees can be classified as independent, making them the most likely of all the candidates to act in all shareholders' interest.		
4.7	Elect Vladimir Kolychev as Director	None	Against
	Blended Rationale: Votes FOR Esko Aho, Natalie Alexandra Brag (Items 4.7, 4.8, 4.9, and 4.14) are warranted because these no likely of all the candidates to act in all shareholders' interest.	ninsky Mounier, Nikolai Kudriavtsev, and Aleksandr Kuleshov minees can be classified as independent, making them the most	
4.8	Elect Nikolai Kudriavtsev as Director	None	For

Blended Rationale: Votes FOR Esko Aho, Natalie Alexandra Braginsky Mounier, Nikolai Kudriavtsev, and Aleksandr Kuleshov (Items 4.7, 4.8, 4.9, and 4.14) are warranted because these nominees can be classified as independent, making them the most likely of all the candidates to act in all shareholders' interest.

Date range covered: 04/01/2021 to 04/30/2021

# **Sberbank Russia PJSC**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct
4.9	Elect Aleksandr Kuleshov as Director	None	For
	•	Braginsky Mounier, Nikolai Kudriavtsev, and Aleksandr Kuleshov e nominees can be classified as independent, making them the most t	
4.10	Elect Gennadii Melikian as Director	None	Against
	•	Braginsky Mounier, Nikolai Kudriavtsev, and Aleksandr Kuleshov e nominees can be classified as independent, making them the most :	
4.11	Elect Maksim Oreshkin as Director	None	Against
	•	Braginsky Mounier, Nikolai Kudriavtsev, and Aleksandr Kuleshov e nominees can be classified as independent, making them the most :	
4.12	Elect Anton Siluanov as Director	None	Against
		Braginsky Mounier, Nikolai Kudriavtsev, and Aleksandr Kuleshov e nominees can be classified as independent, making them the most :	
4.13	Elect Dmitrii Chernyshenko as Director	None	Against
	· · · · · · · · · · · · · · · · · · ·	Braginsky Mounier, Nikolai Kudriavtsev, and Aleksandr Kuleshov e nominees can be classified as independent, making them the most t.	
4.14	Elect Nadya Wells as Director	None	Against
	•	Braginsky Mounier, Nikolai Kudriavtsev, and Aleksandr Kuleshov e nominees can be classified as independent, making them the most :	
5	Approve New Edition of Charter	For	For
6	Approve Related-Party Transaction Re: Liability Insurance for Directors, Executives, and Company	For	For
7	Approve Remuneration of Directors	For	For
8	Amend Regulations on Remuneration of Directors	For	For

# **Sberbank Russia PJSC**

Meeting Date: 04/23/2021 Country: Russia

Meeting Type: Annual

Ticker: SBER

Proposal		Vote
Number Proposal Text	Mgmt Rec	Instruction

# **Sberbank Russia PJSC**

Number	Proposal Text	Mgmt Rec	Vote Instruction	
1	Approve Annual Report	For	For	
2	Approve Allocation of Income and Dividends of RUB 18.70 per Ordinary Share and RUB 18.70 per Preferred Share	For	For	
3	Ratify PricewaterhouseCoopers as Auditor	For	For	
	Elect 14 Directors by Cumulative Voting			
4.1	Elect Esko Tapani Aho as Director	None	For	
	Blended Rationale: Votes FOR Esko Aho, Natalie Alexandra Brag (Items 4.1, 4.2, 4.8, and 4.9) are warranted because these nom likely of all the candidates to act in all shareholders' interest.	•		
4.2	Elect Natalie Alexandra Braginsky Mounier as Director	None	For	
	Blended Rationale: Votes FOR Esko Aho, Natalie Alexandra Brag (Items 4.1, 4.2, 4.8, and 4.9) are warranted because these nom likely of all the candidates to act in all shareholders' interest.			
4.3	Elect Herman Gref as Director	None	Against	
	Blended Rationale: Votes FOR Esko Aho, Natalie Alexandra Brag (Items 4.1, 4.2, 4.8, and 4.9) are warranted because these nom likely of all the candidates to act in all shareholders' interest.			
4.4	Elect Bella Zlatkis as Director	None	Against	
	Blended Rationale: Votes FOR Esko Aho, Natalie Alexandra Brag (Items 4.1, 4.2, 4.8, and 4.9) are warranted because these nom likely of all the candidates to act in all shareholders' interest.			
4.5	Elect Sergei Ignatev as Director	None	Against	
	Blended Rationale: Votes FOR Esko Aho, Natalie Alexandra Brag (Items 4.1, 4.2, 4.8, and 4.9) are warranted because these nom likely of all the candidates to act in all shareholders' interest.	•		
4.6	Elect Mikhail Kovalchuk as Director	None	Against	
	Blended Rationale: Votes FOR Esko Aho, Natalie Alexandra Brag (Items 4.1, 4.2, 4.8, and 4.9) are warranted because these nom likely of all the candidates to act in all shareholders' interest.			
4.7	Elect Vladimir Kolychev as Director	None	Against	
	Blended Rationale: Votes FOR Esko Aho, Natalie Alexandra Brag (Items 4.1, 4.2, 4.8, and 4.9) are warranted because these nom likely of all the candidates to act in all shareholders' interest.			
4.8	Elect Nikolai Kudriavtsev as Director	None	For	
	Blended Rationale: Votes FOR Esko Aho, Natalie Alexandra Braginsky Mounier, Nikolai Kudriavtsev, and Aleksandr Kuleshov (Items 4.1, 4.2, 4.8, and 4.9) are warranted because these nominees can be classified as independent, making them the most likely of all the candidates to act in all shareholders' interest.			
	Elect Aleksandr Kuleshov as Director	None	For	

Blended Rationale: Votes FOR Esko Aho, Natalie Alexandra Braginsky Mounier, Nikolai Kudriavtsev, and Aleksandr Kuleshov (Items 4.1, 4.2, 4.8, and 4.9) are warranted because these nominees can be classified as independent, making them the most likely of all the candidates to act in all shareholders' interest.

Date range covered: 04/01/2021 to 04/30/2021

### **Sberbank Russia PJSC**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructio		
4.10	Elect Gennadii Melikian as Director	None	Against		
	•	Braginsky Mounier, Nikolai Kudriavtsev, and Aleksandr Kuleshov nominees can be classified as independent, making them the most :			
4.11	Elect Maksim Oreshkin as Director	None	Against		
	•	Braginsky Mounier, Nikolai Kudriavtsev, and Aleksandr Kuleshov nominees can be classified as independent, making them the most :			
4.12	Elect Anton Siluanov as Director	None	Against		
	Blended Rationale: Votes FOR Esko Aho, Natalie Alexandra Braginsky Mounier, Nikolai Kudriavtsev, and Aleksandr Kuleshov (Items 4.1, 4.2, 4.8, and 4.9) are warranted because these nominees can be classified as independent, making them the most likely of all the candidates to act in all shareholders' interest.				
4.13	Elect Dmitrii Chernyshenko as Director	None	Against		
	•	Braginsky Mounier, Nikolai Kudriavtsev, and Aleksandr Kuleshov nominees can be classified as independent, making them the most :			
4.14	Elect Nadya Wells as Director	None	Against		
	•	Braginsky Mounier, Nikolai Kudriavtsev, and Aleksandr Kuleshov nominees can be classified as independent, making them the most			
5	Approve New Edition of Charter	For	For		
6	Approve Related-Party Transaction Re: Liability Insurance for Directors, Executives, and Company	For	For		
7	Approve Remuneration of Directors	For	For		
8	Amend Regulations on Remuneration of Directors	For	For		

# **Starrag Group Holding AG**

Meeting Date: 04/23/2021 Country: Switzerland

Meeting Type: Annual

Ticker: STGN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Accept Financial Statements and Statutory Reports	For	For
1.2	Approve Remuneration Report (Non-Binding)	For	Against

Blended Rationale: A vote AGAINST the remuneration report is warranted because non-executive directors receive variable compensation and the board may award discretionary compensation to executives.

Date range covered: 04/01/2021 to 04/30/2021

# **Starrag Group Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
2	Approve Allocation of Income and Omission of Dividends	For	For		
3	Approve Discharge of Board of Directors	For	For		
4.1	Approve Remuneration of Directors in the Amount of CHF 1.1 Million	For	Against		
	Blended Rationale: A vote AGAINST this resolution is warranted because the proposed amount represents a potential 245 percent increase on remuneration paid in 2020, and the company has failed to provide a compelling rationale.				
4.2	Approve Remuneration of Executive Committee in the Amount of CHF 5.6 Million	For	For		
5.1.1	Reelect Walter Fust as Director	For	Against		
	Blended Rationale: A vote AGAINST non-independent director is warranted since	e the board is less than 1/3 independent.			
5.1.2	Reelect Christian Belz as Director	For	Against		
	Blended Rationale: A vote AGAINST non-independent director is warranted since	e the board is less than 1/3 independent.			
5.1.3	Reelect Adrian Stuerm as Director	For	Against		
	Blended Rationale: A vote AGAINST non-independent director is warranted since the board is less than 1/3 independent.				
5.1.4	Reelect Erich Bohli as Director	For	Against		
	Blended Rationale: A vote AGAINST non-independent director is warranted since the board is less than 1/3 independent.				
5.1.5	Reelect Michael Hauser as Director	For	Against		
	Blended Rationale: Votes AGAINST incumbent board chair Michael Hauser are w board.	varranted for lack of gender diversity on the			
5.2	Reelect Michael Hauser as Board Chairman	For	Against		
	Blended Rationale: Votes AGAINST incumbent board chair Michael Hauser are warranted for lack of gender diversity on the board.				
5.3.1	Reappoint Walter Fust as Member of the Compensation Committee	For	Against		
	Blended Rationale: Votes AGAINST the non-independent nominees Walter Fust a elections to the board do not warrant support.	and Ehrich Bohli are warranted because their			
5.3.2	Reappoint Erich Bohli as Member of the Compensation Committee	For	Against		
	Blended Rationale: Votes AGAINST the non-independent nominees Walter Fust and Ehrich Bohli are warranted because their elections to the board do not warrant support.				
5.4	Ratify PricewaterhouseCoopers AG as Auditors	For	For		
5.5	Designate Juerg Jakob as Independent Proxy	For	For		
6	Transact Other Business (Voting)	For	Against		
	Blended Rationale: A vote AGAINST is warranted because:- This item concerns a	additional instructions from the shareholder to			

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these any new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

Date range covered: 04/01/2021 to 04/30/2021

# **Swiss Life Holding AG**

Meeting Date: 04/23/2021 Country: Switzerland

Meeting Type: Annual

Ticker: SLHN

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
1.1	Accept Financial Statements and Statutory Reports	For	For
1.2	Approve Remuneration Report	For	For
2	Approve Allocation of Income and Dividends of CHF 21.00 per Share	For	For
3	Approve Discharge of Board of Directors	For	For
4.1	Approve Fixed Remuneration of Directors in the Amount of CHF 3.2 Million	For	For
4.2	Approve Short-Term Variable Remuneration of Executive Committee in the Amount of CHF 3.7 Million	For	For
4.3	Approve Fixed and Long-Term Variable Remuneration of Executive Committee in the Amount of CHF 13.8 Million	For	For
5.1	Reelect Rolf Doerig as Director and Board Chairman	For	For
5.2	Reelect Thomas Buess as Director	For	For
5.3	Reelect Adrienne Fumagalli as Director	For	For
5.4	Reelect Ueli Dietiker as Director	For	For
5.5	Reelect Damir Filipovic as Director	For	For
5.6	Reelect Frank Keuper as Director	For	For
5.7	Reelect Stefan Loacker as Director	For	For
5.8	Reelect Henry Peter as Director	For	For
5.9	Reelect Martin Schmid as Director	For	For
5.10	Reelect Franziska Sauber as Director	For	For
5.11	Reelect Klaus Tschuetscher as Director	For	For
5.12	Appoint Martin Schmid as Member of the Compensation Committee	For	For
5.13	Reappoint Franziska Sauber as Member of the Compensation Committee	For	For
5.14	Reappoint Klaus Tschuetscher as Member of the Compensation Committee	For	For
6	Designate Andreas Zuercher as Independent Proxy	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Swiss Life Holding AG**

Proposal Text	Mgmt Rec	Vote Instruction
Ratify PricewaterhouseCoopers AG as Auditors	For	For
Approve CHF 48,582 Reduction in Share Capital as Part of the Share Buyback Program via Cancellation of Repurchased Shares	For	For
Transact Other Business (Voting)	For	Against
	Ratify PricewaterhouseCoopers AG as Auditors  Approve CHF 48,582 Reduction in Share Capital as Part of the Share Buyback Program via Cancellation of Repurchased Shares	Ratify PricewaterhouseCoopers AG as Auditors  Approve CHF 48,582 Reduction in Share Capital as Part of the Share Buyback Program via Cancellation of Repurchased Shares

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

# **UOL Group Limited**

Meeting Date: 04/23/2021

Country: Singapore

Meeting Type: Annual

Ticker: U14

oposal umber	Proposal Text	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	For	For
2	Approve First and Final Dividend	For	For
3	Approve Directors' Fees	For	For
4	Elect Wee Cho Yaw as Director	For	Against
			er
	warranted for lack of gender diversity on the board.		
	warranted for lack of gender diversity on the board.  Elect Wee Ee-chao as Director	For	For
5 6	,	-	
5	Elect Wee Ee-chao as Director	For	For
5	Elect Wee Ee-chao as Director  Elect Sim Hwee Cher as Director  Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their	For For	For For

Blended Rationale: A vote AGAINST this resolution is warranted because:- The company could be considered a mature company, and the limit under the proposed scheme, together with other share incentive schemes of the company, exceeds 5 percent of the company's issued capital.- The scheme lacks challenging performance criteria and meaningful vesting periods.

Date range covered: 04/01/2021 to 04/30/2021

# **UOL Group Limited**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
10	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	For	Against
	Blended Rationale: A vote AGAINST this resolution is warranted because the issue exceeds the recommended limit.		
11	Authorize Share Repurchase Program	For	For

# Welbilt, Inc.

Meeting Date: 04/23/2021

Country: USA

Meeting Type: Annual

Ticker: WBT

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Cynthia M. Egnotovich	For	For
1b	Elect Director Dino J. Bianco	For	For
1c	Elect Director Joan K. Chow	For	For
1d	Elect Director Janice L. Fields	For	For
1e	Elect Director Brian R. Gamache	For	For
1f	Elect Director Andrew Langham	For	For
1g	Elect Director William C. Johnson	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify Grant Thornton LLP as Auditors	For	For
4	Amend Omnibus Stock Plan	For	For

# **Xtrackers MSCI Brazil UCITS ETF**

**Meeting Date:** 04/23/2021

Country: Luxembourg

Meeting Type: Annual

Ticker: XMBR

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Receive and Approve Board's and Auditor's Reports	For	For
2	Approve Financial Statements	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Xtrackers MSCI Brazil UCITS ETF**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3	Approve Allocation of Income and Dividends	For	For
4	Appoint KPMG as Auditor	For	For
5	Approve Discharge of Directors	For	For
6	Re-elect Philippe Ah-Sun as Director	For	For
7	Re-elect Freddy Brausch as Director	For	For
8	Re-elect Alex McKenna as Director	For	For
9	Re-elect Thilo Wendenburg as Director	For	For
10	Elect Julien Boulliat as Director	For	For
11	Approve Remuneration of Directors Freddy Brausch and Thilo Wendenburg	For	For

# **Xtrackers MSCI Mexico UCITS ETF**

Meeting Date: 04/23/2021

Country: Luxembourg

Meeting Type: Annual

Ticker: XMEX

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Receive and Approve Board's and Auditor's Reports	For	For
2	Approve Financial Statements	For	For
3	Approve Allocation of Income and Dividends	For	For
4	Appoint KPMG as Auditor	For	For
5	Approve Discharge of Directors	For	For
6	Re-elect Philippe Ah-Sun as Director	For	For
7	Re-elect Freddy Brausch as Director	For	For
8	Re-elect Alex McKenna as Director	For	For
9	Re-elect Thilo Wendenburg as Director	For	For
10	Elect Julien Boulliat as Director	For	For
11	Approve Remuneration of Directors Freddy Brausch and Thilo Wendenburg	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Fastenal Company**

Meeting Date: 04/24/2021

Country: USA

Meeting Type: Annual

Ticker: FAST

osal ber	Proposal Text	Mgmt Rec	Vote Instruction
ı	Elect Director Scott A. Satterlee	For	For
	Blended Rationale: A cautionary vote FOR Chairman Scott Satterlee majority supported shareholder proposal at the 2020 annual meetin		
	Elect Director Michael J. Ancius	For	For
	Blended Rationale: A cautionary vote FOR Chairman Scott Satterlee majority supported shareholder proposal at the 2020 annual meetin		
	Elect Director Stephen L. Eastman	For	For
	Blended Rationale: A cautionary vote FOR Chairman Scott Satterlee majority supported shareholder proposal at the 2020 annual meetin	<del>-</del>	
	Elect Director Daniel L. Florness	For	For
	Blended Rationale: A cautionary vote FOR Chairman Scott Satterlee majority supported shareholder proposal at the 2020 annual meetin	,	
	Elect Director Rita J. Heise	For	For
	Blended Rationale: A cautionary vote FOR Chairman Scott Satterlee majority supported shareholder proposal at the 2020 annual meetin		
	Elect Director Hsenghung Sam Hsu	For	For
	Blended Rationale: A cautionary vote FOR Chairman Scott Satterlee majority supported shareholder proposal at the 2020 annual meetin	-	
	Elect Director Daniel L. Johnson	For	For
	Blended Rationale: A cautionary vote FOR Chairman Scott Satterlee majority supported shareholder proposal at the 2020 annual meetin		
	Elect Director Nicholas J. Lundquist	For	For
	Blended Rationale: A cautionary vote FOR Chairman Scott Satterlee majority supported shareholder proposal at the 2020 annual meetin		
	Elect Director Reyne K. Wisecup	For	For
	Blended Rationale: A cautionary vote FOR Chairman Scott Satterlee majority supported shareholder proposal at the 2020 annual meetin		
	Ratify KPMG LLP as Auditors	For	For
	Blended Rationale: A vote FOR this proposal to ratify the auditor is	warranted.	
	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Fastenal Company**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Scott A. Satterlee	For	For
1b	Elect Director Michael J. Ancius	For	For
1c	Elect Director Stephen L. Eastman	For	For
1d	Elect Director Daniel L. Florness	For	For
1e	Elect Director Rita J. Heise	For	For
1f	Elect Director Hsenghung Sam Hsu	For	For
1g	Elect Director Daniel L. Johnson	For	For
1h	Elect Director Nicholas J. Lundquist	For	For
1i	Elect Director Reyne K. Wisecup	For	For
2	Ratify KPMG LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

# **Vietnam Technological & Commercial Joint Stock Bank**

Meeting Date: 04/24/2021 Country: Vietnam

Meeting Type: Annual

Ticker: TCB

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Report on Business Performance of Financial Year 2020 and Business Plan for Financial Year 2021, Including Remuneration Budget for Board of Directors and Supervisory Board in Financial Year 2021	For	For
2	Approve Report of Board of Directors for Financial Year 2020	For	For
3	Approve Report of Supervisory Board for Financial Year 2020	For	For
4	Approve Auditors	For	For
5	Approve Audited Financial Statements of Financial Year 2020	For	For
6	Approve Regulations on Operation of Supervisory Board	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Vietnam Technological & Commercial Joint Stock Bank**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7	Approve Income Allocation, Appropriations and Non-Payment of Dividend of Financial Year 2020	For	For
8	Amend Articles of Association	For	For
9	Amend Corporate Governance Regulations	For	For
10	Approve Regulations on Operation of Board of Directors	For	For
11	Amend Employee Stock Ownership Plan and Issuance of Shares to Employees under the Employee Stock Ownership Plan and Related Matters	For	Against
	Blended Rationale: A vote AGAINST this resolution is warranted bed exercise price at a discount to the current market price.	cause the plan permits stock options to be issued	d with an
12.1	Approve Election of Director	For	For
12.2	Approve Composition of Board of Directors After Election	For	For
12.3	Approve Nominee for Election	For	For
	ELECT 1 DIRECTOR VIA CUMULATIVE VOTING		
13	Elect Ho Anh Ngoc as Director	For	For
14	Other Business	For	Against

Blended Rationale: A vote AGAINST this resolution is warranted because the company did not disclose the other business or other matters that will be taken up under this resolution.

#### **America Movil SAB de CV**

Meeting Date: 04/26/2021 Country: Mexico

Meeting Type: Special

Ticker: AMXL

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Only Series L Shareholders Have Voting Rights		
1.1	Elect or Ratify Pablo Roberto Gonzalez Guajardo as Director for Series L Shareholders	For	Against

Blended Rationale: A vote AGAINST these items is warranted because:- The proposed board contains at least one director considered overboarded under Sustainability Advisory Services voting guidelines; and- The proposed board's level of independence fails to meet the growing expectations of institutional shareholders.

Date range covered: 04/01/2021 to 04/30/2021

# **America Movil SAB de CV**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Elect or Ratify David Ibarra Munoz as Director for Series L Shareholders	For	Against
	Blended Rationale: A vote AGAINST these items is warranted because:- The proposition considered overboarded under Sustainability Advisory Services voting guidelines; independence fails to meet the growing expectations of institutional shareholders		
2	Authorize Board to Ratify and Execute Approved Resolutions	For	Against
	Blended Rationale: A vote AGAINST this closing formality is warranted in light of items on this meeting agenda.		

### **America Movil SAB de CV**

Meeting Date: 04/26/2021 Country: Mexico

Meeting Type: Annual

Ticker: AMXL

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructi
	Ordinary Business		
1.1	Approve CEO and Auditors' Report on Operations and Results and Board's Opinion on CEO and Auditors' Report	For	For
1.2	Approve Board's Report on Principal Policies and Accounting Criteria Followed in Preparation of Financial Information	For	For
1.3	Approve Report on Activities and Operations Undertaken by Board	For	For
1.4	Approve Audit and Corporate Practices Committee's Report on their Activities	For	For
1.5	Approve Consolidated Financial Statements, Allocation of Income and Dividends	For	For
1.6	Approve Report on Repurchased Shares Reserve	For	For
2.1	Approve Discharge of Board and CEO	For	For
2.2a	Elect or Ratify Carlos Slim Domit as Board Chairman	For	For
2.2b	Elect or Ratify Patrick Slim Domit as Vice-Chairman	For	Against
	Blended Rationale: A vote AGAINST non-independent direc	tor is warranted since the board is not sufficiently independen	t.
2.2c	Elect or Ratify Antonio Cosio Pando as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **America Movil SAB de CV**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
2.2d	Elect or Ratify Arturo Elias Ayub as Director	For	Against
	Blended Rationale: A vote AGAINST Arturo Elias Ayub is warranted because the dicompany boards.	rector serves on more than five public	
2.2e	Elect or Ratify Daniel Hajj Aboumrad as Director	For	Against
	Blended Rationale: A vote AGAINST non-independent director is warranted since to	the board is not sufficiently independent.	
2.2f	Elect or Ratify Vanessa Hajj Slim as Director	For	Against
	Blended Rationale: A vote AGAINST non-independent director is warranted since to	the board is not sufficiently independent.	
2.2g	Elect or Ratify Rafael Moises Kalach Mizrahi as Director	For	For
2.2h	Elect or Ratify Francisco Medina Chavez as Director	For	For
2.2i	Elect or Ratify Luis Alejandro Soberon Kuri as Director	For	Against
	Blended Rationale: A vote AGAINST non-independent director is warranted since to	the board is not sufficiently independent.	
2.2j	Elect or Ratify Ernesto Vega Velasco as Director	For	Against
	Blended Rationale: A vote AGAINST non-independent director is warranted since to	the board is not sufficiently independent.	
2.2k	Elect or Ratify Oscar Von Hauske Solis as Director	For	Against
	Blended Rationale: A vote AGAINST non-independent director is warranted since	the board is not sufficiently independent.	
2.21	Elect or Ratify Alejandro Cantu Jimenez as Secretary (Non-Member) of Board	For	For
2.2m	Elect or Ratify Rafael Robles Miaja as Deputy Secretary (Non-Member) of Board	For	For
2.3	Approve Remuneration of Directors	For	For
3.1	Approve Discharge of Executive Committee	For	For
3.2a	Elect or Ratify Carlos Slim Domit as Chairman of Executive Committee	For	For
3.2b	Elect or Ratify Patrick Slim Domit as Member of Executive Committee	For	For
3.2c	Elect or Ratify Daniel Hajj Aboumrad as Member of Executive Committee	For	For
3.3	Approve Remuneration of Executive Committee	For	For
4.1	Approve Discharge of Audit and Corporate Practices Committee	For	For
4.2a	Elect or Ratify Ernesto Vega Velasco as Chairman of Audit and Corporate Practices Committee	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **America Movil SAB de CV**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4.2b	Elect or Ratify Pablo Roberto Gonzalez Guajardo as Member of Audit and Corporate Practices Committee	For	Against
	Blended Rationale: A vote AGAINST Item 4.2b is warranted because the commit is considered overboarded under Sustainability Advisory Services Policy.		
4.2c	Elect or Ratify Rafael Moises Kalach Mizrahi as Member of Audit and Corporate Practices Committee	For	For
4.3	Approve Remuneration of Members of Audit and Corporate Practices Committee	For	For
5	Set Amount of Share Repurchase Reserve	For	For
6	Authorize Board to Ratify and Execute Approved Resolutions	For	For

# **Assicurazioni Generali SpA**

Meeting Date: 04/26/2021

Country: Italy

Meeting Type: Annual/Special

Ticker: G

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Ordinary Business		
1a	Accept Financial Statements and Statutory Reports	For	For
1b	Approve Allocation of Income	For	For
	Extraordinary Business		
2a	Amend Company Bylaws Re: Articles 8.1, 8.4, 8.5, 8.6, and 8.7	For	For
2b	Amend Company Bylaws Re: Article 9.1	For	For
	Ordinary Business		
3a	Approve Remuneration Policy	For	For
3b	Approve Second Section of the Remuneration Report	For	For
4a	Approve Group Long Term Incentive Plan	For	For
4b	Authorize Share Repurchase Program and Reissuance of Repurchased Shares to Service Group Long Term Incentive Plan	For	For
	Extraordinary Business		

Date range covered: 04/01/2021 to 04/30/2021

# **Assicurazioni Generali SpA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4c	Authorize Board to Increase Capital to Service Group Long Term Incentive Plan	For	For

# **Boa Vista Servicos SA**

Meeting Date: 04/26/2021 Country: Brazil

Meeting Type: Annual

companies. ABSTAIN vote recommendations are warranted for Items 4, 8, and 9.1-9.11 in the absence of publicly-available

information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.

Ticker: BOAS3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For
2	Approve Capital Budget	For	For
3	Approve Allocation of Income and Dividends	For	For
4	Do You Wish to Adopt Cumulative Voting for the Election of the Members of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	None	Abstain
	Blended Rationale: Under these items, the company presents selection of directors under the terms of Article 141 of the Brazil voting card issued by the Brazilian Securities Regulator (CVM), companies. ABSTAIN vote recommendations are warranted for information, disclosed in a timely manner, regarding a cumulation.	and mandatory for all publicly-traded Brazilian Items 4, 8, and 9.1-9.11 in the absence of publicly-available	
5	Fix Number of Directors at 11	For	For
6	Elect Directors	For	Against
7		· ·	Against
	Counted for the Proposed Slate?  Blended Rationale: A vote AGAINST this request is warranted be impact the board's independence level in a way that cannot be of timely disclosure, international institutional investors are pre-	anticipated by shareholders at this time. As such, due to the lack	
	In Case Cumulative Voting Is Adopted, Do	None	Abstain

# **Boa Vista Servicos SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
	IF CUMULATIVE VOTE IS ADOPTED - If Voting FOR Item 8: Votes Are Distributed in Equal % Amongst Nominees Voted FOR. An AGAINST Vote Is Required If Supporting Candidate(s) Under Cumulative and Not Supporting Any Director(s)/Slate Under Majority Voting				
9.1	Percentage of Votes to Be Assigned - Elect Alfredo Cotait Neto as Board Chairman	None	Abstain		
	Blended Rationale: Under these items, the company presents shareholder election of directors under the terms of Article 141 of the Brazilian Covoting card issued by the Brazilian Securities Regulator (CVM), and mocompanies. ABSTAIN vote recommendations are warranted for Items information, disclosed in a timely manner, regarding a cumulative vote.	rporate Law, in accordance with the rules of the remote andatory for all publicly-traded Brazilian 4, 8, and 9.1-9.11 in the absence of publicly-available			
9.2	Percentage of Votes to Be Assigned - Elect Pedro Miguel Cordeiro Mateo as Director	None	Abstain		
	Blended Rationale: Under these items, the company presents sharehore election of directors under the terms of Article 141 of the Brazilian Covoting card issued by the Brazilian Securities Regulator (CVM), and m companies. ABSTAIN vote recommendations are warranted for Items information, disclosed in a timely manner, regarding a cumulative vote.	rporate Law, in accordance with the rules of the remote landatory for all publicly-traded Brazilian 4, 8, and 9.1-9.11 in the absence of publicly-available			
9.3	Percentage of Votes to Be Assigned - Elect Luiz Francisco Novelli Viana as Director	None	Abstain		
	Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN vote recommendations are warranted for Items 4, 8, and 9.1-9.11 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.				
9.4	Percentage of Votes to Be Assigned - Elect Luiz Roberto Goncalves as Director	None	Abstain		
	Blended Rationale: Under these items, the company presents sharehore election of directors under the terms of Article 141 of the Brazilian Covoting card issued by the Brazilian Securities Regulator (CVM), and m companies. ABSTAIN vote recommendations are warranted for Items information, disclosed in a timely manner, regarding a cumulative vote.	rporate Law, in accordance with the rules of the remote landatory for all publicly-traded Brazilian 4, 8, and 9.1-9.11 in the absence of publicly-available			
9.5	Percentage of Votes to Be Assigned - Elect Nilton Molina as Director	None	Abstain		
	Blended Rationale: Under these items, the company presents sharehold election of directors under the terms of Article 141 of the Brazilian Color voting card issued by the Brazilian Securities Regulator (CVM), and motion companies. ABSTAIN vote recommendations are warranted for Items information, disclosed in a timely manner, regarding a cumulative votice.	rporate Law, in accordance with the rules of the remote andatory for all publicly-traded Brazilian 4, 8, and 9.1-9.11 in the absence of publicly-available			
9.6	Percentage of Votes to Be Assigned - Elect Lincoln da Cunha Pereira Filho as Director	None	Abstain		
	Blended Rationale: Under these items, the company presents sharehold election of directors under the terms of Article 141 of the Brazilian Color voting card issued by the Brazilian Securities Regulator (CVM), and motion companies. ABSTAIN vote recommendations are warranted for Items information, disclosed in a timely manner, regarding a cumulative vote.	rporate Law, in accordance with the rules of the remote landatory for all publicly-traded Brazilian 4, 8, and 9.1-9.11 in the absence of publicly-available			

Date range covered: 04/01/2021 to 04/30/2021

# **Boa Vista Servicos SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
9.7	Percentage of Votes to Be Assigned - Elect Edy Luiz Kogut as Director	None	Abstain	
	Blended Rationale: Under these items, the company presents so election of directors under the terms of Article 141 of the Brazili voting card issued by the Brazilian Securities Regulator (CVM), companies.ABSTAIN vote recommendations are warranted for a information, disclosed in a timely manner, regarding a cumulation	and mandatory for all publicly-traded Brazilian Items 4, 8, and 9.1-9.11 in the absence of publicly-available		
9.8	Percentage of Votes to Be Assigned - Elect Aldo Carlos de Moura Goncalves as Director	None	Abstain	
	Blended Rationale: Under these items, the company presents some election of directors under the terms of Article 141 of the Brazili voting card issued by the Brazilian Securities Regulator (CVM), companies. ABSTAIN vote recommendations are warranted for information, disclosed in a timely manner, regarding a cumulative security.	and mandatory for all publicly-traded Brazilian Items 4, 8, and 9.1-9.11 in the absence of publicly-available		
9.9	Percentage of Votes to Be Assigned - Elect Paulino Rego Barros Junior as Independent Director	None	Abstain	
	Blended Rationale: Under these items, the company presents state election of directors under the terms of Article 141 of the Brazili voting card issued by the Brazilian Securities Regulator (CVM), companies. ABSTAIN vote recommendations are warranted for information, disclosed in a timely manner, regarding a cumulative	and mandatory for all publicly-traded Brazilian Items 4, 8, and 9.1-9.11 in the absence of publicly-available		
9.10	Percentage of Votes to Be Assigned - Elect Jean-Claude Ramirez Jonas as Independent Director	None	Abstain	
	Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN vote recommendations are warranted for Items 4, 8, and 9.1-9.11 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.			
9.11	Percentage of Votes to Be Assigned - Elect Marcelo Benchimol Saad as Independent Director	None	Abstain	
	Blended Rationale: Under these items, the company presents so election of directors under the terms of Article 141 of the Brazili voting card issued by the Brazilian Securities Regulator (CVM), companies.ABSTAIN vote recommendations are warranted for a information, disclosed in a timely manner, regarding a cumulation	and mandatory for all publicly-traded Brazilian Items 4, 8, and 9.1-9.11 in the absence of publicly-available		
10	Install Fiscal Council	For	For	
11	Elect Fiscal Council Members	For	For	
12	In Case One of the Nominees Leaves the Fiscal Council Slate Due to a Separate Minority Election, as Allowed Under Articles 161 and 240 of the Brazilian Corporate Law, May Your Votes Still Be Counted for the Proposed Slate?	None	Against	

Blended Rationale: A vote AGAINST this request is warranted because lack of timely disclosure prevents international institutional investors from making an informed voting decision.

Date range covered: 04/01/2021 to 04/30/2021

### **Boa Vista Servicos SA**

Meeting Date: 04/26/2021

Country: Brazil

Meeting Type: Special

Ticker: BOAS3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Remuneration of Company's Management and Fiscal Council	For	For
2	Amend Article 6 to Reflect Changes in Capital	For	For
3	Amend Article 36 Re: Fix Number of Fiscal Council Members	For	For
4	Consolidate Bylaws	For	For
5	Approve Indemnification Agreement between the Company and Company's Management	For	For
6	Re-Ratify Remuneration of Company's Management for 2020	For	For
	Blended Rationale: Rationale: "The proposed ratification includes an increase that therefore we are supporting this resolution. We also note that Item 1 substantially		
7	In the Event of a Second Call, the Voting Instructions Contained in this Remote Voting Card May Also be Considered for the Second Call?	None	For

#### **Crane Co.**

Meeting Date: 04/26/2021

Country: USA

Meeting Type: Annual

Ticker: CR

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Martin R. Benante	For	For
1.2	Elect Director Donald G. Cook	For	For
1.3	Elect Director Michael Dinkins	For	For
1.4	Elect Director Ronald C. Lindsay	For	For
1.5	Elect Director Ellen McClain	For	For
1.6	Elect Director Charles G. McClure, Jr.	For	For
1.7	Elect Director Max H. Mitchell	For	For
1.8	Elect Director Jennifer M. Pollino	For	For
1.9	Elect Director John S. Stroup	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Crane Co.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.10	Elect Director James L. L. Tullis	For	For
2	Ratify Deloitte & Touche LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
4	Amend Omnibus Stock Plan	For	For

# **ING Groep NV**

Meeting Date: 04/26/2021

Country: Netherlands

Meeting Type: Annual

Ticker: INGA

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
	Annual Meeting Agenda			
1	Open Meeting			
2A	Receive Report of Executive Board (Non-Voting)			
2B	Receive Announcements on Sustainability			
2C	Receive Report of Supervisory Board (Non-Voting)			
2D	Approve Remuneration Report	For	For	
2E	Adopt Financial Statements and Statutory Reports	For	For	
3A	Receive Explanation on Profit Retention and Distribution Policy			
3B	Approve Dividends of EUR 0.12 Per Share	For	For	
4A	Approve Discharge of Executive Board	For	For	
4B	Approve Discharge of Supervisory Board	For	For	
5	Approve Increase Maximum Ratio Between Fixed and Variable Components of Remuneration	For	For	
6	Amend Articles Re: Implementation of the Dutch Management and Supervision of Legal Entities Act	For	For	
7A	Reelect Steven van Rijswijk to Executive Board	For	For	
7B	Elect Ljiljana Cortan to Executive Board	For	For	

Date range covered: 04/01/2021 to 04/30/2021

# **ING Groep NV**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
8A	Reelect Hans Wijers to Supervisory Board	For	For
8B	Reelect Margarete Haase to Supervisory Board	For	For
8C	Elect Lodewijk Hijmans van den Bergh to Supervisory Board	For	For
9A	Grant Board Authority to Issue Shares	For	For
9B	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital and Restricting/Excluding Preemptive Rights	For	For
10	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For

# **MERLIN Properties SOCIMI SA**

Meeting Date: 04/26/2021

Country: Spain

Meeting Type: Annual

Ticker: MRL

			V-A-
Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Approve Standalone Financial Statements	For	For
1.2	Approve Consolidated Financial Statements	For	For
2.1	Approve Treatment of Net Loss	For	For
2.2	Approve Application of Reserves to Offset Losses	For	For
2.3	Approve Dividends Charged Against Reserves	For	For
3	Approve Discharge of Board	For	For
4	Renew Appointment of Deloitte as Auditor	For	For
5.1	Fix Number of Directors at 13	For	For
5.2	Reelect Javier Garcia-Carranza Benjumea as Director	For	For
5.3	Reelect Francisca Ortega Fernandez-Agero as Director	For	For
5.4	Reelect Pilar Cavero Mestre as Director	For	For
5.5	Reelect Juan Maria Aguirre Gonzalo as Director	For	For
6	Amend Remuneration Policy	For	For
7	Approve Extraordinary Incentive for Executive Directors	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **MERLIN Properties SOCIMI SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
8	Advisory Vote on Remuneration Report	For	For
9.1	Amend Article 22 Re: Allow Shareholder Meetings to be Held in Virtual-Only Format	For	For
9.2	Amend Article 34 Re: Board	For	For
10.1	Amend Article 5 of General Meeting Regulations Re: Allow Shareholder Meetings to be Held in Virtual-Only Format	For	For
10.2	Amend Article 7 of General Meeting Regulations Re: Shareholders' Right to Information	For	For
10.3	Amend Article 11 of General Meeting Regulations Re: Allow Shareholder Meetings to be Held in Virtual-Only Format	For	For
11	Authorize Company to Call EGM with 15 Days' Notice	For	For
12	Authorize Board to Ratify and Execute Approved Resolutions	For	For

# **Notre Dame Intermedica Participacoes SA**

Meeting Date: 04/26/2021 Country: Brazil

Meeting Type: Annual

Ticker: GNDI3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For
2	Approve Allocation of Income and Dividends	For	For
3	Approve Remuneration of Company's Management	For	Against
	Blended Rationale: A vote AGAINST this proposal is warranted by transparency regarding key remuneration figures, and the comp year-over-year increase of its proposed global remuneration cap	any has failed to provide a rationale for the material	
4	Fix Number of Directors at Seven	For	For
5	Do You Wish to Adopt Cumulative Voting for the Election of the Members of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	None	Abstain

Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN vote recommendations are warranted for Items 5, 9, and 10.1-10.7 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.

# **Notre Dame Intermedica Participacoes SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
6	As an Ordinary Shareholder, Would You like to Request a Separate Minority Election of a Member of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	None	For
	Blended Rationale: A vote FOR this item is warranted because:- minority board election up to the time of the meeting; and-The would potentially improve the company's governance and provi	e election of a minority representative to the board of directors	
7	Elect Directors	For	For
8	In Case There is Any Change to the Board Slate Composition, May Your Votes Still be Counted for the Proposed Slate?	None	Against
	Blended Rationale: A vote AGAINST this request is warranted be impact the board's independence level in a way that cannot be of timely disclosure, international institutional investors are pre-	anticipated by shareholders at this time. As such, due to the lack	
9	In Case Cumulative Voting Is Adopted, Do You Wish to Equally Distribute Your Votes Amongst the Nominees below?	None	Abstain
	Blended Rationale: Under these items, the company presents si election of directors under the terms of Article 141 of the Brazili voting card issued by the Brazilian Securities Regulator (CVM), companies. ABSTAIN vote recommendations are warranted for 1 information, disclosed in a timely manner, regarding a cumulati IF CUMULATIVE VOTE IS ADOPTED - If	and mandatory for all publicly-traded Brazilian Items 5, 9, and 10.1-10.7 in the absence of publicly-available	
	Voting FOR Item 9: Votes Are Distributed in Equal % Amongst Nominees Voted FOR. An AGAINST Vote Is Required If Supporting Candidate(s) Under Cumulative and Not Supporting Any Director(s)/Slate Under Majority Voting		
10.1	Percentage of Votes to Be Assigned - Elect Christopher Riley Gordon as Board Chairman	None	Abstain
	Blended Rationale: Under these items, the company presents si election of directors under the terms of Article 141 of the Brazili voting card issued by the Brazilian Securities Regulator (CVM), companies.ABSTAIN vote recommendations are warranted for 1 information, disclosed in a timely manner, regarding a cumulati	and mandatory for all publicly-traded Brazilian Items 5, 9, and 10.1-10.7 in the absence of publicly-available	
10.2	Percentage of Votes to Be Assigned - Elect Irlau Machado Filho as Director	None	Abstain
	Blended Rationale: Under these items, the company presents si election of directors under the terms of Article 141 of the Brazili voting card issued by the Brazilian Securities Regulator (CVM), companies.ABSTAIN vote recommendations are warranted for 1 information, disclosed in a timely manner, regarding a cumulati	and mandatory for all publicly-traded Brazilian Items 5, 9, and 10.1-10.7 in the absence of publicly-available	
10.3	Percentage of Votes to Be Assigned - Elect Michel David Freund as Director	None	Abstain
	Blended Rationale: Under these items, the company presents si election of directors under the terms of Article 141 of the Brazili voting card issued by the Brazilian Securities Regulator (CVM),		

Blended Rationale: Under these Items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN vote recommendations are warranted for Items 5, 9, and 10.1-10.7 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.

# **Notre Dame Intermedica Participacoes SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
10.4	Percentage of Votes to Be Assigned - Elect T. Devin O'Reilly as Director	None	Abstain	
	Blended Rationale: Under these items, the company presents shall election of directors under the terms of Article 141 of the Brazilian voting card issued by the Brazilian Securities Regulator (CVM), and companies. ABSTAIN vote recommendations are warranted for Itely information, disclosed in a timely manner, regarding a cumulative	o Corporate Law, in accordance with the rules of the remote of mandatory for all publicly-traded Brazilian oms 5, 9, and 10.1-10.7 in the absence of publicly-available		
10.5	Percentage of Votes to Be Assigned - Elect Jose Luiz Teixeira Rossi as Independent Director	None	Abstain	
	Blended Rationale: Under these items, the company presents shall election of directors under the terms of Article 141 of the Brazilian voting card issued by the Brazilian Securities Regulator (CVM), and companies. ABSTAIN vote recommendations are warranted for Itely information, disclosed in a timely manner, regarding a cumulative	o Corporate Law, in accordance with the rules of the remote of mandatory for all publicly-traded Brazilian oms 5, 9, and 10.1-10.7 in the absence of publicly-available		
10.6	Percentage of Votes to Be Assigned - Elect Plinio Villares Musetti as Independent Director	None	Abstain	
	Blended Rationale: Under these items, the company presents shall election of directors under the terms of Article 141 of the Brazilian voting card issued by the Brazilian Securities Regulator (CVM), and companies. ABSTAIN vote recommendations are warranted for Item information, disclosed in a timely manner, regarding a cumulative	o Corporate Law, in accordance with the rules of the remote d mandatory for all publicly-traded Brazilian ms 5, 9, and 10.1-10.7 in the absence of publicly-available		
10.7	Percentage of Votes to Be Assigned - Elect Ana Paula de Assis Bogus as Independent Director	None	Abstain	
	Blended Rationale: Under these items, the company presents shall election of directors under the terms of Article 141 of the Brazilian voting card issued by the Brazilian Securities Regulator (CVM), and companies. ABSTAIN vote recommendations are warranted for Item information, disclosed in a timely manner, regarding a cumulative	o Corporate Law, in accordance with the rules of the remote of mandatory for all publicly-traded Brazilian oms 5, 9, and 10.1-10.7 in the absence of publicly-available		
11	Do You Wish to Request Installation of a Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	None	For	
	Blended Rationale: A vote FOR this item is warranted because the company's governance and bring greater corporate oversight.	installation of a fiscal council could potentially improve the		
	Shareholders Must Vote For Only 3 (e.g. Three) of the Candidates Under Items 12.1-12.4			
12.1	Elect Sergio Vicente Bicicchi as Fiscal Council Member and Anna Carolina Morizot as Alternate	For	For	

Date range covered: 04/01/2021 to 04/30/2021

# **Notre Dame Intermedica Participacoes SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
12.2	Elect Adalgiso Fragoso de Faria as Fiscal Council Member and Stefan Colza Lee as Alternate	For	Abstain
	Blended Rationale: The company disclosed four nominees (and three-member fiscal council.All candidates appear to be well-q company has disclosed more fiscal council candidates than aveincumbent management fiscal council nominees Sergio Vicente known concerns regarding the proposed nominees (Item 12.1, alternate Olavo Fortes Campos Rodrigues Junior, currently appeared to the proposed nominees (Item 12.3); and Juenemann and alternate Geraldo Affonso Ferreira Filho as the minority shareholders to company's fiscal council (Item 12.4), a management nominees Adalgiso Fragoso de Faria and alternate from the election of such nominees should not be interpreted of	ualified to serve as fiscal council members. However, as to ailable seats, vote recommendations are as follows:- Vote e Bicicchi and alternate Anna Carolina Morizot as there are o);- Vote FOR incumbent nominees Adelino Dias Pinho and pointed by a minority shareholder, as there are no known Vote FOR new minority shareholder nominees Joao Verne e proposed nominees will likely bring greater representation As such, an ABSTAIN vote is recommended for the new the Stefan Colza Lee (Item 12.2). The recommendation to a	FOR e no or on of abstain
12.3	Elect Adelino Dias Pinho as Fiscal Council Member and Olavo Fortes Campos Rodrigues Junior as Alternate	For	For
12.4	Elect Joao Verner Juenemann as Fiscal Council Member and Geraldo Affonso Ferreira Filho as Alternate	For	For
13	In the Event of a Second Call, the Voting Instructions Contained in this Remote Voting Card May Also be Considered for the Second Call?	None	For

# **Notre Dame Intermedica Participacoes SA**

Meeting Date: 04/26/2021 Country: Brazil

Meeting Type: Special Ticker: GNDI3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Amend Article 5 to Reflect Changes in Capital	For	For
2	In the Event of a Second Call, the Voting Instructions Contained in this Remote Voting Card May Also be Considered for the Second Call?	None	For

#### **ORIOR AG**

Meeting Date: 04/26/2021 Country: Switzerland

Meeting Type: Annual Ticker: ORON

Date range covered: 04/01/2021 to 04/30/2021

#### **ORIOR AG**

roposal umber	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Remuneration Report	For	For
3	Approve Allocation of Income and Dividends of CHF 2.33 per Share	For	For
4	Approve Discharge of Board and Senior Management	For	For
5.1.1	Reelect Rolf Sutter as Director and Board Chairman	For	For
5.1.2	Reelect Markus Neuhaus as Director	For	For
5.1.3	Reelect Monika Friedli-Walser as Director	For	For
5.1.4	Reelect Walter Luethi as Director	For	For
5.1.5	Reelect Monika Schuepbach as Director	For	For
5.1.6	Reelect Markus Voegeli as Director	For	For
5.2.1	Reappoint Monika Friedli-Walser as Member of the Compensation Committee	For	For
5.2.2	Reappoint Rolf Sutter as Member of the Compensation Committee	For	For
5.2.3	Reappoint Walter Luethi as Member of the Compensation Committee	For	For
5.3	Ratify Ernst & Young AG as Auditors	For	For
5.4	Designate Rene Schwarzenbach as Independent Proxy	For	For
6	Amend Articles Re: Long Term Incentive Plan for Executive Committee	For	For
7.1	Approve Remuneration of Directors in the Amount of CHF 765,000	For	For
7.2	Approve Variable Remuneration of Executive Committee in the Amount of CHF 446,000	For	For
7.3	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 1.5 Million	For	For
7.4	Approve Long-Term Variable Remuneration of Executive Committee in the Amount of CHF 500,000	For	For
8	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

Date range covered: 04/01/2021 to 04/30/2021

# **Polymetal International Plc**

Meeting Date: 04/26/2021

Country: Jersey

Meeting Type: Annual

Ticker: POLY

oposal umber	Proposal Text	Mgmt Rec	Vote Instruction	
1	Accept Financial Statements and Statutory Reports	For	For	
2	Approve Remuneration Report	For	For	
3	Approve Final Dividend	For	For	
4	Re-elect Ian Cockerill as Director	For	For	
5	Re-elect Vitaly Nesis as Director	For	For	
6	Re-elect Manuel (Ollie) De Sousa-Oliveira as Director	For	For	
7	Re-elect Konstantin Yanakov as Director	For	For	
8	Re-elect Giacomo Baizini as Director	For	For	
9	Re-elect Tracey Kerr as Director	For	For	
10	Re-elect Italia Boninelli as Director	For	For	
11	Re-elect Victor Flores as Director	For	For	
12	Re-elect Andrea Abt as Director	For	For	
13	Reappoint Deloitte LLP as Auditors	For	For	
14	Authorise Board to Fix Remuneration of Auditors	For	For	
15	Authorise Issue of Equity	For	For	
16	Authorise Issue of Equity without Pre-emptive Rights	For	For	
17	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	For	For	
18	Authorise Market Purchase of Ordinary Shares	For	For	

# **Public Storage**

Meeting Date: 04/26/2021

Country: USA

Meeting Type: Annual

Ticker: PSA

Date range covered: 04/01/2021 to 04/30/2021

# **Public Storage**

Proposal lumber	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Ronald L. Havner, Jr.	For	For
1b	Elect Director Tamara Hughes Gustavson	For	For
1c	Elect Director Leslie S. Heisz	For	For
1d	Elect Director Michelle (Meka) Millstone-Shroff	For	For
1e	Elect Director Shankh S. Mitra	For	For
1f	Elect Director David J. Neithercut	For	For
1g	Elect Director Rebecca Owen	For	For
1h	Elect Director Kristy M. Pipes	For	For
1i	Elect Director Avedick B. Poladian	For	For
1j	Elect Director John Reyes	For	For
1k	Elect Director Joseph D. Russell, Jr.	For	For
11	Elect Director Tariq M. Shaukat	For	For
1m	Elect Director Ronald P. Spogli	For	For
1n	Elect Director Paul S. Williams	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify Ernst & Young LLP as Auditors	For	For
4	Approve Omnibus Stock Plan	For	For
5	Eliminate Cumulative Voting	For	For

# **Raytheon Technologies Corporation**

Meeting Date: 04/26/2021

Country: USA

Meeting Type: Annual

Ticker: RTX

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Tracy A. Atkinson	For	For

#### **Raytheon Technologies Corporation**

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction

Blended Rationale: A vote AGAINST governance committee chairman Robert Work is warranted given the lack of responsiveness to a majority supported shareholder proposal at the 2020 annual meeting. Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. A vote AGAINST board chair Thomas Kennedy is warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

1b Elect Director Gregory J. Hayes

For

Blended Rationale: A vote AGAINST governance committee chairman Robert Work is warranted given the lack of responsiveness to a majority supported shareholder proposal at the 2020 annual meeting. Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. A vote AGAINST board chair Thomas Kennedy is warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

1c Elect Director Thomas A. Kennedy

Against

For

Blended Rationale: A vote AGAINST governance committee chairman Robert Work is warranted given the lack of responsiveness to a majority supported shareholder proposal at the 2020 annual meeting. Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. A vote AGAINST board chair Thomas Kennedy is warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

1d Elect Director Marshall O. Larsen

For

Blended Rationale: A vote AGAINST governance committee chairman Robert Work is warranted given the lack of responsiveness to a majority supported shareholder proposal at the 2020 annual meeting. Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. A vote AGAINST board chair Thomas Kennedy is warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

1e Elect Director George R. Oliver

For

For

For

For

Blended Rationale: A vote AGAINST governance committee chairman Robert Work is warranted given the lack of responsiveness to a majority supported shareholder proposal at the 2020 annual meeting. Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. A vote AGAINST board chair Thomas Kennedy is warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

# **Raytheon Technologies Corporation**

1f	Elect Director Robert K. (Kelly) Ortberg  Blended Rationale: A vote AGAINST governance committee	For	For
	Blended Rationale: A vote AGAINST governance committee		
	stemming from severe ESG controversies have been identi- proficiently guard against and manage material environme. Thomas Kennedy is warranted given that the chair of the L members for failing to effectively supervise the manageme	e chairman Robert Work is warranted given the lack of sal at the 2020 annual meeting. Significant risks to shareholders fied at the company, which reflects a failure by the board to natal, social and governance risks. A vote AGAINST board chair board ultimately shoulders the most responsibility amongst all board and of risks to the company and its shareholders, and should be risk to the company and its shareholders, and should	
1g	Elect Director Margaret L. O'Sullivan	For	For
	stemming from severe ESG controversies have been identi- proficiently guard against and manage material environme. Thomas Kennedy is warranted given that the chair of the L members for failing to effectively supervise the manageme	e chairman Robert Work is warranted given the lack of sal at the 2020 annual meeting. Significant risks to shareholders fied at the company, which reflects a failure by the board to ntal, social and governance risks. A vote AGAINST board chair board ultimately shoulders the most responsibility amongst all board and of risks to the company and its shareholders, and should be right of ESG risk exposures at the firm. A vote FOR the remaining	
1h	Elect Director Dinesh C. Paliwal	For	For
	stemming from severe ESG controversies have been identi- proficiently guard against and manage material environme. Thomas Kennedy is warranted given that the chair of the L members for failing to effectively supervise the manageme	e chairman Robert Work is warranted given the lack of sal at the 2020 annual meeting. Significant risks to shareholders fied at the company, which reflects a failure by the board to ntal, social and governance risks. A vote AGAINST board chair poard ultimately shoulders the most responsibility amongst all board ont of risks to the company and its shareholders, and should persight of ESG risk exposures at the firm. A vote FOR the remaining	
1i	Elect Director Ellen M. Pawlikowski	For	For
	stemming from severe ESG controversies have been identi- proficiently guard against and manage material environme. Thomas Kennedy is warranted given that the chair of the L members for failing to effectively supervise the manageme	e chairman Robert Work is warranted given the lack of sal at the 2020 annual meeting. Significant risks to shareholders fied at the company, which reflects a failure by the board to intal, social and governance risks. A vote AGAINST board chair board ultimately shoulders the most responsibility amongst all board ont of risks to the company and its shareholders, and should be bright of ESG risk exposures at the firm. A vote FOR the remaining	
1j	Elect Director Denise L. Ramos	For	For

biended Rationale: A Vote AGAINST governance committee chairman Robert Work is warranted given the lack of responsiveness to a majority supported shareholder proposal at the 2020 annual meeting. Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. A vote AGAINST board chair Thomas Kennedy is warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the remaining director nominees is warranted.

# **Raytheon Technologies Corporation**

this time and the administering committee is composed entirely of independent directors.

roposal lumber	Proposal Text	Mgmt Rec	Vote Instruct
1k	Elect Director Fredric G. Reynolds	For	For
	responsiveness to a majority supported shareholder pro stemming from severe ESG controversies have been ide proficiently guard against and manage material environ. Thomas Kennedy is warranted given that the chair of the members for failing to effectively supervise the manage	ttee chairman Robert Work is warranted given the lack of posal at the 2020 annual meeting. Significant risks to shareholders intified at the company, which reflects a failure by the board to mental, social and governance risks. A vote AGAINST board chair he board ultimately shoulders the most responsibility amongst all board ment of risks to the company and its shareholders, and should oversight of ESG risk exposures at the firm. A vote FOR the remaining	
11	Elect Director Brian C. Rogers	For	For
	responsiveness to a majority supported shareholder pro stemming from severe ESG controversies have been ide proficiently guard against and manage material environ. Thomas Kennedy is warranted given that the chair of the members for failing to effectively supervise the manage	ttee chairman Robert Work is warranted given the lack of posal at the 2020 annual meeting. Significant risks to shareholders intified at the company, which reflects a failure by the board to mental, social and governance risks. A vote AGAINST board chair be board ultimately shoulders the most responsibility amongst all board ment of risks to the company and its shareholders, and should oversight of ESG risk exposures at the firm. A vote FOR the remaining	
1m	Elect Director James A. Winnefeld, Jr.	For	For
	responsiveness to a majority supported shareholder prostemming from severe ESG controversies have been ideal proficiently guard against and manage material environments. Thomas Kennedy is warranted given that the chair of the members for failing to effectively supervise the manage.	ttee chairman Robert Work is warranted given the lack of posal at the 2020 annual meeting. Significant risks to shareholders intified at the company, which reflects a failure by the board to mental, social and governance risks. A vote AGAINST board chair he board ultimately shoulders the most responsibility amongst all board ment of risks to the company and its shareholders, and should oversight of ESG risk exposures at the firm. A vote FOR the remaining	
1n	Elect Director Robert O. Work	For	Against
	responsiveness to a majority supported shareholder pro stemming from severe ESG controversies have been ide proficiently guard against and manage material environ. Thomas Kennedy is warranted given that the chair of the members for failing to effectively supervise the manage	ttee chairman Robert Work is warranted given the lack of posal at the 2020 annual meeting. Significant risks to shareholders intified at the company, which reflects a failure by the board to mental, social and governance risks. A vote AGAINST board chair he board ultimately shoulders the most responsibility amongst all board ment of risks to the company and its shareholders, and should oversight of ESG risk exposures at the firm. A vote FOR the remaining	
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
	of the Carrier and Otis business units and concurrent mincentive programs, including certain modifications to ed	ed. Multiple corporate transactions in early 2020, including the spin-offs erger with Raytheon Corporation, caused significant changes to quity awards. Although equity grants were entirely time-based for 11 and annual incentives will continue to be based predominantly on	
3	Ratify PricewaterhouseCoopers LLP as Auditors	For	For
		e auditor is warranted	
	Blended Rationale: A vote FOR this proposal to ratify the	e duditor is mariantear	

# **Raytheon Technologies Corporation**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
5	Amend Omnibus Stock Plan	For	For		
	Blended Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.				
6	Amend Proxy Access Right	Against	For		
	Blended Rationale: A vote FOR this proposal is warranted as the proposed elimination of the 20-shareholder aggregation limit would improve the company's existing proxy access right for shareholders.				

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct	
1a	Elect Director Tracy A. Atkinson	For	For	
1b	Elect Director Gregory J. Hayes	For	For	
1c	Elect Director Thomas A. Kennedy	For	Against	
	Blended Rationale: A vote AGAINST governance committee chairman Robert Work is warranted given the lack of responsiveness to a majority supported shareholder proposal at the 2020 annual meeting. Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. A vote AGAINST board chair Thomas Kennedy is warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm.			
1d	Elect Director Marshall O. Larsen	For	For	
1e	Elect Director George R. Oliver	For	For	
1f	Elect Director Robert K. (Kelly) Ortberg	For	For	
1g	Elect Director Margaret L. O'Sullivan	For	For	
1h	Elect Director Dinesh C. Paliwal	For	For	
1i	Elect Director Ellen M. Pawlikowski	For	For	
1j	Elect Director Denise L. Ramos	For	For	
1k	Elect Director Fredric G. Reynolds	For	For	
11	Elect Director Brian C. Rogers	For	For	
1m	Elect Director James A. Winnefeld, Jr.	For	For	
1n	Elect Director Robert O. Work	For	Against	

Thomas Kennedy is warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm.

2 Advisory Vote to Ratify Named Executive Officers' Compensation

For

For

Date range covered: 04/01/2021 to 04/30/2021

# **Raytheon Technologies Corporation**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3	Ratify PricewaterhouseCoopers LLP as Auditors	For	For
4	Approve Executive Incentive Bonus Plan	For	For
5	Amend Omnibus Stock Plan	For	For
6	Amend Proxy Access Right	Against	For
	Riended Rationale: A vote FOR this proposal is warranted as the proposed elimination of the 20-shareholder aggregation limit		

Blended Rationale: A vote FOR this proposal is warranted as the proposed elimination of the 20-shareholder aggregation limit would improve the company's existing proxy access right for shareholders.

### Saudi Telecom Co.

Meeting Date: 04/26/2021

these proposals are warranted.

Country: Saudi Arabia

Meeting Type: Annual

Ticker: 7010

Number Proposal Text Mgmt Rec	Instruct				
Ordinary Business					
Approve Board Report on Company Operations for FY 2020 For	For				
2 Approve Auditors' Report on Company For Financial Statements for FY 2020	For				
Accept Financial Statements and Statutory For Reports for FY 2020	For				
4 Amend Article 17 of Bylaws Re: Board of For Director	For				
5.1 Elect Talal Al Moammar as Director None	Abstain				
Blended Rationale: In the absence of sufficient information with regards to the candidates up for election, ABSTAIN votes for these proposals are warranted.	Blended Rationale: In the absence of sufficient information with regards to the candidates up for election, ABSTAIN votes for these proposals are warranted.				
5.2 Elect Yassir Al Harbi as Director None	Abstain				
Blended Rationale: In the absence of sufficient information with regards to the candidates up for election, ABSTAIN votes for these proposals are warranted.					
5.3 Elect Thamir Al Wadee as Director None	Abstain				
Blended Rationale: In the absence of sufficient information with regards to the candidates up for election, ABSTAIN votes for these proposals are warranted.					
5.4 Elect Sultan Garamish as Director None	Abstain				
Blended Rationale: In the absence of sufficient information with regards to the candidates up for election, ABSTAIN votes for these proposals are warranted.					
5.5 Elect Mohammed Al Ghamdi as Director None	Abstain				

Date range covered: 04/01/2021 to 04/30/2021

# **Saudi Telecom Co.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructio		
5.6	Elect Ahmed Murad as Director	None	Abstain		
	Blended Rationale: In the absence of sufficient information with regards to the cathese proposals are warranted.	andidates up for election, ABSTAIN votes for			
5.7	Elect Abdullah Al Haseeni as Director	None	Abstain		
	Blended Rationale: In the absence of sufficient information with regards to the cathese proposals are warranted.	ndidates up for election, ABSTAIN votes for			
5.8	Elect Mohammed Al Nahas as Director	None	Abstain		
	Blended Rationale: In the absence of sufficient information with regards to the cathese proposals are warranted.	ndidates up for election, ABSTAIN votes for			
5.9	Elect Amr Kurdi as Director	None	Abstain		
	Blended Rationale: In the absence of sufficient information with regards to the cathese proposals are warranted.	andidates up for election, ABSTAIN votes for			
5.10	Elect Ahmed Khogeer as Director	None	Abstain		
	Blended Rationale: In the absence of sufficient information with regards to the cathese proposals are warranted.	andidates up for election, ABSTAIN votes for			
5.11	Elect Ahmed Al Omran as Director	None	Abstain		
	Blended Rationale: In the absence of sufficient information with regards to the cathese proposals are warranted.	undidates up for election, ABSTAIN votes for			
5.12	Elect Fahad Al Shueibi as Director	None	Abstain		
	Blended Rationale: In the absence of sufficient information with regards to the cathese proposals are warranted.	andidates up for election, ABSTAIN votes for			
5.13	Elect Mujtaba Al Khaneezi as Director	None	Abstain		
	Blended Rationale: In the absence of sufficient information with regards to the candidates up for election, ABSTAIN votes for these proposals are warranted.				
5.14	Elect Fahad Al Huweimani as Director	None	Abstain		
	Blended Rationale: In the absence of sufficient information with regards to the cathese proposals are warranted.	andidates up for election, ABSTAIN votes for			
5.15	Elect Abdullah Al Sheikh as Director	None	Abstain		
	Blended Rationale: In the absence of sufficient information with regards to the candidates up for election, ABSTAIN votes for these proposals are warranted.				
5.16	Elect Nabeel Koshak as Director	None	Abstain		
	Blended Rationale: In the absence of sufficient information with regards to the candidates up for election, ABSTAIN votes for these proposals are warranted.				
5.17	Elect Abdullah Abou Al Kheir as Director	None	Abstain		
	Blended Rationale: In the absence of sufficient information with regards to the cathese proposals are warranted.	andidates up for election, ABSTAIN votes for			
5.18	Elect Riyadh Najm as Director	None	Abstain		
	Blended Rationale: In the absence of sufficient information with regards to the cathese proposals are warranted.	andidates up for election, ABSTAIN votes for			

Date range covered: 04/01/2021 to 04/30/2021

# **Saudi Telecom Co.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
5.19	Elect Majid Al Suweigh as Director	None	Abstain		
	Blended Rationale: In the absence of sufficient information with regards to the cathese proposals are warranted.	andidates up for election, ABSTAIN votes for			
5.20	Elect Mohammed Al Feisal as Director	None	Abstain		
	Blended Rationale: In the absence of sufficient information with regards to the cathese proposals are warranted.	andidates up for election, ABSTAIN votes for			
5.21	Elect Waleed Shukri as Director	None	Abstain		
	Blended Rationale: In the absence of sufficient information with regards to the cathese proposals are warranted.	andidates up for election, ABSTAIN votes for			
5.22	Elect Hussam Al Suweilim as Director	None	Abstain		
	Blended Rationale: In the absence of sufficient information with regards to the cathese proposals are warranted.	andidates up for election, ABSTAIN votes for			
5.23	Elect Huda Al Ghoson as Director	None	Abstain		
	Blended Rationale: In the absence of sufficient information with regards to the cathese proposals are warranted.	andidates up for election, ABSTAIN votes for			
5.24	Elect Abdullah Al Aboudi as Director	None	Abstain		
	Blended Rationale: In the absence of sufficient information with regards to the cathese proposals are warranted.	andidates up for election, ABSTAIN votes for			
5.25	Elect Salman Al kahldi as Director	None	Abstain		
	Blended Rationale: In the absence of sufficient information with regards to the cathese proposals are warranted.	andidates up for election, ABSTAIN votes for			
5.26	Elect Sara Al Suheimi as Director	None	Abstain		
	Blended Rationale: In the absence of sufficient information with regards to the candidates up for election, ABSTAIN votes for these proposals are warranted.				
5.27	Elect Bassim Al Saloum as Director	None	Abstain		
	Blended Rationale: In the absence of sufficient information with regards to the cathese proposals are warranted.	andidates up for election, ABSTAIN votes for			
5.28	Elect Abdulazeez Abdulwahab as Director	None	Abstain		
	Blended Rationale: In the absence of sufficient information with regards to the cathese proposals are warranted.	andidates up for election, ABSTAIN votes for			
5.29	Elect Sanjay Kapoor as Director	None	Abstain		
	Blended Rationale: In the absence of sufficient information with regards to the cathese proposals are warranted.	andidates up for election, ABSTAIN votes for			
5.30	Elect Khalid Biyari as Director	None	Abstain		
	Blended Rationale: In the absence of sufficient information with regards to the cathese proposals are warranted.	andidates up for election, ABSTAIN votes for			
5.31	Elect Arndt Rautenberg as Director	None	Abstain		
	Blended Rationale: In the absence of sufficient information with regards to the cathese proposals are warranted.	andidates up for election, ABSTAIN votes for			

Date range covered: 04/01/2021 to 04/30/2021

### Saudi Telecom Co.

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
5.32	Elect Rania Nashar as Director	None	Abstain		
	Blended Rationale: In the absence of sufficient information with regards to the these proposals are warranted.	candidates up for election, ABSTAIN votes for			
5.33	Elect Yazeed Al Hameed as Director	None	Abstain		
	Blended Rationale: In the absence of sufficient information with regards to the candidates up for election, ABSTAIN votes for these proposals are warranted.				
5.34	Elect Jameel Al Milhim as Director	None	Abstain		
	Blended Rationale: In the absence of sufficient information with regards to the candidates up for election, ABSTAIN votes for these proposals are warranted.				
5.35	Elect Oussama Al Khiyari as Director	None	Abstain		
	Blended Rationale: In the absence of sufficient information with regards to the these proposals are warranted.	candidates up for election, ABSTAIN votes for			
6	Ratify Auditors and Fix Their Remuneration for Q2, Q3, Q4 and Annual Statement of FY 2021 and Q1 of FY 2022	For	For		
7	Approve Additional Dividends of SAR 1 per Share for FY 2020 and the Total of Dividend will be SAR 5 per Share for FY 2020	For	For		
8	Approve Authorization of the Board Regarding Future Related Party Transactions According to Article 71 of the Companies Law	For	For		
9	Approve Related Party Transactions Re: Masdr Company	For	For		
10	Approve Remuneration of Directors of SAR 4,425,000 for FY 2020	For	For		

# **SITC International Holdings Company Limited**

Meeting Date: 04/26/2021 Country: Cayman Islands

Meeting Type: Annual Ticker: 1308

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Final Dividend	For	For
3	Elect Yang Xianxiang as Director	For	For
4	Elect Liu Kecheng as Director	For	For
5	Elect Liu Ka Ying, Rebecca as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **SITC International Holdings Company Limited**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
6	Elect Tse Siu Ngan as Director	For	For
7	Elect Hu Mantian as Director	For	For
8	Elect Yang Xin as Director	For	For
9	Authorize Board to Fix Remuneration of Directors	For	For
10	Approve Ernst & Young as Auditors and Authorize Board to Fix Their Remuneration	For	For
11	Authorize Repurchase of Issued Share Capital	For	For
12	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	For	Against
	Blended Rationale: A vote AGAINST these resolutions is warrant greater than 10 percent of the relevant class of shares The co		nit is
	Authorize Reissuance of Repurchased Shares	For	Against

Blended Rationale: A vote AGAINST these resolutions is warranted for the following:- The aggregate share issuance limit is greater than 10 percent of the relevant class of shares.- The company has not specified the discount limit.

### **Vietnam Dairy Products Corp.**

Meeting Date: 04/26/2021

Country: Vietnam

Meeting Type: Annual

Ticker: VNM

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Meeting Agenda	For	For
2	Approve Vote-Counting Committee	For	For
3	Approve Audited Financial Statements of Financial Year 2020	For	For
4	Approve Report of Board of Directors	For	For
5	Approve Dividend of Financial Year 2020	For	For
6	Approve Target for Revenue and Profit for Financial Year 2021	For	For
7	Approve Expected Dividends of Financial Year 2021	For	For
8	Approve Auditors	For	For
9	Approve Remuneration of Board of Directors in Financial Year 2021	For	For
10	Amend Charter	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Vietnam Dairy Products Corp.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructio
.1	Approve Corporate Governance Regulations	For	For
12	Approve Regulations on Operation of Board of Directors	For	For
13	Dismiss Nguyen Ba Duong as Director	For	For
14	Dismiss Nguyen Thi Tham as Director	For	For
15.1	Elect Tieu Yen Trinh as Independent Director	For	For
5.2	Elect Hoang Ngoc Thach as Independent Director	For	For
	Blended Rationale: A vote FOR Tieu Yen Trinh is warranted. A vote information.	AGAINST Hoang Ngoc Thach is warranted due to la	ack of
16	Approve Meeting Resolutions	For	For
7	Other Business	For	Against

Blended Rationale: A vote AGAINST this resolution is warranted because the company did not disclose the other business or other matters that will be taken up under this resolution.

### **Weingarten Realty Investors**

Meeting Date: 04/26/2021

Country: USA

Meeting Type: Annual

Ticker: WRI

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Andrew M. Alexander	For	For
1b	Elect Director Stanford J. Alexander	For	For
1c	Elect Director Shelaghmichael C. Brown	For	For
1d	Elect Director Stephen A. Lasher	For	For
1e	Elect Director Thomas L. Ryan	For	For
1f	Elect Director Douglas W. Schnitzer	For	For
1g	Elect Director C. Park Shaper	For	For
1h	Elect Director Marc J. Shapiro	For	For
2	Amend Omnibus Stock Plan	For	For
3	Ratify Deloitte & Touche LLP as Auditors	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### Aena S.M.E. SA

Meeting Date: 04/27/2021

Country: Spain

Meeting Type: Annual

Ticker: AENA

Proposal Text	Mgmt Rec	Vote Instruction
Approve Standalone Financial Statements	For	For
Approve Consolidated Financial Statements	For	For
Approve Treatment of Net Loss	For	For
Approve Non-Financial Information Statement	For	For
Approve Discharge of Board	For	For
Ratify Appointment of and Elect Juan Rio Cortes as Director	For	For
Amend Articles Re: Allow Shareholder Meetings to be Held in Virtual-Only Format	For	For
Amend Articles Re: Board Competences and Board Committees	For	For
Amend Articles Re: Board Committees, Remuneration and Climate Action Plan	For	For
Amend Articles of General Meeting Regulations Re: Allow Shareholder Meetings to be Held in Virtual-Only Format	For	For
Advisory Vote on Remuneration Report	For	For
Advisory Vote on Company's Climate Action Plan	For	For
Authorize Board to Ratify and Execute Approved Resolutions	For	For
	Approve Standalone Financial Statements  Approve Consolidated Financial Statements  Approve Treatment of Net Loss  Approve Non-Financial Information Statement  Approve Discharge of Board  Ratify Appointment of and Elect Juan Rio Cortes as Director  Amend Articles Re: Allow Shareholder Meetings to be Held in Virtual-Only Format  Amend Articles Re: Board Competences and Board Committees  Amend Articles Re: Board Committees, Remuneration and Climate Action Plan  Amend Articles of General Meeting Regulations Re: Allow Shareholder Meetings to be Held in Virtual-Only Format  Advisory Vote on Remuneration Report  Advisory Vote on Company's Climate Action Plan  Authorize Board to Ratify and Execute	Approve Standalone Financial Statements  Approve Consolidated Financial Statements  Approve Treatment of Net Loss  Approve Non-Financial Information Statement  Approve Discharge of Board  For  Approve Discharge of Board  For  Ratify Appointment of and Elect Juan Rio Cortes as Director  Amend Articles Re: Allow Shareholder Meetings to be Held in Virtual-Only Format  Amend Articles Re: Board Competences and Board Committees  Amend Articles Re: Board Committees, Remuneration and Climate Action Plan  Amend Articles of General Meeting Regulations Re: Allow Shareholder Meetings to be Held in Virtual-Only Format  Advisory Vote on Remuneration Report  Advisory Vote on Company's Climate Action Plan  Authorize Board to Ratify and Execute  For

#### **Alfa Laval AB**

Meeting Date: 04/27/2021

Country: Sweden

Meeting Type: Annual

Ticker: ALFA

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

Date range covered: 04/01/2021 to 04/30/2021

#### **Alfa Laval AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5	Acknowledge Proper Convening of Meeting	For	For
6	Receive Financial Statements and Statutory Reports		
7a	Accept Financial Statements and Statutory Reports	For	For
7b	Approve Allocation of Income and Dividends of SEK 5.50 Per Share	For	For
7c1	Approve Discharge of CEO Tom Erixon	For	For
7c2	Approve Discharge of Board Member and Chairman Dennis Jonsson	For	For
7c3	Approve Discharge of Board Member Maria Moraeus Hanssen	For	For
7c4	Approve Discharge of Board Member Henrik Lange	For	For
7c5	Approve Discharge of Board Member Ray Mauritsson	For	For
7c6	Approve Discharge of Board Member Helene Mellquist	For	For
7c7	Approve Discharge of Board Member Finn Rausing	For	For
7c8	Approve Discharge of Board Member Jorn Rausing	For	For
7c9	Approve Discharge of Board Member Ulf Wiinberg	For	For
7c10	Approve Discharge of Former Board Member and Chairman Anders Narvinger	For	For
7c11	Approve Discharge of Board Member Anna Ohlsson-Leijon	For	For
7c12	Approve Discharge of Employee Representative Bror Garcia Lantz	For	For
7c13	Approve Discharge of Employee Representative Susanne Jonsson	For	For
7c14	Approve Discharge of Employee Representative Henrik Nielsen	For	For
7c15	Approve Discharge of Deputy Employee Representative Leif Norkvist	For	For
7c16	Approve Discharge of Deputy Employee Representative Stefan Sandell	For	For
7c17	Approve Discharge of Deputy Employee Representative Johnny Hulthen	For	For
8	Approve Remuneration Report	For	For
9.1	Determine Number of Directors (9) and Deputy Directors (0) of Board	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **Alfa Laval AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
9.2	Fix Number of Auditors (2) and Deputy Auditors (2)	For	For
10.1	Approve Remuneration of Directors in the Amount of SEK 1.85 Million to the Chairman and SEK 615,000 to Other Directors	For	For
10.2	Approve Remuneration of Committee Work	For	For
10.3	Approve Remuneration of Auditors	For	For
11.1	Reelect Maria Moraeus Hanssen as Director	For	For
11.2	Reelect Dennis Jonsson as Director	For	For
	Blended Rationale: Pictet Rationale for all three: "Whilst we note the independent representatives of long-term shareholders, the remuneration committee member		
11.3	Reelect Henrik Lange as Director	For	For
11.4	Reelect Ray Mauritsson as Director	For	For
11.5	Reelect Helene Mellquist as Director	For	For
11.6	Reelect Finn Rausing as Director	For	For
11.7	Reelect Jorn Rausing as Director	For	For
	Blended Rationale: Pictet Rationale for all three: "Whilst we note the independe representatives of long-term shareholders, the remuneration committee membe		
11.8	Reelect Ulf Wiinberg as Director	For	For
11.9	Elect Lilian Fossum Biner as New Director	For	For
11.10	Reelect Dennis Jonsson as Board Chairman	For	For
	Blended Rationale: Pictet Rationale for all three: "Whilst we note the independer representatives of long-term shareholders, the remuneration committee membe	•	
11.11	Ratify Staffan Landen as Auditor	For	For
11.12	Ratify Karoline Tedevall as Auditor	For	For
11.13	Ratify Henrik Jonzen as Deputy Auditor	For	For
11.14	Ratify Andreas Mast as Deputy Auditor	For	For
12	Approve Remuneration Policy And Other Terms of Employment For Executive Management	For	For
13	Authorize Share Repurchase Program	For	For
14	Amend Articles Re: Proxies; Postal Voting	For	For
15	Close Meeting		

Date range covered: 04/01/2021 to 04/30/2021

#### **Atlas Arteria**

Meeting Date: 04/27/2021

Country: Australia

Meeting Type: Annual

Ticker: ALX

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
	Annual Meeting Agenda of Atlas Arteria Limited (ATLAX)		
2	Elect Ariane Barker as Director	For	For
3	Approve the Remuneration Report	For	For
4	Approve Grant of Performance Rights to Graeme Bevans	For	For
5	Ratify Past Issuance of ATLAX Shares to Existing Institutional Investors	For	For
	Annual Meeting Agenda of Atlas Arteria International Limited (ATLIX)		
2	Appoint PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	For	For
3a	Elect Caroline Foulger as Director	For	For
3b	Elect Andrew Cook as Director	For	For
3c	Elect Debra Goodin as Director	For	For
4	Elect Fiona Beck as Director	For	For
5	Ratify Past Issuance of ATLIX Shares to Existing Institutional Investors	For	For

### **Atlas Copco AB**

Meeting Date: 04/27/2021

Country: Sweden

Meeting Type: Annual

Ticker: ATCO.A

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

Date range covered: 04/01/2021 to 04/30/2021

### **Atlas Copco AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
6	Receive Financial Statements and Statutory Reports		
7.a	Accept Financial Statements and Statutory Reports	For	For
7.b1	Approve Discharge of Staffan Bohman	For	For
7.b2	Approve Discharge of Tina Donikowski	For	For
7.b3	Approve Discharge of Johan Forssell	For	For
7.b4	Approve Discharge of Anna Ohlsson-Leijon	For	For
7.b5	Approve Discharge of Mats Rahmstrom	For	For
7.b6	Approve Discharge of Gordon Riske	For	For
7.b7	Approve Discharge of Hans Straberg	For	For
7.b8	Approve Discharge of Peter Wallenberg Jr	For	For
7.b9	Approve Discharge of Sabine Neuss	For	For
7.b10	Approve Discharge of Mikael Bergstedt	For	For
7.b11	Approve Discharge of Benny Larsson	For	For
7.b12	Approve Discharge of President Mats Rahmstrom	For	For
7.c	Approve Allocation of Income and Dividends of SEK 7.30 Per Share	For	For
7.d	Approve Record Date for Dividend Payment	For	For
8.a	Determine Number of Members (8) and Deputy Members of Board (0)	For	For
8.b	Determine Number of Auditors (1) and Deputy Auditors (0)	For	For
9.a1	Reelect Staffan Bohman as Director	For	Against
	Blended Rationale: A vote AGAINST candidate Staffan Bohman is warranted du an insufficient level of overall independence.	ue to his non-independent status on a board with	
9.a2	Reelect Tina Donikowski as Director	For	For
9.a3	Reelect Johan Forssell as Director	For	Against
	Blended Rationale: A vote AGAINST candidate Johan Forssell is warranted due an insufficient level of overall independence.	to his non-independent status on a board with	
9.a4	Reelect Anna Ohlsson-Leijon as Director	For	For
9.a5	Reelect Mats Rahmstrom as Director	For	For
9.a6	Reelect Gordon Riske as Director	For	For
9.a7	Reelect Hans Straberg as Director	For	Against

Blended Rationale: A vote AGAINST candidate Hans Straaberg is warranted due to his non-independent status on a board with an insufficient level of overall independence.

Date range covered: 04/01/2021 to 04/30/2021

### **Atlas Copco AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
9.a8	Reelect Peter Wallenberg Jr as Director	For	Against
	Blended Rationale: A vote AGAINST candidate Peter Wallenberg Jr. is warranted with an insufficient level of overall independence.	d due to his non-independent status on a board	
9.b	Reelect Hans Straberg as Board Chairman	For	Against
	Blended Rationale: A vote AGAINST this item is warranted due to Straberg's stawith an insufficient level of independence.	tus as non-independent chairman on a board	
9.c	Ratify Ernst & Young as Auditors	For	For
10.a	Approve Remuneration of Directors in the Amount of SEK 2.6 Million to Chair and SEK 825,000 to Other Directors; Approve Remuneration for Committee Work; Approve Delivering Part of Remuneration in form of Synthetic Shares	For	For
10.b	Approve Remuneration of Auditors	For	For
11.a	Approve Remuneration Report	For	Against
	Blended Rationale: A vote AGAINST this item is warranted due to:- The base sa without rationale;- The additional bonus granted to the CEO without compelling support from the government for salary support and partial unemployment. Con of ex post targets for variable pay paid in 2020.	rationale while the company has received	
11.b	Approve Stock Option Plan 2021 for Key Employees	For	For
12.a	Acquire Class A Shares Related to Personnel Option Plan for 2021	For	For
12.b	Acquire Class A Shares Related to Remuneration of Directors in the Form of Synthetic Shares	For	For
12.c	Transfer Class A Shares Related to Personnel Option Plan for 2021	For	For
12.d	Sell Class A Shares to Cover Costs Related to Synthetic Shares to the Board	For	For
12.e	Sell Class A to Cover Costs in Relation to the Personnel Option Plans for 2016, 2017 and 2018	For	For
13	Close Meeting		

## **Bausch Health Companies Inc.**

Meeting Date: 04/27/2021 Country: Canada

Meeting Type: Annual Ticker: BHC

Date range covered: 04/01/2021 to 04/30/2021

# **Bausch Health Companies Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Richard U. De Schutter	For	For
1b	Elect Director D. Robert Hale	For	For
1c	Elect Director Brett Icahn	For	For
1d	Elect Director Argeris (Jerry) N. Karabelas	For	For
1e	Elect Director Sarah B. Kavanagh	For	For
1f	Elect Director Steven D. Miller	For	For
1g	Elect Director Joseph C. Papa	For	For
1h	Elect Director John A. Paulson	For	For
1i	Elect Director Robert N. Power	For	For
1j	Elect Director Russel C. Robertson	For	For
1k	Elect Director Thomas W. Ross, Sr.	For	For
11	Elect Director Andrew C. von Eschenbach	For	For
1m	Elect Director Amy B. Wechsler	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	For	For

### **Bayer AG**

**Meeting Date:** 04/27/2021

Year 2020

Country: Germany

Meeting Type: Annual

Ticker: BAYN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports; Approve Allocation of Income and Dividends of EUR 2.00 per Share for Fiscal	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Bayer AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructio
2	Approve Discharge of Management Board for Fiscal Year 2020	For	Against
	Blended Rationale: A vote AGAINST the discharge of management reasons: Significant risks to shareholders stemming from severe E reflects a failure by the board and executive management to proposed and governance risks. Withholding formal discharge of the construed as sending a strong message to the board on the need the company and its shareholders, as well as enable shareholders oversight of ESG risk exposures.	ESG controversies have been identified at the company, ficiently guard against and manage material environme management and supervisory board members should b I to more effectively supervise the management of ESC	, which ental, pe G risks to
3	Approve Discharge of Supervisory Board for Fiscal Year 2020	For	Against
	Blended Rationale: A vote AGAINST the discharge of management reasons: Significant risks to shareholders stemming from severe E reflects a failure by the board and executive management to prosport and governance risks. Withholding formal discharge of the construed as sending a strong message to the board on the need the company and its shareholders, as well as enable shareholders oversight of ESG risk exposures.	ESG controversies have been identified at the company, ficiently guard against and manage material environme management and supervisory board members should b If to more effectively supervise the management of ESC	, which ental, pe G risks to
4.1	Elect Fei-Fei Li to the Supervisory Board	For	For
4.2	Elect Alberto Weisser to the Supervisory Board	For	For
5	Approve Remuneration of Supervisory Board	For	For
6	Ratify Deloitte GmbH as Auditors for Fiscal Year 2021	For	For

### **Bio-Rad Laboratories, Inc.**

Meeting Date: 04/27/2021 Country: USA

Meeting Type: Annual

Ticker: BIO

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Melinda Litherland	For	For
	Blended Rationale: A vote FOR both director nominees is warranted.		
1.2	Elect Director Arnold A. Pinkston	For	For
	Blended Rationale: A vote FOR both director nominees is warranted.		
2	Ratify KPMG LLP as Auditors	For	For
	Blended Rationale: A vote FOR this proposal to ratify the auditor is warranted.		

Date range covered: 04/01/2021 to 04/30/2021

### **Bio-Rad Laboratories, Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Melinda Litherland	For	For
1.2	Elect Director Arnold A. Pinkston	For	For
2	Ratify KPMG LLP as Auditors	For	For

### **Black Hills Corporation**

Meeting Date: 04/27/2021

Country: USA

Meeting Type: Annual

Ticker: BKH

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Linden R. Evans	For	For
1.2	Elect Director Barry M. Granger	For	For
1.3	Elect Director Tony A. Jensen	For	For
1.4	Elect Director Steven R. Mills	For	For
1.5	Elect Director Scott M. Prochazka	For	For
2	Ratify Deloitte & Touche LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

#### **Boliden AB**

Meeting Date: 04/27/2021

Country: Sweden

Meeting Type: Annual

Ticker: BOL

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Elect Chairman of Meeting	For	For
2.1	Designate Jan Andersson as Inspector of Minutes of Meeting	For	For
2.2	Designate Anders Oscarsson as Inspector of Minutes of Meeting	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **Boliden AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3	Prepare and Approve List of Shareholders	For	For
4	Approve Agenda of Meeting	For	For
5	Acknowledge Proper Convening of Meeting	For	For
6	Receive Financial Statements and Statutory Reports		
7	Accept Financial Statements and Statutory Reports	For	For
8	Approve Allocation of Income and Dividends of SEK 8.25 Per Share	For	For
9.1	Approve Discharge of Helene Bistrom	For	For
9.2	Approve Discharge of Tom Erixon	For	For
9.3	Approve Discharge of Michael G:son Low	For	For
9.4	Approve Discharge of Perttu Louhiluoto	For	For
9.5	Approve Discharge of Elisabeth Nilsson	For	For
9.6	Approve Discharge of Pia Rudengren	For	For
9.7	Approve Discharge of Board Chairman Anders Ullberg	For	For
9.8	Approve Discharge of President Mikael Staffas	For	For
9.9	Approve Discharge of Marie Berglund	For	For
9.10	Approve Discharge of Employee Representative Marie Holmberg	For	For
9.11	Approve Discharge of Employee Representative Kenneth Stahl	For	For
9.12	Approve Discharge of Employee Representative Cathrin Oderyd	For	For
10.1	Determine Number of Directors (8) and Deputy Directors (0) of Board	For	For
10.2	Determine Number of Auditors (1)	For	For
11	Approve Remuneration of Directors in the Amount of SEK 1.83 Million for Chairman and SEK 610,000 for Other Directors; Approve Remuneration for Committee Work	For	For
12a	Reelect Helene Bistrom as Director	For	For
12b	Reelect Michael G:son Low as Director	For	For
12c	Elect Per Lindberg as New Director	For	For
12d	Reelect Perttu Louhiluoto as Director	For	For
12e	Reelect Elisabeth Nilsson as Director	For	For
12f	Reelect Pia Rudengren as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **Boliden AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
12g	Elect Karl-Henrik Sundstrom as New Director	For	For
12h	Reelect Anders Ullberg as Director	For	For
12i	Reelect Anders Ullberg as Board Chairman	For	For
13	Approve Remuneration of Auditors	For	For
14	Ratify Deloitte as Auditors	For	For
15	Approve Remuneration Report	For	For
16.1	Elect Jan Andersson as Member of Nominating Committee	For	For
16.2	Elect Lars-Erik Forsgardh as Member of Nominating Committee	For	For
16.3	Elect Ola Peter Gjessing as Member of Nominating Committee	For	For
16.4	Elect Lilian Fossum Biner as Member of Nominating Committee	For	For
16.5	Elect Anders Ullberg as Member of Nominating Committee	For	For
17	Amend Articles Re: Editorial Changes; Participation at General Meeting; Location of General Meeting; Postal Voting	For	For
18	Approve 2:1 Stock Split; Approve SEK 289.46 Million Reduction in Share Capital via Share Cancellation; Approve Capitalization of Reserves of SEK 289.46 Million for Bonus Issue	For	For

#### **BRF SA**

Meeting Date: 04/27/2021 Country: Brazil

Meeting Type: Annual

Ticker: BRFS3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For
2	Approve Remuneration of Company's Management	For	For
3.1	Elect Attilio Guaspari as Fiscal Council Member and Marcus Vinicius Dias Severini as Alternate	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **BRF SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3.2	Elect Maria Paula Soares Aranha as Fiscal Council Member and Monica Hojaij Carvalho Molina as Alternate	For	For
3.3	Elect Andre Vicentini as Fiscal Council Member and Valdecyr Maciel Gomes as Alternate	For	For
4	Approve Remuneration of Fiscal Council Members	For	For

#### **BRF SA**

Meeting Date: 04/27/2021

Country: Brazil

Meeting Type: Special

Ticker: BRFS3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Amend Article 3 Re: Corporate Purpose	For	For
2	Amend Article 33	For	For
3	Consolidate Bylaws	For	For
4	Amend Restricted Stock Plan	For	Against
	Blended Rationale: A vote AGAINST these requests is warranted because the terms of the plan do not appear to adequately align the interests of its beneficiaries and those of the shareholders.		
5	Amend Restricted Stock Plan	For	Against
	Blended Rationale: A vote AGAINST these requests is warranted because the terms of the plan do not appear to adequately align the interests of its beneficiaries and those of the shareholders.		
6	Amend Restricted Stock Plan	For	Against
	Blended Rationale: A vote AGAINST these requests is warranted because the terms of the plan do not appear to adequately align the interests of its beneficiaries and those of the shareholders.		
7	Amend Restricted Stock Plan	For	Against
	Blended Rationale: A vote AGAINST these requests is warrante align the interests of its beneficiaries and those of the sharehol		quately
	Amend Restricted Stock Plan	For	Against

### **Brixmor Property Group Inc.**

Meeting Date: 04/27/2021

Country: USA

Meeting Type: Annual

Ticker: BRX

Date range covered: 04/01/2021 to 04/30/2021

### **Brixmor Property Group Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director James M. Taylor, Jr.	For	For
1.2	Elect Director John G. Schreiber	For	For
1.3	Elect Director Michael Berman	For	For
1.4	Elect Director Julie Bowerman	For	For
1.5	Elect Director Sheryl M. Crosland	For	For
1.6	Elect Director Thomas W. Dickson	For	For
1.7	Elect Director Daniel B. Hurwitz	For	For
1.8	Elect Director William D. Rahm	For	For
1.9	Elect Director Gabrielle Sulzberger	For	For
2	Ratify Deloitte & Touche LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

# **Canadian National Railway Company**

Meeting Date: 04/27/2021

Country: Canada

Meeting Type: Annual

Ticker: CNR

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1A	Elect Director Shauneen Bruder	For	For
1B	Elect Director Julie Godin	For	For
1C	Elect Director Denise Gray	For	For
1D	Elect Director Justin M. Howell	For	For
1E	Elect Director Kevin G. Lynch	For	For
1F	Elect Director Margaret A. McKenzie	For	For
1G	Elect Director James E. O'Connor	For	For
1H	Elect Director Robert Pace	For	For
1I	Elect Director Robert L. Phillips	For	For
1J	Elect Director Jean-Jacques Ruest	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Canadian National Railway Company**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1K	Elect Director Laura Stein	For	For
2	Ratify KPMG LLP as Auditors	For	For
3	Advisory Vote on Executive Compensation Approach	For	For
4	Management Advisory Vote on Climate Change	For	For
	Shareholder Proposals		
5	SP 1: Institute a New Safety-Centered Bonus System	Against	Against
6	SP 2: Require the CN Police Service to Cede Criminal Investigation of All Workplace Deaths and Serious Injuries and Instead Request the Independent Police Forces in Canada and the US to Do Such Investigations	Against	Against

# **CapitaLand Ltd.**

Meeting Date: 04/27/2021

Country: Singapore

Meeting Type: Annual

Ticker: C31

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	For	For
2	Approve First and Final Dividend	For	For
3	Approve Directors' Remuneration	For	For
4a	Elect Anthony Lim Weng Kin as Director	For	For
4b	Elect Goh Swee Chen as Director	For	For
4c	Elect Stephen Lee Ching Yen as Director	For	For
5	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	For	For
6	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	For	For
7	Approve Grant of Awards and Issuance of Shares Under the CapitaLand Performance Share Plan 2020 and CapitaLand Restricted Share Plan 2020	For	For
8	Authorize Share Repurchase Program	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **CapitaLand Ltd.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
9	Approve Stephen Lee Ching Yen to Continue Office as an Independent Director Pursuant to Rule 210(5)(d)(iii)(A) of the Listing Manual of the SGX-ST	For	For
10	Approve Stephen Lee Ching Yen to Continue Office as an Independent Director Pursuant to Rule 210(5)(d)(iii)(B) of the Listing Manual of the SGX-ST	For	For

### **Centene Corporation**

Meeting Date: 04/27/2021

Country: USA

Meeting Type: Annual

Ticker: CNC

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Jessica L. Blume	For	For
1b	Elect Director Frederick H. Eppinger	For	For
1c	Elect Director David L. Steward	For	For
1d	Elect Director William L. Trubeck	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify KPMG LLP as Auditors	For	For
4	Amend Omnibus Stock Plan	For	For
	Blended Rationale: Based on evaluation of the estimated cost, plan features, and Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following The estimated duration of available and proposed shares exceeds six years;- The vesting treatment is incomplete (or is otherwise considered discretionary); and- T vesting.	g key factors:- The plan cost is excessive;- disclosure of change-in-control ("CIC")	
5	Eliminate Supermajority Vote Requirement	For	For
6	Declassify the Board of Directors	For	For

#### **Centrais Eletricas Brasileiras SA**

Meeting Date: 04/27/2021

Country: Brazil

Meeting Type: Annual

Ticker: ELET6

Date range covered: 04/01/2021 to 04/30/2021

#### **Centrais Eletricas Brasileiras SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
	Meeting for Preferred Shareholders			
1	Elect Felipe Villela Dias as Director Appointed by Preferred Shareholder	None	Against	
	Blended Rationale: Votes AGAINST Felipe Villela Dias are warrar Schneider, who shoulders the greatest responsibility amongst the management of risks to the company and its shareholders is not members, with the exception of new nominees, should be held or risk exposures at the firm.	e board members for failing to effectively supervise the t up for election at this year's annual meeting, all board		
2	In Case Neither Class of Shares Reaches the Minimum Quorum Required by the Brazilian Corporate Law to Elect a Board Representative in Separate Elections, Would You Like to Use Your Votes to Elect the Candidate with More Votes to Represent Both Classes?	None	For	
3	Elect Antonio Emilio Bastos de Aguiar Freire as Fiscal Council Member and Giuliano Barbato Wolf as Alternate Appointed by Preferred Shareholder	None	For	

# **Ceridian HCM Holding Inc.**

Meeting Date: 04/27/2021

Country: USA

Meeting Type: Annual

Ticker: CDAY

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director David D. Ossip	For	For
1.2	Elect Director Andrea S. Rosen	For	For
1.3	Elect Director Gerald C. Throop	For	For
2	Declassify the Board of Directors	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Ceridian HCM Holding Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against
	Blended Rationale: A vote AGAINST the proposal is warranted. The compensation responsiveness to shareholder concerns after last year's low say-on-pay vote. The disclosed their feedback in the proxy statement. However, while certain changes actions by the compensation committee after engagement efforts appear to be a example, after shareholders noted that CEO pay should be linked to company per discretionary bonus when goals in the annual bonus did not earn any payout. Of option grant made to the CEO, valued by Sustainability Advisory Services at \$56 of pay for peer CEOs. Shareholders may question why such a large grant is necessignants in connection with the recent IPO. Additionally concerning, certain NEOs that were entirely based on financial metrics were not met in FY2O. This practice philosophy. Furthermore, annual equity grants are entirely in time-vested equity, performance conditioned.	ne company engaged with shareholders and a were made in response to feedback, some on direct conflict with shareholder feedback. For enformance, the company paid a cash significant concern is a one-time performance 5 million, which significantly exceeds the total essary, particularly due to its proximity to large were paid a discretionary bonus after STI goals on undermines a pay-for-performance	
4	Ratify KPMG LLP as Auditors	For	For

### **Charter Communications, Inc.**

Meeting Date: 04/27/2021 Country: USA

Meeting Type: Annual Ticker: CHTR

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director W. Lance Conn	For	Against
	committee.A vote AGAINST Gregory (Greg) Maffei is warn CEO of an outside company.In the absence of a say-on-pa Lance Conn, Greg Maffei, Steven Miron, Mauricio Ramos,		
1b	Elect Director Kim C. Goodman	For	For
1c	Elect Director Craig A. Jacobson	For	For
1d	Elect Director Gregory B. Maffei	For	Against
	committee.A vote AGAINST Gregory (Greg) Maffei is warra CEO of an outside company.In the absence of a say-on-pa Lance Conn, Greg Maffei, Steven Miron, Mauricio Ramos, a	, , , , , , , , , , , , , , , , , , , ,	
1e	Elect Director John D. Markley, Jr.	For	For
1f	Elect Director David C. Merritt	For	For
1g	Elect Director James E. Meyer	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Charter Communications, Inc.**

roposal umber	Proposal Text	Mgmt Rec	Vote Instruction	
1h	Elect Director Steven A. Miron	For	Against	
	2 , , 2,	ed for serving on more than three public boards while serving as a proposal, a vote AGAINST compensation committee members W.  If Eric Zinterhofer due to the approval of sizable multi-year stic modified single-trigger severance provision in his recently wavards were purely time based, and the COO's		
Li	Elect Director Balan Nair	For	For	
İ	Elect Director Michael A. Newhouse	For	For	
k	Elect Director Mauricio Ramos	For	Against	
	Blended Rationale: A vote AGAINST Steven Miron is warranted for serving as a non-independent member of a key board committee. A vote AGAINST Gregory (Greg) Maffei is warranted for serving on more than three public boards while serving as a CEO of an outside company. In the absence of a say-on-pay proposal, a vote AGAINST compensation committee members W. Lance Conn, Greg Maffei, Steven Miron, Mauricio Ramos, and Eric Zinterhofer due to the approval of sizable multi-year guaranteed equity awards to the CEO, along with a problematic modified single-trigger severance provision in his recently amended employment agreement. In addition, all NEO equity awards were purely time based, and the COO's employment-agreement grant was substantial in magnitude. A vote FOR the remaining nominees is warranted.			
	Elect Director Thomas M. Rutledge	For	For	
m	Elect Director Eric L. Zinterhofer	For	Against	
		ed for serving on more than three public boards while serving as a proposal, a vote AGAINST compensation committee members W.  If Eric Zinterhofer due to the approval of sizable multi-year stic modified single-trigger severance provision in his recently wards were purely time based, and the COO's		
2	Ratify KPMG LLP as Auditors	For	For	
	Report on Lobbying Payments and Policy	Against	For	
		ns additional reporting on the company's lobbying practices and ments, would benefit shareholders in assessing its management of		
	Require Independent Board Chair	Against	For	
	Blended Rationale: A vote FOR this proposal is warranted give	en the importance of having an independent board chair.		
	Publish Annually a Report Assessing Diversity, Equity, and Inclusion Efforts	Against	For	
	• •	reporting quantitative, comparable diversity data would allow liversity, equity and inclusion efforts and management of related		

Blended Rationale: A vote FOR this proposal is warranted, as additional information on the company's GHG emissions and reduction plans and an annual advisory vote on these plans is warranted, as it would allow shareholders to better assess and express their opinions on the climate risk management practices of the company.

Date range covered: 04/01/2021 to 04/30/2021

#### **Charter Communications, Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7	Adopt Policy to Annually Disclose EEO-1 Data	Against	For

Blended Rationale: A vote FOR this proposal is warranted, as additional diversity-related disclosure would allow shareholders to better assess the effectiveness of the company's diversity initiatives and its management of related risks.

### **China Medical System Holdings Ltd.**

Meeting Date: 04/27/2021

Country: Cayman Islands

Meeting Type: Annual

Ticker: 867

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Final Dividend	For	For
3a	Elect Chen Yanling as Director	For	For
3b	Elect Leung Chong Shun as Director	For	For
3c	Elect Luo, Laura Ying as Director	For	For
3d	Authorize Board to Fix Remuneration of Directors	For	For
4	Approve Deloitte Touche Tohmatsu as Auditors and Authorize Board to Fix Their Remuneration	For	For
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	For	Against
	Blended Rationale: A vote AGAINST these resolutions is warranted greater than 10 percent of the relevant class of shares The comp		mit is
6	Authorize Repurchase of Issued Share Capital	For	For
7	Authorize Reissuance of Repurchased Shares	For	Against

Blended Rationale: A vote AGAINST these resolutions is warranted for the following:- The aggregate share issuance limit is greater than 10 percent of the relevant class of shares.- The company has not specified the discount limit.

### Citigroup Inc.

Meeting Date: 04/27/2021 Country: USA

Meeting Type: Annual

Ticker: C

Date range covered: 04/01/2021 to 04/30/2021

### **Citigroup Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct
1a	Elect Director Ellen M. Costello	For	For
1b	Elect Director Grace E. Dailey	For	For
1c	Elect Director Barbara J. Desoer	For	For
1d	Elect Director John C. Dugan	For	For
1e	Elect Director Jane N. Fraser	For	For
1f	Elect Director Duncan P. Hennes	For	For
1g	Elect Director Peter B. Henry	For	For
1h	Elect Director S. Leslie Ireland	For	For
1i	Elect Director Lew W. (Jay) Jacobs, IV	For	For
1j	Elect Director Renee J. James	For	For
1k	Elect Director Gary M. Reiner	For	For
11	Elect Director Diana L. Taylor	For	For
1m	Elect Director James S. Turley	For	For
1n	Elect Director Deborah C. Wright	For	For
10	Elect Director Alexander R. Wynaendts	For	For
1p	Elect Director Ernesto Zedillo Ponce de Leon	For	For
2	Ratify KPMG LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
4	Amend Omnibus Stock Plan	For	For
5	Amend Proxy Access Right	Against	For
	Blended Rationale: A vote FOR this proposal is warranted as the proposed elimin would improve the company's existing proxy access right for shareholders.	nation of the 20-shareholder aggregation limit	
6	Require Independent Board Chair	Against	For
	Blended Rationale: A vote FOR this proposal is warranted given the importance	of having an independent board chair.	
7	Adopt a Policy to Include Non-Management Employees as Prospective Director Candidates	Against	Against
8	Report on Lobbying Payments and Policy	Against	For

Blended Rationale: A vote FOR this proposal is warranted, as additional disclosure of the company's lobbying-related expenditures, trade association memberships, and management-level oversight mechanisms would help shareholders better assess the risks and benefits associated with the company's participation in the public policy process.

Date range covered: 04/01/2021 to 04/30/2021

# **Citigroup Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
9	Report on Racial Equity Audit	Against	For	
	Blended Rationale: A vote FOR this resolution is warranted given that a racial equity audit would further enhance shareholders' ability to assess the company's diversity and inclusion policies.			
10	Amend Certificate of Incorporation to Become a Public Benefit Corporation	Against	Against	

### **Comerica Incorporated**

Meeting Date: 04/27/2021

Country: USA

Meeting Type: Annual

Ticker: CMA

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

### **Cousins Properties Incorporated**

Meeting Date: 04/27/2021

Country: USA

Meeting Type: Annual

Ticker: CUZ

Date range covered: 04/01/2021 to 04/30/2021

### **Cousins Properties Incorporated**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Charles T. Cannada	For	For
1b	Elect Director Robert M. Chapman	For	For
1c	Elect Director M. Colin Connolly	For	For
1d	Elect Director Scott W. Fordham	For	For
1e	Elect Director Lillian C. Giornelli	For	For
1f	Elect Director R. Kent Griffin, Jr.	For	For
1g	Elect Director Donna W. Hyland	For	For
1h	Elect Director R. Dary Stone	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify Deloitte & Touche LLP as Auditors	For	For

# **Cromwell European Real Estate Investment Trust**

Meeting Date: 04/27/2021

Country: Singapore

Meeting Type: Annual

Ticker: CNNU

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Adopt Trustee's Report, Statement by the Manager, Audited Financial Statements and Auditors' Report	For	For
2	Approve Deloitte & Touche LLP as Auditors and Authorize Manager to Fix Their Remuneration	For	For
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	For	For
4	Authorize Unit Repurchase Program	For	For

#### **Cromwell European Real Estate Investment Trust**

Meeting Date: 04/27/2021

Country: Singapore

Meeting Type: Special

Ticker: CNNU

Date range covered: 04/01/2021 to 04/30/2021

# **Cromwell European Real Estate Investment Trust**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Unit Consolidation	For	For

#### **DNB ASA**

Meeting Date: 04/27/2021

Country: Norway

Meeting Type: Annual

Ticker: DNB

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Open Meeting; Elect Chairman of Meeting		
2	Approve Notice of Meeting and Agenda	For	For
3	Designate Inspector(s) of Minutes of Meeting	For	For
4	Accept Financial Statements and Statutory Reports	For	For
5	Authorize Board to Distribute Dividends	For	For
6	Authorize Share Repurchase Program	For	For
7a	Approve Remuneration Statement (Advisory)	For	For
7b	Approve Remuneration Policy And Other Terms of Employment For Executive Management (Binding)	For	For
8	Approve Company's Corporate Governance Statement	For	For
9	Approve Remuneration of Auditors	For	For
	Shareholder Proposal Submitted by the DNB Savings Bank Foundation		
10	Consultative Vote on the Future Design of a Rule in the Articles Regarding the Number ofShareholder-Elected Members of the Board of Directors	None	For
	Management Proposals		
11a	Elect Directors, effective from the Merger Date	For	For
11b	Elect Directors until the Merger Date	For	For
12	Approve Remuneration of Directors and Nominating Committee	For	For

Date range covered: 04/01/2021 to 04/30/2021

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

**Meeting Date:** 04/27/2021

Country: USA

Meeting Type: Annual

Ticker: DPZ

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct
1.1	Elect Director David A. Brandon	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.2	Elect Director Richard E. Allison, Jr.	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.3	Elect Director C. Andrew Ballard	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.4	Elect Director Andrew B. Balson	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.5	Elect Director Corie S. Barry	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.6	Elect Director Diana F. Cantor	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.7	Elect Director Richard L. Federico	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.8	Elect Director James A. Goldman	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.9	Elect Director Patricia E. Lopez	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
2	Ratify PricewaterhouseCoopers LLP as Auditor	For	For
	Blended Rationale: A vote FOR this proposal to ratify the auditor is warr	anted.	
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
	Blended Rationale: A vote FOR this proposal is warranted. CEO pay and time, and the company has disclosed improvements to its long-term inc		ned at this

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director David A. Brandon	For	For
1.2	Elect Director Richard E. Allison, Jr.	For	For

Date range covered: 04/01/2021 to 04/30/2021

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

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

#### **Emaar Malls PJSC**

**Meeting Date:** 04/27/2021

Country: United Arab Emirates

Meeting Type: Annual

Ticker: EMAARMALLS

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
	Ordinary Business		
1	Approve Board Report on Company Operations and Financial Position for FY 2020	For	For
2	Approve Auditors' Report on Company Financial Statements for FY 2020	For	For
3	Accept Financial Statements and Statutory Reports for FY 2020	For	For
4	Approve Absence of Dividends	For	For
5	Approve Remuneration of Directors	For	For
6	Approve Board Remuneration Policy	For	For
7	Approve Discharge of Directors for FY 2020	For	For
8	Approve Discharge of Auditors for FY 2020	For	For
9	Ratify Auditors and Fix Their Remuneration for FY 2021	For	For
10	Elect Ahmed Al Ansari as Director	For	For
11	Allow Directors to Carry on Activities Included in the Objects of the Company	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **Emaar Malls PJSC**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
12	Approve the Appointment of Representatives for the Shareholders and Fix Their Remuneration	For	For
	Extraordinary Business		
13	Amend Article 1 of Bylaws Re: Related Parties	For	Against
	Blended Rationale: A vote AGAINST this proposal is warranted as the proposed by interests.	vlaw amendments are not in shareholders'	

# **Equity LifeStyle Properties, Inc.**

Meeting Date: 04/27/2021

Country: USA

Meeting Type: Annual

Ticker: ELS

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Andrew Berkenfield	For	For
1.2	Elect Director Derrick Burks	For	For
1.3	Elect Director Philip Calian	For	For
1.4	Elect Director David Contis	For	For
1.5	Elect Director Constance Freedman	For	For
1.6	Elect Director Thomas Heneghan	For	For
1.7	Elect Director Marguerite Nader	For	For
1.8	Elect Director Scott Peppet	For	For
1.9	Elect Director Sheli Rosenberg	For	For
1.10	Elect Director Samuel Zell	For	For
2	Ratify Ernst & Young LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

### **Exelon Corporation**

Meeting Date: 04/27/2021

Country: USA

Meeting Type: Annual

Ticker: EXC

Date range covered: 04/01/2021 to 04/30/2021

# **Exelon Corporation**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Anthony Anderson	For	For
1b	Elect Director Ann Berzin	For	For
1c	Elect Director Laurie Brlas	For	For
1d	Elect Director Marjorie Rodgers Cheshire	For	For
1e	Elect Director Christopher Crane	For	For
1f	Elect Director Yves de Balmann	For	For
1g	Elect Director Linda Jojo	For	For
1h	Elect Director Paul Joskow	For	For
1i	Elect Director Robert Lawless	For	For
1j	Elect Director John Richardson	For	For
1k	Elect Director Mayo Shattuck, III	For	For
11	Elect Director John Young	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	For	For
4	Report on Child Labor Audit	Against	Against

# First Financial Bankshares, Inc.

Meeting Date: 04/27/2021

Country: USA

Meeting Type: Annual

Ticker: FFIN

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
1.1	Elect Director April K. Anthony	For	For
1.2	Elect Director Vianei Lopez Braun	For	For
1.3	Elect Director Tucker S. Bridwell	For	For
1.4	Elect Director David L. Copeland	For	For
1.5	Elect Director Mike B. Denny	For	For
1.6	Elect Director F. Scott Dueser	For	For

Date range covered: 04/01/2021 to 04/30/2021

# First Financial Bankshares, Inc.

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.7	Elect Director Murray H. Edwards	For	For
1.8	Elect Director I. Tim Lancaster	For	For
1.9	Elect Director Kade L. Matthews	For	For
1.10	Elect Director Robert C. Nickles, Jr.	For	For
1.11	Elect Director Johnny E. Trotter	For	For
2	Ratify Ernst & Young LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
4	Approve Omnibus Stock Plan	For	For

### **First Horizon Corporation**

Meeting Date: 04/27/2021

Country: USA

Meeting Type: Annual

Ticker: FHN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
1.1	Elect Director Harry V. Barton, Jr.	For	For	
1.2	Elect Director Kenneth A. Burdick	For	For	
1.3	Elect Director Daryl G. Byrd	For	For	
1.4	Elect Director John N. Casbon	For	For	
1.5	Elect Director John C. Compton	For	For	
1.6	Elect Director Wendy P. Davidson	For	For	
1.7	Elect Director William H. Fenstermaker	For	For	
1.8	Elect Director D. Bryan Jordan	For	For	
1.9	Elect Director J. Michael Kemp, Sr.	For	For	
1.10	Elect Director Rick E. Maples	For	For	
1.11	Elect Director Vicki R. Palmer	For	For	
1.12	Elect Director Colin V. Reed	For	For	
1.13	Elect Director E. Stewart Shea, III	For	For	
1.14	Elect Director Cecelia D. Stewart	For	For	
1.15	Elect Director Rajesh Subramaniam	For	For	

Date range covered: 04/01/2021 to 04/30/2021

### **First Horizon Corporation**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.16	Elect Director Rosa Sugranes	For	For
1.17	Elect Director R. Eugene Taylor	For	For
2	Approve Omnibus Stock Plan	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
4	Ratify KPMG LLP as Auditors	For	For

### **FMC Corporation**

Meeting Date: 04/27/2021

Country: USA

Meeting Type: Annual

Ticker: FMC

Proposal Vote			Voto
Proposal Number	Proposal Text	Mgmt Rec	Instruction
1a	Elect Director Pierre Brondeau	For	For
1b	Elect Director Eduardo E. Cordeiro	For	For
1c	Elect Director Carol Anthony (John) Davidson	For	For
1d	Elect Director Mark Douglas	For	For
1e	Elect Director C. Scott Greer	For	For
1f	Elect Director K'Lynne Johnson	For	For
1g	Elect Director Dirk A. Kempthorne	For	For
1h	Elect Director Paul J. Norris	For	For
1i	Elect Director Margareth Ovrum	For	For
1j	Elect Director Robert C. Pallash	For	For
1k	Elect Director Vincent R. Volpe, Jr.	For	For
2	Ratify KPMG LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

### **Groupe Bruxelles Lambert SA**

Meeting Date: 04/27/2021

Country: Belgium

Meeting Type: Annual

Ticker: GBLB

Date range covered: 04/01/2021 to 04/30/2021

# **Groupe Bruxelles Lambert SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
	Annual Meeting Agenda			
1	Receive Directors' and Auditors' Reports (Non-Voting)			
2.1	Receive Consolidated Financial Statements and Statutory Reports (Non-Voting)			
2.2	Adopt Financial Statements	For	For	
3	Approve Discharge of Directors	For	For	
4	Approve Discharge of Auditors	For	For	
5.1	Receive Information on Resignation of Gerard Lamarche as Director			
5.2	Elect Jacques Veyrat as Independent Director	For	For	
5.3.1	Reelect Claude Genereux as Director	For	Against	
	Blended Rationale: A vote AGAINST non-independent director is warranted since	the board is less than 1/3 independent.		
5.3.2	Reelect Jocelyn Lefebvre as Director	For	Against	
	Blended Rationale: A vote AGAINST non-independent director is warranted since	the board is less than 1/3 independent.		
5.3.3	Reelect Agnes Touraine as Independent Director	For	For	
6.1	Receive Information on Resignation of Deloitte as Auditor			
6.2	Ratify PricewaterhouseCoopers as Auditors and Approve Auditors' Remuneration	For	For	
7	Approve Remuneration Report	For	For	
8.1	Approve Stock Option Plan Grants	For	Against	
	Blended Rationale: A vote AGAINST Item 8.1 is warranted because this entails the grant of 86,400 options valued at EUR 4.32 million without a compelling rationale			
8.2	Approve Stock Option Plan	For	For	
8.3	Receive Special Board Report Re: Article 7:227 of the Company Code with Respect to the Guarantees in Item 8.4	For	For	
8.4	Approve Guarantee to Acquire Shares under Stock Option Plan	For	For	
9	Transact Other Business			

Date range covered: 04/01/2021 to 04/30/2021

### **Grupo Aeroportuario del Pacifico SAB de CV**

Meeting Date: 04/27/2021

Country: Mexico

Meeting Type: Special

Ticker: GAPB

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Extraordinary Business		
1	Approve Cancellation of 35.42 Million Treasury Shares	For	For
2	Approve Reduction in Capital by MXN 2 Billion	For	For
3	Amend Articles to Reflect Changes in Capital		
4	Authorize Board to Ratify and Execute Approved Resolutions	For	For

### **Grupo Aeroportuario del Pacifico SAB de CV**

Meeting Date: 04/27/2021

Country: Mexico

Meeting Type: Annual

Ticker: GAPB

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Ordinary Business		
1	Approve Reports in Compliance with Article 28, Section IV of Mexican Securities Market Law	For	For
2	Approve Discharge of Directors and Officers	For	For
3	Approve Individual and Consolidated Financial Statements and Approve External Auditors' Report on Financial Statements	For	For
4	Approve Allocation of Income in the Amount of MXN 1.85 Billion	For	For
5	Cancel Pending Amount of Share Repurchase Approved at AGM on July 1, 2020; Set Share Repurchase Maximum Amount of MXN 3 Billion	For	For
6	Information on Election or Ratification of Four Directors and Their Alternates of Series BB Shareholders		
7	Elect or Ratify Directors of Series B Shareholders that Hold 10 Percent of Share Capital		

Date range covered: 04/01/2021 to 04/30/2021

# **Grupo Aeroportuario del Pacifico SAB de CV**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
8	Elect or Ratify Directors of Series B Shareholders	For	Against
	Blended Rationale: A vote AGAINST this item is warranted beca considered overboarded under Sustainability Advisory Services directors under a single item, preventing shareholders from vot	voting guidelines, and the company has bundled the e	
9	Elect or Ratify Board Chairman	For	For
10	Approve Remuneration of Directors for Years 2020 and 2021	For	For
11	Elect or Ratify Director of Series B Shareholders and Member of Nominations and Compensation Committee	For	Against
	Blended Rationale: A vote AGAINST Alvaro Fernandez Garza is boards and is the CEO of an outside company.	warranted because the director serves on more than t	hree public
12	Elect or Ratify Chairman of Audit and Corporate Practices Committee	For	For
13	Present Report Regarding Individual or Accumulated Operations Greater Than USD 3 Million		
14	Authorize Board to Ratify and Execute Approved Resolutions	For	For

#### **Hanesbrands Inc.**

**Meeting Date:** 04/27/2021

Country: USA

Meeting Type: Annual

Ticker: HBI

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Cheryl K. Beebe	For	For
1b	Elect Director Stephen B. Bratspies	For	For
1c	Elect Director Geralyn R. Breig	For	For
1d	Elect Director Bobby J. Griffin	For	For
1e	Elect Director James C. Johnson	For	For
1f	Elect Director Franck J. Moison	For	For
1g	Elect Director Robert F. Moran	For	For
1h	Elect Director Ronald L. Nelson	For	For
<b>1</b> i	Elect Director Ann E. Ziegler	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **Hanesbrands Inc.**

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

### **International Business Machines Corporation**

Meeting Date: 04/27/2021

Country: USA

Meeting Type: Annual

Ticker: IBM

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Thomas Buberl	For	For
1b	Elect Director Michael L. Eskew	For	For
1c	Elect Director David N. Farr	For	For
1d	Elect Director Alex Gorsky	For	For
1e	Elect Director Michelle J. Howard	For	For
1f	Elect Director Arvind Krishna	For	For
1g	Elect Director Andrew N. Liveris	For	For
1h	Elect Director Frederick William McNabb, III	For	For
1i	Elect Director Martha E. Pollack	For	For
1j	Elect Director Joseph R. Swedish	For	For
1k	Elect Director Peter R. Voser	For	For
11	Elect Director Frederick H. Waddell	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against

Blended Rationale: A vote AGAINST this proposal is warranted. Annual incentives were largely determined by objective metrics and a majority of annually granted equity awards were performance-conditioned. However, significant concerns are raised regarding the retention award of RPSUs granted to NEO Whitehurst. While granted in connection with signing a non-competition agreement, the award is relatively large, and Whitehurst will receive a minimum of 80 percent of the performance-modified portion. Shareholders generally prefer that if special one-time awards are granted, a significant portion of the award is at risk and subject to rigorous performance goals.

4 Require Independent Board Chair

Against

For

Blended Rationale: A vote FOR this proposal is warranted given the importance of having an independent chairman of the board.

Date range covered: 04/01/2021 to 04/30/2021

### **International Business Machines Corporation**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5	Lower Ownership Threshold for Action by Written Consent	Against	For
	Blended Rationale: A vote FOR this proposal is warranted given that the reduction consent would enhance shareholder rights.	n in the threshold required to exercise written	
6	Publish Annually a Report Assessing Diversity, Equity, and Inclusion Efforts	For	For

### **Investis Holding SA**

Meeting Date: 04/27/2021

Country: Switzerland

Meeting Type: Annual

Ticker: IREN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructio
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Allocation of Income and Dividends of CHF 2.50 per Share	For	For
3	Approve Discharge of Board and Senior Management	For	For
4.1.1	Reelect Albert Baehny as Director	For	For
4.1.2	Reelect Stephane Bonvin as Director	For	For
4.1.3	Reelect Thomas Vettiger as Director	For	For
4.1.4	Blended Rationale: ): "Whilst we note the lack of diversity on to The new Code of Obligations which came into force this year g Elect Christian Gellerstad as Director		
4.2	Elect Thomas Vettiger as Board Chairman	For	For
	Blended Rationale: ): "Whilst we note the lack of diversity on t The new Code of Obligations which came into force this year g	, ,	•
4.3.1	Reappoint Albert Baehny as Member of the Compensation Committee	For	For
4.3.2	Appoint Thomas Vettiger as Member of the Compensation Committee	For	For
	Blended Rationale: ): "Whilst we note the lack of diversity on the board, we are supporting the re-election of Thomas Vettiger.  The new Code of Obligations which came into force this year gives companies 5 years to reach a 30% target on diversity."		
4.4	Designate Keller KLG as Independent Proxy	For	For
4.5	Ratify KPMG AG as Auditors	For	For
5.1	Approve Remuneration Report	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Investis Holding SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5.2	Approve Remuneration of Directors in the Amount of CHF 500,000	For	For
5.3	Approve Remuneration of Executive Committee in the Amount of CHF 3.7 Million	For	For
6	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these any new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

## **Itau Unibanco Holding SA**

Meeting Date: 04/27/2021 Country: Brazil

Meeting Type: Annual

Ticker: ITUB4

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Meeting for Preferred Shareholders		
1	As a Preferred Shareholder, Would You like to Request a Separate Minority Election of a Member of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	None	For
	Blended Rationale: A vote FOR this item is warranted because: separate minority board election up to the time of the meeting; directors would potentially improve the company's governance.	and- The election of a minority representative to the be	
2	In Case Neither Class of Shares Reaches the Minimum Quorum Required by the Brazilian Corporate Law to Elect a Board Representative in Separate Elections, Would You Like to Use Your Votes to Elect the Candidate with More Votes to Represent Both Classes?	None	For
	Blended Rationale: A vote FOR this proposal is warranted becausestablishing a separate election for a minority board representative board level.	· ·	
3	Elect Artemio Bertholini as Fiscal Council Member and Rene Guimaraes Andrich as Alternate Appointed by Preferred Shareholder	None	For

Blended Rationale: A vote FOR this item is warranted because:- The names of the fiscal council nominee and alternate appointed by minority preferred shareholders have been disclosed;- There is no indication of competing minority preferred nominees; and- There are no known concerns regarding the proposed minority nominees.

Date range covered: 04/01/2021 to 04/30/2021

### **Kimco Realty Corporation**

Meeting Date: 04/27/2021

Country: USA

Meeting Type: Annual

Ticker: KIM

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Milton Cooper	For	For
1b	Elect Director Philip E. Coviello	For	For
1c	Elect Director Conor C. Flynn	For	For
1d	Elect Director Frank Lourenso	For	For
1e	Elect Director Henry Moniz	For	For
1f	Elect Director Mary Hogan Preusse	For	For
1g	Elect Director Valerie Richardson	For	For
1h	Elect Director Richard B. Saltzman	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	For	For

#### **Localiza Rent A Car SA**

Meeting Date: 04/27/2021

Country: Brazil

Meeting Type: Special

Ticker: RENT3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Long-Term Incentive Plan for Executives	For	Against

Blended Rationale: Although the company provided a reasonable rationale for the proposed plan, which carries a long(er) vesting cycle than the majority of the equity plans seen in the market, based on Sustainability Advisory Services policy, some of the terms of the proposed plan do not appear to adequately align the interests of its beneficiaries and those of the shareholders. As such, a vote AGAINST is recommended.

#### **Localiza Rent A Car SA**

Meeting Date: 04/27/2021

Country: Brazil

Meeting Type: Annual

Ticker: RENT3

Date range covered: 04/01/2021 to 04/30/2021

#### **Localiza Rent A Car SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For
2	Approve Allocation of Income and Dividends	For	For
3	Do You Wish to Adopt Cumulative Voting for the Election of the Members of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	None	Abstain
	Blended Rationale: Under these items, the company presents share election of directors under the terms of Article 141 of the Brazilian voting card issued by the Brazilian Securities Regulator (CVM), and companies. ABSTAIN vote recommendations are warranted for 3, 6 disclosed in a timely manner, regarding a cumulative voting requesting.	Corporate Law, in accordance with the rules of the rem mandatory for all publicly-traded Brazilian , 7.1-7.6. in the absence of publicly-available informatic	ote
4	Fix Number of Directors at Six or Seven	For	For
5.1	Elect Eugenio Pacelli Mattar as Director	For	For
5.2	Elect Oscar de Paula Bernardes Neto as Independent Director	For	For
5.3	Elect Irlau Machado Filho as Independent Director	For	For
5.4	Elect Maria Leticia de Freitas Costas as Independent Director	For	For
5.5	Elect Paulo Antunes Veras as Independent Director	For	For
5.6	Elect Pedro de Godoy Bueno as Independent Director	For	For
6	In Case Cumulative Voting Is Adopted, Do You Wish to Equally Distribute Your Votes Amongst the Nominees below?	None	Abstain

Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN vote recommendations are warranted for 3, 6, 7.1-7.6. in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.

IF CUMULATIVE VOTE IS ADOPTED - If Voting FOR Item 6: Votes Are Distributed in Equal % Amongst Nominees Voted FOR. An AGAINST Vote Is Required If Supporting Candidate(s) Under Cumulative and Not Supporting Any Director(s)/Slate Under Majority Voting Date range covered: 04/01/2021 to 04/30/2021

## **Localiza Rent A Car SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7.1	Percentage of Votes to Be Assigned - Elect Eugenio Pacelli Mattar as Director	None	Abstain
	Blended Rationale: Under these items, the company presents shareholder election of directors under the terms of Article 141 of the Brazilian Corpor voting card issued by the Brazilian Securities Regulator (CVM), and manda companies. ABSTAIN vote recommendations are warranted for 3, 6, 7.1-7. disclosed in a timely manner, regarding a cumulative voting request presents.	rate Law, in accordance with the rules of the remote latory for all publicly-traded Brazilian .6. in the absence of publicly-available information,	
7.2	Percentage of Votes to Be Assigned - Elect Oscar de Paula Bernardes Neto as Independent Director	None	Abstain
	Blended Rationale: Under these items, the company presents shareholder election of directors under the terms of Article 141 of the Brazilian Corpor voting card issued by the Brazilian Securities Regulator (CVM), and companies. ABSTAIN vote recommendations are warranted for 3, 6, 7.1-7. disclosed in a timely manner, regarding a cumulative voting request present	rate Law, in accordance with the rules of the remote latory for all publicly-traded Brazilian .6. in the absence of publicly-available information,	
7.3	Percentage of Votes to Be Assigned - Elect Irlau Machado Filho as Independent Director	None	Abstain
	Blended Rationale: Under these items, the company presents shareholder election of directors under the terms of Article 141 of the Brazilian Corpor voting card issued by the Brazilian Securities Regulator (CVM), and manda companies. ABSTAIN vote recommendations are warranted for 3, 6, 7.1-7. disclosed in a timely manner, regarding a cumulative voting request present	rate Law, in accordance with the rules of the remote latory for all publicly-traded Brazilian .6. in the absence of publicly-available information,	
7.4	Percentage of Votes to Be Assigned - Elect Maria Leticia de Freitas Costas as Independent Director	None	Abstain
	Blended Rationale: Under these items, the company presents shareholder election of directors under the terms of Article 141 of the Brazilian Corpor voting card issued by the Brazilian Securities Regulator (CVM), and mand companies. ABSTAIN vote recommendations are warranted for 3, 6, 7.1-7. disclosed in a timely manner, regarding a cumulative voting request prese	rate Law, in accordance with the rules of the remote latory for all publicly-traded Brazilian .6. in the absence of publicly-available information,	
7.5	Percentage of Votes to Be Assigned - Elect Paulo Antunes Veras as Independent Director	None	Abstain
	Blended Rationale: Under these items, the company presents shareholder election of directors under the terms of Article 141 of the Brazilian Corpor voting card issued by the Brazilian Securities Regulator (CVM), and manda companies. ABSTAIN vote recommendations are warranted for 3, 6, 7.1-7. disclosed in a timely manner, regarding a cumulative voting request present	rate Law, in accordance with the rules of the remote latory for all publicly-traded Brazilian 1.6. in the absence of publicly-available information,	
7.6	Percentage of Votes to Be Assigned - Elect Pedro de Godoy Bueno as Independent Director	None	Abstain
	Blended Rationale: Under these items, the company presents shareholder election of directors under the terms of Article 141 of the Brazilian Corpor voting card issued by the Brazilian Securities Regulator (CVM), and companies. ABSTAIN vote recommendations are warranted for 3, 6, 7.1-7. disclosed in a timely manner, regarding a cumulative voting request present	rate Law, in accordance with the rules of the remote latory for all publicly-traded Brazilian 1.6. in the absence of publicly-available information,	
8	As an Ordinary Shareholder, Would You like to Request a Separate Minority Election of a Member of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	None	For

Date range covered: 04/01/2021 to 04/30/2021

#### **Localiza Rent A Car SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
9	Approve Remuneration of Company's Management	For	For
10	Do You Wish to Request Installation of a Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	None	For
11	Fix Number of Fiscal Council Members at Three	For	For
12.1	Elect Carla Alessandra Trematore as Fiscal Council Member and Juliano Lima Pinheiro as Alternate	For	Abstain
	Blended Rationale: An ABSTAIN vote recommendation is warranted for the man minority shareholders to concentrate their votes on the election of a minority fis under Items 13.1 and 13.2 of this meeting agenda.	-	
12.2	Elect Antonio de Padua Soares Policarpo as Fiscal Council Member and Marco Antonio Pereira	For	Abstain
	Blended Rationale: An ABSTAIN vote recommendation is warranted for the man minority shareholders to concentrate their votes on the election of a minority fis under Items 13.1 and 13.2 of this meeting agenda.	-	
13.1	Elect Francisco Caprino Neto as Fiscal Council Member and Joao Ricardo Pereira da Costa as Alternate Appointed by Minority Shareholder	None	Abstain
13.2	Elect Luiz Carlos Nannini as Fiscal Council Member and Fernando Antonio Lopes Matoso as Alternate Appointed by Minority Shareholder	None	For

## **Military Commercial Joint Stock Bank**

Meeting Date: 04/27/2021 Country: Vietnam

Meeting Type: Annual

l **Ticker:** MBB

Date range covered: 04/01/2021 to 04/30/2021

# **Military Commercial Joint Stock Bank**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruc
1	Approve Reports of Board of Directors and Executive Board for Financial Year 2020 and Business Plan for Financial Year 2021	For	For
2	Amend Articles of Association, Regulations on Operation of Board of Directors, and Corporate Governance Regulations	For	For
3	Approve Report of Supervisory Board for Financial Year 2020 and Amend Regulations on Operation of Supervisory Board	For	For
4	Approve Audited Financial Statements of Financial Year 2020 and Income Allocation of Financial Year 2020	For	For
5	Approve Issuance of Shares as Stock Dividend	For	For
6	Approve Private Placement of Shares to Professional Investors in the Field of Telecommunication and Technology	For	Against
	Blended Rationale: A vote AGAINST this resolution is warranted shareholders at a steep discount to the trading price of the shar		bstantial
7	Approve Issuance of Shares to Key Employees	For	Against
	Blended Rationale: A vote AGAINST this resolution is warranted exercise price at a discount to the current market price.	because the plan permits stock options to be issued with	h an
8	Approve Use of Owner's Equity for Financial Year 2021	For	For
9	Approve Remuneration of Board of Directors and Supervisory Board for Financial Year 2021	For	Against
	Blended Rationale: A vote AGAINST this resolution is warranted	due to lack of disclosure on the proposed remuneration.	
10	Other Business	For	Against

## **MSCI** Inc.

Meeting Date: 04/27/2021	Country: USA
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Meeting Type: Annual Ticker: MSCI

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Henry A. Fernandez	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **MSCI** Inc.

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1b	Elect Director Robert G. Ashe	For	For
1c	Elect Director Wayne Edmunds	For	For
1d	Elect Director Catherine R. Kinney	For	For
1e	Elect Director Jacques P. Perold	For	For
1f	Elect Director Sandy C. Rattray	For	For
1g	Elect Director Linda H. Riefler	For	For
1h	Elect Director Marcus L. Smith	For	For
1i	Elect Director Paula Volent	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	For	For

# **Otis Worldwide Corporation**

Meeting Date: 04/27/2021

Country: USA

Meeting Type: Annual

Ticker: OTIS

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Jeffrey H. Black	For	For
1b	Elect Director Kathy Hopinkah Hannan	For	For
1c	Elect Director Shailesh G. Jejurikar	For	For
1d	Elect Director Christopher J. Kearney	For	For
1e	Elect Director Judith F. Marks	For	For
1f	Elect Director Harold W. McGraw, III	For	For
1g	Elect Director Margaret M. V. Preston	For	For
1h	Elect Director Shelley Stewart, Jr.	For	For
1i	Elect Director John H. Walker	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Advisory Vote on Say on Pay Frequency	One Year	One Year
4	Ratify PricewaterhouseCoopers LLP as Auditors	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **PACCAR Inc**

Meeting Date: 04/27/2021

Country: USA

Meeting Type: Annual

Ticker: PCAR

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct
1.1	Elect Director Mark C. Pigott	For	For
1.2	Elect Director Dame Alison J. Carnwath	For	For
1.3	Elect Director Franklin L. Feder	For	For
1.4	Elect Director R. Preston Feight	For	For
1.5	Elect Director Beth E. Ford	For	For
1.6	Elect Director Kirk S. Hachigian	For	For
1.7	Elect Director Roderick C. McGeary	For	For
1.8	Elect Director John M. Pigott	For	For
1.9	Elect Director Ganesh Ramaswamy	For	For
1.10	Elect Director Mark A. Schulz	For	For
1.11	Elect Director Gregory M. E. Spierkel	For	For
2	Adopt Simple Majority Vote	Against	For

Blended Rationale: A vote FOR this proposal is warranted given that elimination of the supermajority vote requirements would enhance shareholder rights.

## PerkinElmer, Inc.

Meeting Date: 04/27/2021

Country: USA

Meeting Type: Annual

Ticker: PKI

Proposal Number	Proposal Text	Mgmt Rec	Vo Ins	ote istruct
1a	Elect Director Peter Barrett	For	For	r
	Blended Rationale: A vote FOR the director nominees is warranted.			
1b	Elect Director Samuel R. Chapin	For	For	r
	Blended Rationale: A vote FOR the director nominees is warranted.			
1c	Elect Director Sylvie Gregoire	For	For	r
	Blended Rationale: A vote FOR the director nominees is warranted.			

Date range covered: 04/01/2021 to 04/30/2021

# PerkinElmer, Inc.

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct
1d	Elect Director Alexis P. Michas	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1e	Elect Director Prahlad R. Singh	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1f	Elect Director Michel Vounatsos	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1g	Elect Director Frank Witney	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1h	Elect Director Pascale Witz	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
2	Ratify Deloitte & Touche LLP as Auditors	For	For
	Blended Rationale: A vote FOR this proposal to ratify the auditor is warranted.		
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
	Blended Rationale: A vote FOR this proposal is warranted. Executive compensation objective performance goals, with half of granted equity linked to three-year per raised in relation to the individual component of the annual incentive program; in metrics, for which targets and actual results are disclosed.	formance goals. Some disclosure concerns are	

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Peter Barrett	For	For
1b	Elect Director Samuel R. Chapin	For	For
1c	Elect Director Sylvie Gregoire	For	For
1d	Elect Director Alexis P. Michas	For	For
1e	Elect Director Prahlad R. Singh	For	For
1f	Elect Director Michel Vounatsos	For	For
1g	Elect Director Frank Witney	For	For
1h	Elect Director Pascale Witz	For	For
2	Ratify Deloitte & Touche LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Regal Beloit Corporation**

Meeting Date: 04/27/2021

Country: USA

Meeting Type: Annual

Ticker: RBC

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct
1a	Elect Director Jan A. Bertsch	For	For
1b	Elect Director Stephen M. Burt	For	For
1c	Elect Director Anesa T. Chaibi	For	For
1d	Elect Director Christopher L. Doerr	For	For
1e	Elect Director Dean A. Foate	For	For
1f	Elect Director Michael F. Hilton	For	For
1g	Elect Director Louis V. Pinkham	For	For
1h	Elect Director Rakesh Sachdev	For	For
1i	Elect Director Curtis W. Stoelting	For	For
	Blended Rationale: A vote AGAINST governance committee chair Curt. adoption of an exclusive forum bylaw that restricts shareholder litigatic court. Votes FOR the remaining directors are warranted.		
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify Deloitte & Touche LLP as Auditors	For	For

## Rollins, Inc.

Meeting Date: 04/27/2021

Country: USA

Meeting Type: Annual

Ticker: ROL

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct
1.1	Elect Director Gary W. Rollins	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.2	Elect Director Harry J. Cynkus	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.3	Elect Director Pamela R. Rollins	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		

Date range covered: 04/01/2021 to 04/30/2021

## Rollins, Inc.

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
2	Ratify Grant Thornton LLP as Auditors	For	For
	Blended Rationale: A vote FOR this proposal to ratify the auditor is warranted.		
3	Increase Authorized Common Stock	For	For
Blended Rationale: A vote FOR this proposal is warranted because the proposed increase in the number of authorized common stock is reasonable and there are no substantial concerns about the company's past usage of shares.			

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Gary W. Rollins	For	For
1.2	Elect Director Harry J. Cynkus	For	For
1.3	Elect Director Pamela R. Rollins	For	For
2	Ratify Grant Thornton LLP as Auditors	For	For
3	Increase Authorized Common Stock	For	For

#### **RUMO SA**

Meeting Date: 04/27/2021

Country: Brazil

Meeting Type: Annual

Ticker: RAIL3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For
2	Approve Allocation of Income	For	For
3	Fix Number of Directors at Ten	For	For
4	Approve Classification of Abel Gregorei Halpern, Marcos Sawaya Jank, and Janet Drysdale as Independent Directors	For	For
5	As an Ordinary Shareholder, Would You like to Request a Separate Minority Election of a Member of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	None	For

Blended Rationale: A vote FOR this item is warranted because:- Minority shareholders can disclose nominees to the separate minority board election up to the time of the meeting; and- The election of a minority representative to the board of directors would potentially improve the company's governance and provide greater board independence.

Date range covered: 04/01/2021 to 04/30/2021

#### **RUMO SA**

u Wish to Adopt Cumulative Voting for ection of the Members of the Board of ors, Under the Terms of Article 141 of azilian Corporate Law?  If Rationale: Under these items, the company presents shareholders with the of directors under the terms of Article 141 of the Brazilian Corporate Law, eard issued by the Brazilian Securities Regulator (CVM), and mandatory for ities. ABSTAIN vote recommendations are warranted for Items 6, 8, and 9.1 tion, disclosed in a timely manner, regarding a cumulative voting request of the corporate Law, earlies as Ometto Silveira Mello as or units Henrique Cals De Beauclair raes as Director	, in accordance with the rules of the remote r all publicly-traded Brazilian t-9.8 in the absence of publicly-available	Abstain		
of directors under the terms of Article 141 of the Brazilian Corporate Law, card issued by the Brazilian Securities Regulator (CVM), and mandatory for ities. ABSTAIN vote recommendations are warranted for Items 6, 8, and 9.1 tion, disclosed in a timely manner, regarding a cumulative voting request particle. Subject of the Solveira Mello as or cuis Henrique Cals De Beauclair	, in accordance with the rules of the remote rall publicly-traded Brazilian 1-9.8 in the absence of publicly-available presented by shareholders.	For		
or .uis Henrique Cals De Beauclair	For	For		
•				
	For	Against		
Blended Rationale: The company has proposed an unbundled board election, allowing shareholders to vote separately on each nominee. The board overall independence level of 30 percent fails to meet institutional investors' expectations. Therefore, a vote AGAINST the non-independent nominees Riccardo Arduini, Luis Henrique Cals de Beauclair Guimaraes, Burkhard Otto Cordes, Maria Rita de Carvalho Drummond, Julio Fontana Neto, and Marcelo Eduardo Martins is warranted given the board's low overall independence level. A vote FOR the independent nominees Janet Drysdale, Abel Gregorei Halpern, Marcos Sawaya Jank is warranted because it would be counterproductive not to support independent candidates. A vote FOR Rubens Ometto Silveira Mello is recommended as there are no known concerns regarding the company's incumbent chair.				
daria Rita de Carvalho Drummond as or	For	Against		
Blended Rationale: The company has proposed an unbundled board election, allowing shareholders to vote separately on each nominee. The board overall independence level of 30 percent fails to meet institutional investors' expectations. Therefore, a vote AGAINST the non-independent nominees Riccardo Arduini, Luis Henrique Cals de Beauclair Guimaraes, Burkhard Otto Cordes, Maria Rita de Carvalho Drummond, Julio Fontana Neto, and Marcelo Eduardo Martins is warranted given the board's low overall independence level. A vote FOR the independent nominees Janet Drysdale, Abel Gregorei Halpern, Marcos Sawaya Jank is warranted because it would be counterproductive not to support independent candidates. A vote FOR Rubens Ometto				
Mello is recommended as there are no known concerns regarding the con	npany's incumbent chair.			
Abel Gregorei Halpern as Independent or	For	For		
Marcelo Eduardo Martins as Director	For	Against		
rall independence level.A vote FOR the independent nominees Janet Drysc warranted because it would be counterproductive not to support independ	tional investors' expectations.Therefore, a Is de Beauclair Guimaraes, Burkhard Otto ardo Martins is warranted given the board's dale, Abel Gregorei Halpern, Marcos Sawaya dent candidates.A vote FOR Rubens Ometto			
rieno is recommenueu as unere are no known concerns regarding the con	For	For		
anet Drysdale as Independent Director	For	Against		
rall war	independence level.A vote FOR the independent nominees Janet Dryst cranted because it would be counterproductive not to support independ flo is recommended as there are no known concerns regarding the context et Drysdale as Independent Director	,		

Blended Rationale: The company has proposed an unbundled board election, allowing shareholders to vote separately on each nominee. The board overall independence level of 30 percent fails to meet institutional investors' expectations. Therefore, a vote AGAINST the non-independent nominees Riccardo Arduini, Luis Henrique Cals de Beauclair Guimaraes, Burkhard Otto Cordes, Maria Rita de Carvalho Drummond, Julio Fontana Neto, and Marcelo Eduardo Martins is warranted given the board's low overall independence level. A vote FOR the independent nominees Janet Drysdale, Abel Gregorei Halpern, Marcos Sawaya Jank is warranted because it would be counterproductive not to support independent candidates. A vote FOR Rubens Ometto Silveira Mello is recommended as there are no known concerns regarding the company's incumbent chair.

Date range covered: 04/01/2021 to 04/30/2021

## **RUMO SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7.8	Elect Julio Fontana Neto as Director	For	Against
	nominee. The board overall independence level of 30 perceivote AGAINST the non-independent nominees Riccardo Ardi Cordes, Maria Rita de Carvalho Drummond, Julio Fontana Ni low overall independence level. A vote FOR the independent	nd board election, allowing shareholders to vote separately on each at fails to meet institutional investors' expectations. Therefore, a wini, Luis Henrique Cals de Beauclair Guimaraes, Burkhard Otto eto, and Marcelo Eduardo Martins is warranted given the board's nominees Janet Drysdale, Abel Gregorei Halpern, Marcos Sawaya et to support independent candidates. A vote FOR Rubens Ometto rns regarding the company's incumbent chair.	
7.9	Elect Riccardo Arduini as Director and Giancarlo Arduini as Alternate	For	Against
	nominee. The board overall independence level of 30 perceivote AGAINST the non-independent nominees Riccardo Ardi Cordes, Maria Rita de Carvalho Drummond, Julio Fontana No low overall independence level. A vote FOR the independent	of board election, allowing shareholders to vote separately on each the fails to meet institutional investors' expectations. Therefore, a suini, Luis Henrique Cals de Beauclair Guimaraes, Burkhard Otto eto, and Marcelo Eduardo Martins is warranted given the board's nominees Janet Drysdale, Abel Gregorei Halpern, Marcos Sawaya at to support independent candidates. A vote FOR Rubens Ometto rns regarding the company's incumbent chair.	
7.10	Elect Marcos Sawaya Jank as Independent Director	For	For
8	In Case Cumulative Voting Is Adopted, Do You Wish to Equally Distribute Your Votes Amongst the Nominees below?	None	Abstain
	election of directors under the terms of Article 141 of the Br voting card issued by the Brazilian Securities Regulator (CVI	or Items 6, 8, and 9.1-9.8 in the absence of publicly-available	
	IF CUMULATIVE VOTE IS ADOPTED - If Voting FOR Item 8: Votes Are Distributed in Equal % Amongst Nominees Voted FOR. An AGAINST Vote Is Required If Supporting Candidate(s) Under Cumulative and Not Supporting Any Director(s)/Slate Under Majority Voting		
9.1	Percentage of Votes to Be Assigned - Elect Rubens Ometto Silveira Mello as Director	None	Abstain
	election of directors under the terms of Article 141 of the Br voting card issued by the Brazilian Securities Regulator (CVI	or Items 6, 8, and 9.1-9.8 in the absence of publicly-available	
9.2	Percentage of Votes to Be Assigned - Elect Luis Henrique Cals De Beauclair Guimaraes as Director	None	Abstain
	election of directors under the terms of Article 141 of the Br voting card issued by the Brazilian Securities Regulator (CVI	or Items 6, 8, and 9.1-9.8 in the absence of publicly-available	

Date range covered: 04/01/2021 to 04/30/2021

## **RUMO SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
9.3	Percentage of Votes to Be Assigned - Elect Maria Rita de Carvalho Drummond as Director	None	Abstain		
		Items 6, 8, and 9.1-9.8 in the absence of publicly-available			
9.4	Percentage of Votes to Be Assigned - Elect Abel Gregorei Halpern as Independent Director	None	Abstain		
		Items 6, 8, and 9.1-9.8 in the absence of publicly-available			
9.5	Percentage of Votes to Be Assigned - Elect Marcelo Eduardo Martins as Director	None	Abstain		
	Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN vote recommendations are warranted for Items 6, 8, and 9.1-9.8 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.				
9.6	Percentage of Votes to Be Assigned - Elect Janet Drysdale as Independent Director	None	Abstain		
	Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN vote recommendations are warranted for Items 6, 8, and 9.1-9.8 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.				
9.7	Percentage of Votes to Be Assigned - Elect Burkhard Otto Cordes as Director	None	Abstain		
	Blended Rationale: Under these items, the company presents selection of directors under the terms of Article 141 of the Brazi voting card issued by the Brazilian Securities Regulator (CVM), companies. ABSTAIN vote recommendations are warranted for information, disclosed in a timely manner, regarding a cumulation.				
9.8	Percentage of Votes to Be Assigned - Elect Julio Fontana Neto as Director	None	Abstain		
		Items 6, 8, and 9.1-9.8 in the absence of publicly-available			
9.9	Percentage of Votes to Be Assigned - Elect Riccardo Arduini as Director and Giancarlo Arduini as Alternate	None	Abstain		
	, ,				

information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.

Date range covered: 04/01/2021 to 04/30/2021

## **RUMO SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
9.10	Percentage of Votes to Be Assigned - Elect Marcos Sawaya Jank as Independent Director	None	Abstain
	Blended Rationale: Under these items, the company presents share election of directors under the terms of Article 141 of the Brazilian voting card issued by the Brazilian Securities Regulator (CVM), and companies.ABSTAIN vote recommendations are warranted for Iten information, disclosed in a timely manner, regarding a cumulative	Corporate Law, in accordance with the rules of the remote I mandatory for all publicly-traded Brazilian ns 6, 8, and 9.1-9.8 in the absence of publicly-available	
10	Elect Rubens Ometto Silveira Mello as Board Chairman and Luis Henrique Cals De Beauclair Guimaraes as Vice-Chairman	For	For
11	Fix Number of Fiscal Council Members at Five	For	For
12.1	Elect Luis Claudio Rapparini Soares as Fiscal Council Member and Carla Alessandra Trematore as Alternate	For	Abstain
	Blended Rationale: Support FOR the election of Luis Claudio Rappa in the absence of known concerns regarding the proposed nomine management's fiscal council nominees, to allow minority sharehold fiscal council candidate as further discussed under Item 13 of this	e.An ABSTAIN vote recommendation is warranted for lers to concentrate their votes on the election of a minority	
12.2	Elect Marcelo Curti as Fiscal Council Member and Nadir Dancini Barsanulfo as Alternate	For	Abstain
	Blended Rationale: Support FOR the election of Luis Claudio Rappa in the absence of known concerns regarding the proposed nomine management's fiscal council nominees, to allow minority sharehold fiscal council candidate as further discussed under Item 13 of this	e.An ABSTAIN vote recommendation is warranted for lers to concentrate their votes on the election of a minority	
12.3	Elect Francisco Silverio Morales Cespede as Fiscal Council Member and Helio Ribeiro Duarte as Alternate	For	Abstain
	Blended Rationale: Support FOR the election of Luis Claudio Rappa in the absence of known concerns regarding the proposed nomine management's fiscal council nominees, to allow minority sharehold fiscal council candidate as further discussed under Item 13 of this	e.An ABSTAIN vote recommendation is warranted for lers to concentrate their votes on the election of a minority	
12.4	Elect Cristina Anne Betts as Fiscal Council Member and Guido Barbosa de Oliveira as Alternate	For	Abstain
	Blended Rationale: Support FOR the election of Luis Claudio Rappa in the absence of known concerns regarding the proposed nomine management's fiscal council nominees, to allow minority sharehold fiscal council candidate as further discussed under Item 13 of this	e.An ABSTAIN vote recommendation is warranted for lers to concentrate their votes on the election of a minority	
13	Elect Reginaldo Ferreira Alexandre as Fiscal Council Member and Walter Luis Bernardes Altertoni as Alternate Appointed by Minority Shareholder	None	For
	Blended Rationale: A vote FOR this item is warranted because:- The appointed by minority shareholders have been disclosed;- There is There are no known concerns regarding the proposed minority nor voting instructions if they seek to elect a specific candidate.	no indication of competing minority ordinary nominees; and-	
14	Elect Luis Claudio Rapparini Soares as Fiscal Council Chairman	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **RUMO SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
15	Approve Remuneration of Company's Management	For	Against
	Blended Rationale: A vote AGAINST this proposal is warranted be key remuneration figures.	y regarding	
16	Approve Remuneration of Fiscal Council Members	For	For
17	In the Event of a Second Call, the Voting Instructions Contained in this Remote Voting Card May Also be Considered for the Second Call?	None	For
	Blended Rationale: A vote FOR this administrative request is war	ranted.	

## **RUMO SA**

Meeting Date: 04/27/2021

Country: Brazil

Meeting Type: Special

Ticker: RAIL3

posal mber	Proposal Text	Mgmt Rec	Vote Instruction
L	Approve Reduction in Share Capital without Cancellation of Shares	For	For
2	Amend Article 5 to Reflect Changes in Capital and Consolidate Bylaws	For	For
3	Amend Indemnity Policy	For	Against
	Blended Rationale: A vote AGAINST this item is warranted because there are concerns regarding the terms of the proposed indemnoverly broad group of beneficiaries and the company has not disinterests or guarantee the independence in the process of indendiscretion to decide on indemnity payments to cover beneficiary lawsuits filed by the company and/or its controlled entities again potentially include coverage under plea deal agreements signed	over an cts of d lated to	
1	In the Event of a Second Call, the Voting Instructions Contained in this Remote Voting	None	For

## Saia, Inc.

**Meeting Date:** 04/27/2021

Country: USA

Meeting Type: Annual

Ticker: SAIA

Date range covered: 04/01/2021 to 04/30/2021

# Saia, Inc.

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Di-Ann Eisnor	For	For
1.2	Elect Director Jeffrey C. Ward	For	For
1.3	Elect Director Susan F. Ward	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Declassify the Board of Directors	For	For
4	Ratify KPMG LLP as Auditors	For	For

## **Sandvik Aktiebolag**

Meeting Date: 04/27/2021

Country: Sweden

Meeting Type: Annual

Ticker: SAND

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Elect Chairman of Meeting	For	For
2.A	Designate Ann Grevelius as Inspector of Minutes of Meeting	For	For
2.B	Designate Anders Oscarsson as Inspector of Minutes of Meeting	For	For
3	Prepare and Approve List of Shareholders	For	For
4	Approve Agenda of Meeting	For	For
5	Acknowledge Proper Convening of Meeting	For	For
6	Receive Financial Statements and Statutory Reports		
7	Accept Financial Statements and Statutory Reports	For	For
8.1	Approve Discharge of Board Chairman Johan Molin	For	For
8.2	Approve Discharge of Board Member Jennifer Allerton	For	For
8.3	Approve Discharge of Board Member Claes Boustedt	For	For
8.4	Approve Discharge of Board Member Marika Fredriksson	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Sandvik Aktiebolag**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
8.5	Approve Discharge of Board Member Johan Karlstrom	For	For
8.6	Approve Discharge of Board Member Helena Stjernholm	For	For
8.7	Approve Discharge of Board Member Lars Westerberg	For	For
8.8	Approve Discharge of Board Member and CEO Stefan Widing	For	For
8.9	Approve Discharge of Board Member Kai Warn	For	For
8.10	Approve Discharge of Employee Representative Tomas Karnstrom	For	For
8.11	Approve Discharge of Employee Representative Thomas Lilja	For	For
8.12	Approve Discharge of Deputy Employee Representative Thomas Andersson	For	For
8.13	Approve Discharge of Deputy Employee Representative Mats Lundberg	For	For
8.14	Approve Discharge of Former Board Member and CEO Bjorn Rosengren	For	For
9	Approve Allocation of Income and Dividends of SEK 6.5 Per Share	For	For
10	Determine Number of Directors (8) and Deputy Directors (0) of Board; Determine Number of Auditors (1) and Deputy Auditors	For	For
11	Approve Remuneration of Directors in the Amount of SEK 2.6 Million for Chairman and SEK 710,000 for Other Directors; Approve Remuneration for Committee Work; Approve Remuneration for Auditor	For	For
12.1	Elect Andreas Nordbrandt as New Director	For	For
12.2	Reelect Jennifer Allerton as Director	For	For
12.3	Reelect Claes Boustedt as Director	For	For
12.4	Reelect Marika Fredriksson as Director	For	For
12.5	Reelect Johan Molin as Director	For	For
12.6	Reelect Helena Stjernholm as Director	For	For
12.7	Reelect Stefan Widing as Director	For	For
12.8	Reelect Kai Warn as Director	For	For
13	Reelect Johan Molin as Chairman of the Board	For	For
14	Ratify PricewaterhouseCoopers as Auditors	For	For
15	Approve Remuneration Report	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Sandvik Aktiebolag**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
16	Approve Performance Share Matching Plan for Key Employees	For	Against
	Blended Rationale: A vote AGAINST this item is warranted because the performar years.		
17	Authorize Share Repurchase Program	For	For
18	Amend Articles Re: Editorial Changes to Article 1; Participation at General Meeting; Postal Voting; Share Registar	For	For

# **Saudi Electricity Co.**

Meeting Date: 04/27/2021

Country: Saudi Arabia

Meeting Type: Annual

Ticker: 5110

Proposal			Vote	Vote
Number	Proposal Text	Mgmt Rec	Instruction	
	Ordinary Business			
1	Approve Board Report on Company Operations for FY 2020	For	For	
2	Approve Auditors' Report on Company Financial Statements for FY 2020	For	For	
3	Accept Financial Statements and Statutory Reports for FY 2020	For	For	
4	Approve Dividends of SAR 0.70 per Share for FY 2020	For	For	
5	Approve Discharge of Directors for FY 2020	For	For	
6	Approve Remuneration of Directors of SAR 892,500 for FY 2020	For	For	
7	Ratify Auditors and Fix Their Remuneration for Q2, Q3, Q4 and Annual Statement of FY 2021 and Q1 of FY 2022	For	For	
8	Approve Authorization of the Board Regarding Future Related Party Transactions According to Article 71 of the Companies Law	For	For	
9	Amend Nomination and Remuneration Committee Charter	For	For	
10	Approve the Increase of the Audit Committee Size from 4 to 5 Members by Appointing Amr Kurdi as Audit Committee Member	For	For	
11	Approve Related Party Transactions Re: GCC Electrical Testing Laboratory	For	For	

Date range covered: 04/01/2021 to 04/30/2021

## Sekisui House, Ltd.

Meeting Date: 04/27/2021

Country: Japan

Meeting Type: Annual

Ticker: 1928

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 39	For	For
2	Amend Articles to Amend Provisions on Number of Directors - Amend Provisions on Number of Statutory Auditors	For	For
3.1	Elect Director Nakai, Yoshihiro	For	For
3.2	Elect Director Horiuchi, Yosuke	For	For
3.3	Elect Director Nishida, Kumpei	For	For
3.4	Elect Director Tanaka, Satoshi	For	For
3.5	Elect Director Miura, Toshiharu	For	For
3.6	Elect Director Ishii, Toru	For	For
3.7	Elect Director Yoshimaru, Yukiko	For	For
3.8	Elect Director Kitazawa, Toshifumi	For	For
3.9	Elect Director Nakajima, Yoshimi	For	For
3.10	Elect Director Takegawa, Keiko	For	For
4.1	Appoint Statutory Auditor Ito, Midori	For	For
4.2	Appoint Statutory Auditor Kobayashi, Takashi	For	For

# **Starwood Property Trust, Inc.**

Meeting Date: 04/27/2021

Country: USA

Meeting Type: Annual

Ticker: STWD

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Richard D. Bronson	For	For
1.2	Elect Director Jeffrey G. Dishner	For	For
1.3	Elect Director Camille J. Douglas	For	For
1.4	Elect Director Solomon J. Kumin	For	For
1.5	Elect Director Fred Perpall	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Starwood Property Trust, Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.6	Elect Director Fred S. Ridley	For	For
1.7	Elect Director Barry S. Sternlicht	For	For
1.8	Elect Director Strauss Zelnick	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify Deloitte & Touche LLP as Auditors	For	For

# **Strategic Education, Inc.**

Meeting Date: 04/27/2021

Country: USA

Meeting Type: Annual

Ticker: STRA

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Robert S. Silberman	For	For
1.2	Elect Director J. Kevin Gilligan	For	For
1.3	Elect Director Robert R. Grusky	For	For
1.4	Elect Director Charlotte F. Beason	For	For
1.5	Elect Director Rita D. Brogley	For	For
1.6	Elect Director John T. Casteen, III	For	For
1.7	Elect Director H. James Dallas	For	For
1.8	Elect Director Nathaniel C. Fick	For	For
1.9	Elect Director Jerry L. Johnson	For	For
1.10	Elect Director Karl McDonnell	For	For
1.11	Elect Director William J. Slocum	For	For
1.12	Elect Director G. Thomas Waite, III	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **Suzano SA**

Meeting Date: 04/27/2021

Country: Brazil

Meeting Type: Annual

Ticker: SUZB3

Proposal	Power of Total	Manual Para	Vote Instruction
Number	Proposal Text	Mgmt Rec	Instruction
1	Accept Management Statements for Fiscal Year Ended Dec. 31, 2020	For	For
2	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For
3	Approve Treatment of Net Loss	For	For
4	Approve Remuneration of Company's Management	For	For
5	Do You Wish to Request Installation of a Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	None	For

#### **Suzano SA**

Meeting Date: 04/27/2021

Country: Brazil

Meeting Type: Special

Ticker: SUZB3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Amend Articles to Comply with New Regulations of Novo Mercado of B3 and Consolidate Bylaws	For	For
2	Authorize Board to Ratify and Execute Approved Resolutions	For	For

## **Swiss Steel Holding AG**

**Meeting Date:** 04/27/2021

Country: Switzerland

Meeting Type: Annual

Ticker: STLN

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

Date range covered: 04/01/2021 to 04/30/2021

# **Swiss Steel Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
2	Approve Remuneration Report	For	Against	
	Blended Rationale: A vote AGAINST the remuneration report is warranguaranteed A portion of the performance share grant for the CEO is essentially means that this portion of the grant is time-vesting and not	guaranteed, including performance share		
3	Approve Treatment of Net Loss	For	For	
4	Approve Discharge of Board and Senior Management	For	For	
5.1.1	Elect Jens Alder as Director and Board Chairman			
5.1.2	Reelect Svein Brandtzaeg as Director	For	For	
5.1.3	Reelect David Metzger as Director	For	For	
5.1.4	Reelect Michael Schwarzkopf as Director	For	For	
5.1.5	Reelect Karin Sonnenmoser as Director	For	For	
5.1.6	Reelect Joerg Walther as Director	For	For	
5.1.7	Reelect Adrian Widmer as Director	For	For	
5.2.1	Appoint Jens Alder as Member of the Compensation Committee			
5.2.2	Reappoint Svein Brandtzaeg as Member of the Compensation Committee	For	For	
5.2.3	Reappoint Michael Schwarzkopf as Member of the Compensation Committee	For	For	
5.3	Ratify Ernst & Young AG as Auditors	For	For	
5.4	Designate Burger & Mueller as Independent Proxy	For	For	
6.1	Approve Remuneration of Directors in the Amount of CHF 2.3 Million	For	For	
6.2	Approve Remuneration of Executive Committee in the Amount of CHF 7.5 Million	For	For	
7	Transact Other Business (Voting)	For	For	

## **TFI International Inc.**

Meeting Date: 04/27/2021 Country: Canada

Meeting Type: Annual Ticker: TFII

Proposa Number		Mgmt Rec	Vote Instruction
1.1	Elect Director Leslie Abi-Karam	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **TFI International Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.2	Elect Director Alain Bedard	For	For
1.3	Elect Director Andre Berard	For	For
1.4	Elect Director Lucien Bouchard	For	For
1.5	Elect Director William T. England	For	For
1.6	Elect Director Diane Giard	For	For
1.7	Elect Director Richard Guay	For	For
1.8	Elect Director Debra Kelly-Ennis	For	For
1.9	Elect Director Neil D. Manning	For	For
1.10	Elect Director Joey Saputo	For	For
1.11	Elect Director Rosemary Turner	For	For
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	For	For

# The PNC Financial Services Group, Inc.

Meeting Date: 04/27/2021

Country: USA

Meeting Type: Annual

Ticker: PNC

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Joseph Alvarado	For	For
1b	Elect Director Charles E. Bunch	For	For
1c	Elect Director Debra A. Cafaro	For	For
1d	Elect Director Marjorie Rodgers Cheshire	For	For
1e	Elect Director David L. Cohen	For	For
1f	Elect Director William S. Demchak	For	For
1g	Elect Director Andrew T. Feldstein	For	For
1h	Elect Director Richard J. Harshman	For	For
1i	Elect Director Daniel R. Hesse	For	For
1j	Elect Director Linda R. Medler	For	For
1k	Elect Director Martin Pfinsgraff	For	For
11	Elect Director Toni Townes-Whitley	For	For

Date range covered: 04/01/2021 to 04/30/2021

## The PNC Financial Services Group, Inc.

Proposal Text	Mgmt Rec	Vote Instruction
Elect Director Michael J. Ward	For	For
Ratify PricewaterhouseCoopers LLP as Auditors	For	For
Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
Report on Risk Management and Nuclear Weapon Industry	Against	For
	Elect Director Michael J. Ward  Ratify PricewaterhouseCoopers LLP as Auditors  Advisory Vote to Ratify Named Executive Officers' Compensation  Report on Risk Management and Nuclear	Elect Director Michael J. Ward For  Ratify PricewaterhouseCoopers LLP as Auditors  Advisory Vote to Ratify Named Executive Officers' Compensation  Report on Risk Management and Nuclear Against

Blended Rationale: Votes FOR this proposal are warranted as additional information regarding the processes the company uses to assess the effectiveness of its risk management system as it relates to the management of risks associated with providing financial services to the nuclear weapons industry would allow shareholders to better gauge how well PNC is managing human rights related risks.

## The Williams Companies, Inc.

Meeting Date: 04/27/2021

Country: USA

Meeting Type: Annual

Ticker: WMB

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
1.1	Elect Director Alan S. Armstrong	For	For
1.2	Elect Director Stephen W. Bergstrom	For	For
1.3	Elect Director Nancy K. Buese	For	For
1.4	Elect Director Stephen I. Chazen	For	For
1.5	Elect Director Charles I. Cogut	For	For
1.6	Elect Director Michael A. Creel	For	For
1.7	Elect Director Stacey H. Dore	For	For
1.8	Elect Director Vicki L. Fuller	For	For
1.9	Elect Director Peter A. Ragauss	For	For
1.10	Elect Director Rose M. Robeson	For	For
1.11	Elect Director Scott D. Sheffield	For	For
1.12	Elect Director Murray D. Smith	For	For
1.13	Elect Director William H. Spence	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify Ernst & Young LLP as Auditors	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Theravance Biopharma, Inc.**

Meeting Date: 04/27/2021 Country: Cayman Islands

Meeting Type: Annual

Ticker: TBPH

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Eran Broshy	For	Do Not Vote
1.2	Elect Director Laurie Smaldone Alsup	For	Do Not Vote
1.3	Elect Director Burton G. Malkiel	For	Do Not Vote
2	Ratify Appointment of Deepika R. Pakianathan as Director	For	Do Not Vote
3	Ratify Ernst & Young LLP as Auditors	For	Do Not Vote

#### **Travis Perkins Plc**

Meeting Date: 04/27/2021

Country: United Kingdom

Meeting Type: Annual

Ticker: TPK

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Remuneration Report	For	For
3	Approve Remuneration Policy	For	For
4	Elect Jasmine Whitbread as Director	For	For
5	Re-elect Marianne Culver as Director	For	For
6	Re-elect Blair Illingworth as Director	For	For
7	Re-elect Coline McConville as Director	For	For
8	Re-elect Pete Redfern as Director	For	For
9	Re-elect Nick Roberts as Director	For	For
10	Re-elect John Rogers as Director	For	For
11	Re-elect Alan Williams as Director	For	For
12	Reappoint KPMG LLP as Auditors	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **Travis Perkins Plc**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
13	Authorise the Audit Committee to Fix Remuneration of Auditors	For	For
14	Authorise Issue of Equity	For	For
15	Authorise Issue of Equity without Pre-emptive Rights	For	For
16	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	For	For
17	Authorise Market Purchase of Ordinary Shares	For	For
18	Adopt New Articles of Association	For	For
19	Authorise the Company to Call General Meeting with Two Weeks' Notice	For	For
20	Approve UK Sharesave Scheme and International Sharesave Scheme	For	For
21	Approve Restricted Share Plan	For	For

#### **Travis Perkins Plc**

Meeting Date: 04/27/2021 Country: United Kingdom

Meeting Type: Special

Ticker: TPK

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Demerger of the Wickes Group from the Travis Perkins Group to be Implemented Through the Demerger Dividend	For	For
2	Approve Share Consolidation	For	For
3	Approve Deferred Annual Bonus Plan, Long Term Incentive Plan, Share Incentive Plan and Savings Related Share Option Scheme	For	For

Blended Rationale: A vote AGAINST this resolution is warranted on account of:- Although the terms of the proposed plans are generally in line with UK good practice, under the proposed LTIP, the Company will grant an initial, one-off transitional award in the form of restricted share awards ("Transitional Demerger Awards") which are valued at 175% of salary for the Wickes CEO and 150% of salary for the Wickes CFO, vesting in equal annual tranches over two years.

## **Truist Financial Corporation**

Meeting Date: 04/27/2021 Country: USA

Meeting Type: Annual

Ticker: TFC

Date range covered: 04/01/2021 to 04/30/2021

# **Truist Financial Corporation**

oposal			Vote	
ımber	Proposal Text	Mgmt Rec	Instruction	
1a	Elect Director Jennifer S. Banner	For	For	
1b	Elect Director K. David Boyer, Jr.	For	For	
1c	Elect Director Agnes Bundy Scanlan	For	For	
1d	Elect Director Anna R. Cablik	For	For	
1e	Elect Director Dallas S. Clement	For	For	
1f	Elect Director Paul D. Donahue	For	For	
1g	Elect Director Paul R. Garcia	For	For	
1h	Elect Director Patrick C. Graney, III	For	For	
1i	Elect Director Linnie M. Haynesworth	For	For	
1j	Elect Director Kelly S. King	For	For	
1k	Elect Director Easter A. Maynard	For	For	
11	Elect Director Donna S. Morea	For	For	
1m	Elect Director Charles A. Patton	For	For	
1n	Elect Director Nido R. Qubein	For	For	
10	Elect Director David M. Ratcliffe	For	For	
1p	Elect Director William H. Rogers, Jr.	For	For	
1q	Elect Director Frank P. Scruggs, Jr.	For	For	
1r	Elect Director Christine Sears	For	For	
1s	Elect Director Thomas E. Skains	For	For	
1t	Elect Director Bruce L. Tanner	For	For	
lu	Elect Director Thomas N. Thompson	For	For	
Lv	Elect Director Steven C. Voorhees	For	For	
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	
	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	

# **Via Varejo SA**

Meeting Date: 04/27/2021 Country: Brazil

Meeting Type: Special

Ticker: VVAR3

Date range covered: 04/01/2021 to 04/30/2021

# **Via Varejo SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructi
1	Re-Ratify Remuneration of Company's Management Approved at the June 4, 2020 AGM	For	Against
	Blended Rationale: A vote AGAINST this item is warranted because:- The amend a 26.9-percent increase over the 2020 global compensation cap originally approve proposal lacks transparency, especially regarding performance conditions associate executive remuneration.	ved by shareholders; and- The company's	
2	Approve Treatment of Net Loss	For	For
3	Approve Stock Option Plan and Restricted Stock Plan	For	Against
	Blended Rationale: A vote AGAINST this request is warranted because the propo the interests of its beneficiaries and those of the shareholders.	sed plans do not appear to adequately align	
4	In the Event of a Second Call, the Voting Instructions Contained in this Remote Voting Card May Also be Considered for the Second Call?	None	For

## Via Varejo SA

Meeting Date: 04/27/2021

Country: Brazil

Meeting Type: Annual

Ticker: VVAR3

roposal umber	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For
2	Approve Remuneration of Company's Management	For	Against
	Blended Rationale: A vote AGAINST this proposal is warranted a compensation of its highest-paid administrator does not appear		tal
3	Do You Wish to Request Installation of a Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	Abstain	For
	Blended Rationale: A vote FOR this item is warranted because the installation of a fiscal council could potentially improve the company's governance and bring greater corporate oversight.		
4	In the Event of a Second Call, the Voting Instructions Contained in this Remote Voting Card May Also be Considered for the Second Call?	None	For

Date range covered: 04/01/2021 to 04/30/2021

#### **Wallenstam AB**

**Meeting Date:** 04/27/2021

Country: Sweden

Meeting Type: Annual

Ticker: WALL.B

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Elect Chairman of Meeting	For	For
2	Designate Inspector(s) of Minutes of Meeting	For	For
3	Prepare and Approve List of Shareholders		
4	Approve Agenda of Meeting	For	For
5	Acknowledge Proper Convening of Meeting	For	For
6	Receive Financial Statements and Statutory Reports		
7	Accept Financial Statements and Statutory Reports	For	For
8	Approve Allocation of Income and Dividends of SEK 1.20 Per Share	For	For
9.1	Approve Discharge of Lars-Ake Bokenberger	For	For
9.2	Approve Discharge of Karin Mattson	For	For
9.3	Approve Discharge of Anders Berntsson	For	For
9.4	Approve Discharge of Agneta Wallenstam	For	For
9.5	Approve Discharge of Mikael Soderlund	For	For
9.6	Approve Discharge of Ulrika Jansson Messing (Former Board Member)	For	For
9.7	Approve Discharge of Hans Wallenstam	For	For
10.1	Determine Number of Members (5) and Deputy Members (0) of Board	For	For
10.2	Determine Number of Auditors (1) and Deputy Auditors (0)	For	For
11.1	Approve Remuneration of Board Chairman in the Amount of SEK 740,000	For	For
11.2	Approve Remuneration of Board Deputy Chairman in the Amount of SEK 260,000	For	For
11.3	Approve Remuneration of Each Board Member in the Amount of SEK 160,000	For	For
11.4	Approve Remuneration of Auditors	For	For
12.1a	Reelect Lars-Ake Bokenberger as Director	For	For
12.1b	Reelect Karin Mattson as Director	For	For
12.1c	Reelect Anders Berntsson as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **Wallenstam AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
12.1d	Reelect Agneta Wallenstam as Director	/allenstam as Director For	For
12.1e	Reelect Mikael Soderlund as Director	derlund as Director For	For
12.2	Reelect Lars-Ake Bokenberger as Board Chairman	Bokenberger as Board For	For
13	Ratify KPMG as Auditors	uditors For	For
14	Elect Chairman of Board, Hans Wallenstam, Anders Oscarsson and Dick Brenner as Members of Nominating Committee	and Dick Brenner as	For
15	Approve Remuneration Policy And Other Terms of Employment For Executive Management	·	For
16	Approve Remuneration Report	ration Report For	For
17	Authorize Share Repurchase Program	Repurchase Program For	For
18	Authorize Reissuance of Repurchased Shares	nnce of Repurchased Shares For	For

#### **WEG SA**

Meeting Date: 04/27/2021

Country: Brazil

Meeting Type: Annual

Ticker: WEGE3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructi
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For
2	Approve Capital Budget, Allocation of Income, Ratify Distribution of Dividends and Interest-on-Capital-Stock Payments	For	For
3	Approve Remuneration of Company's Management	For	For
4	Elect Fiscal Council Members	For	Abstain
	Blended Rationale: An ABSTAIN vote recommendation is warranted for minority shareholders to concentrate their votes on the election of a nunder Item 6 of this meeting agenda.	-	
5	In Case One of the Nominees Leaves the Fiscal Council Slate Due to a Separate Minority Election, as Allowed Under Articles 161 and 240 of the Brazilian Corporate Law, May Your Votes Still Be Counted for the Proposed Slate?	None	Against

Blended Rationale: A vote AGAINST this request is warranted because lack of timely disclosure prevents international institutional investors from making an informed voting decision.

Date range covered: 04/01/2021 to 04/30/2021

#### **WEG SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
6	Elect Lucia Maria Martins Casasanta as Fiscal Council Member and Patricia Valente Stierli as Alternate Appointed by Minority Shareholder	None	For
	Blended Rationale: A vote FOR this item is warranted because:- The name appointed by minority shareholders have been disclosed;- There is no income are no known concerns regarding the proposed minority nominees voting instructions if they seek to elect a specific candidate.	linary nominees; and-	
7	Approve Remuneration of Fiscal Council Members	For	For
8	Designate Newspapers to Publish Company Announcements	For	For

## **WEG SA**

Meeting Date: 04/27/2021

Country: Brazil

Meeting Type: Special

Ticker: WEGE3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve 2-for-1 Stock Split and Amend Article 5 Accordingly	For	For
2	Amend Articles to Comply with New Regulations of Novo Mercado of B3	For	For
3	Consolidate Bylaws	For	For

## **Wells Fargo & Company**

Meeting Date: 04/27/2021

Country: USA

Meeting Type: Annual

Ticker: WFC

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Steven D. Black	For	For
1b	Elect Director Mark A. Chancy	For	For
1c	Elect Director Celeste A. Clark	For	For
1d	Elect Director Theodore F. Craver, Jr.	For	For
1e	Elect Director Wayne M. Hewett	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Wells Fargo & Company**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1f	Elect Director Maria R. Morris	For	For
1g	Elect Director Charles H. Noski	For	Against
	Blended Rationale: Votes AGAINST Chair Charles Noski is warran oversight and board management of climate risks at the compan		
1h	Elect Director Richard B. Payne, Jr.	For	For
1i	Elect Director Juan A. Pujadas	For	For
1j	Elect Director Ronald L. Sargent	For	For
1k	Elect Director Charles W. Scharf	For	For
11	Elect Director Suzanne M. Vautrinot	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against
	lacks clear safeguards that provide assurances to investors, such committee decided not to apply hurdle goals that were required met, which resulted in bonus payout at 83 percent of target for a performance. In addition, the CEO received only half of his LTI in received 100 percent performance-based awards. Also concerning with a less rigorous relative TSR governor that caps the performance.		
3	Ratify KPMG LLP as Auditors	For	For
4	Amend Proxy Access Right	Against	For
	Blended Rationale: A vote FOR this proposal is warranted as the would improve the company's existing proxy access right for sha		
5	Amend Certificate of Incorporation to Become a Delaware Public Benefit Corporation	Against	Against
6	Report on Incentive-Based Compensation and Risks of Material Losses	Against	For
	Blended Rationale: A vote FOR this proposal is warranted, as sha employee incentive compensation programs that could lead to m broad-based employee incentive structures played a significant r and reputational harm at the company.		
7	Report on Racial Equity Audit	Against	For
	Blended Rationale: A vote FOR this resolution is warranted given	n that a racial equity audit would further enhance shareholde.	·s'

## **Westports Holdings Berhad**

Meeting Date: 04/27/2021 Country: Malaysia

ability to assess the company's diversity and inclusion policies.

Meeting Type: Annual Ticker: 5246

Date range covered: 04/01/2021 to 04/30/2021

# **Westports Holdings Berhad**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Directors' Fees and Benefits	For	For
2	Elect Ruben Emir Gnanalingam bin Abdullah as Director	For	For
3	Elect Yusli bin Mohamed Yusoff as Director	For	For
4	Elect Ruth Sin Ling Tsim as Director	For	For
5	Elect Chan Chu Wei as Director	For	For
6	Approve Deloitte PLT as Auditors and Authorize Board to Fix Their Remuneration	For	For
7	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	For	For

# **Wihlborgs Fastigheter AB**

Meeting Date: 04/27/2021

Country: Sweden

Meeting Type: Annual

Ticker: WIHL

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Open Meeting		
2	Elect Chairman of Meeting	For	For
3	Prepare and Approve List of Shareholders	For	For
4.1	Designate Agneta Axelsson as Inspector of Minutes of Meeting	For	For
4.2	Designate Lennart Mauritzson as Inspector of Minutes of Meeting	For	For
5	Approve Agenda of Meeting	For	For
6	Acknowledge Proper Convening of Meeting	For	For
7	Receive Financial Statements and Statutory Reports		
8.a	Accept Financial Statements and Statutory Reports	For	For
8.b	Approve Allocation of Income and Dividends of SEK 5.25 Per Share	For	For
8.c.1	Approve Discharge of Anders Jarl	For	For
8.c.2	Approve Discharge of Tina Andersson	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Wihlborgs Fastigheter AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
8.c.3	Approve Discharge of Sara Karlsson	For	For
8.c.4	Approve Discharge of Jan Litborn	For	For
8.c.5	Approve Discharge of Helen Olausson	For	For
8.c.6	Approve Discharge of Per-Ingemar Persson	For	For
8.c.7	Approve Discharge of Johan Qviberg	For	For
8.c.8	Approve Discharge of Ulrika Hallengren	For	For
8.d	Approve Record Date for Dividend Payment	For	For
9	Determine Number of Members (7) and Deputy Members (0) of Board; Determine Number of Auditors (1) and Deputy Auditors (0)	For	For
10	Approve Remuneration of Directors in the Aggregate Amount of SEK 1.8 Million; Approve Remuneration of Auditors	For	For
11.1	Reelect Anders Jarl (Chair) as Director	For	For
11.2	Reelect Tina Andersson as Director	For	For
11.3	Reelect Helen Olausson as Director	For	For
11.4	Reelect Jan Litborn as Director	For	Against
	Blended Rationale: A vote AGAINST is warranted because candidate Jan Litborn	is overboarded.	
11.5	Reelect Johan Qviberg as Director	For	For
11.6	Elect Amela Hodzic as New Director	For	For
11.7	Elect Lennart Mauritzson as New Director	For	For
12	Ratify Deloitte as Auditors	For	For
13.1	Elect Goran Hellstrom as Member of Nominating Committee	For	For
13.2	Reelect Elisabet Jamal Bergstrom as Member of Nominating Committee	For	For
13.3	Reelect Eva Gottfridsdotter-Nilsson as Member of Nominating Committee	For	For
13.4	Reelect Krister Euren as Member of Nominating Committee	For	For
14	Approve Remuneration Report	For	For
15	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	For	For
16	Approve Issuance of up to 10 Percent of Share Capital without Preemptive Rights	For	For
17	Amend Articles	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Wihlborgs Fastigheter AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
18	Other Business		
19	Close Meeting		

#### **Aker ASA**

Meeting Date: 04/28/2021

Country: Norway

Meeting Type: Annual

Ticker: AKER

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruc
1	Open Meeting; Approve Notice of Meeting and Agenda	For	For
2	Designate Inspector(s) of Minutes of Meeting	For	For
3	Receive Company Status Reports		
4	Accept Financial Statements and Statutory Reports; Approve Allocation of Income and Dividends	For	For
5	Approve Remuneration Policy And Other Terms of Employment For Executive Management	For	Against
	Blended Rationale: A vote AGAINST this item is warranted beca		
	performance period of one year while there is also a lack of disc allow for discretionary payments.	closure of the incentive program, and the policy appear.	s to
6	·	closure of the incentive program, and the policy appear.	s to
6	allow for discretionary payments.  Discuss Company's Corporate Governance	closure of the incentive program, and the policy appear.  For	<i>s to</i> For
	allow for discretionary payments.  Discuss Company's Corporate Governance Statement		
7	allow for discretionary payments.  Discuss Company's Corporate Governance Statement  Approve Remuneration of Directors  Approve Remuneration of Nominating	For	For
7	allow for discretionary payments.  Discuss Company's Corporate Governance Statement  Approve Remuneration of Directors  Approve Remuneration of Nominating Committee	For For	For For Against
7	allow for discretionary payments.  Discuss Company's Corporate Governance Statement  Approve Remuneration of Directors  Approve Remuneration of Nominating Committee  Elect Directors	For For	For For Against
7 8 9	allow for discretionary payments.  Discuss Company's Corporate Governance Statement  Approve Remuneration of Directors  Approve Remuneration of Nominating Committee  Elect Directors  Blended Rationale: A vote AGAINST non-independent director is	For For For s warranted since the board is less than 1/3 independen	For For Against

Blended Rationale: Votes AGAINST these proposals to repurchase company shares are warranted because the company would be able to repurchase more than 10 percent of its share capital.

Date range covered: 04/01/2021 to 04/30/2021

### **Aker ASA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
13	Authorize Share Repurchase Program in Connection with Incentive Plan	For	Against
	Blended Rationale: Votes AGAINST these proposals to repurchase company shi be able to repurchase more than 10 percent of its share capital.		
14	Authorize Share Repurchase Program for Investment Purposes or Cancellation	For	Against
	Blended Rationale: Votes AGAINST these proposals to repurchase company sha be able to repurchase more than 10 percent of its share capital.	ares are warranted because the company would	
15	Authorize Board to Distribute Dividends	For	For
16	Approve Creation of Pool of Capital without Preemptive Rights	For	For

### **Alcon Inc.**

Meeting Date: 04/28/2021

Country: Switzerland

Meeting Type: Annual

Ticker: ALC

oposal umber	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	Do Not Vote
2	Approve Discharge of Board and Senior Management	For	Do Not Vote
3	Approve Allocation of Income and Dividends of CHF 0.10 per Share	For	Do Not Vote
4.1	Approve Remuneration Report (Non-Binding)	For	Do Not Vote
	adjustments to the remuneration system, which might potential	Ilv lead to excessive pay practices The company's level	of
4.2	disclosure makes it difficult to assess the rigor of the underlying  Approve Remuneration of Directors in the  Amount of CHF 3.3 Million		Do Not Vote
4.2 4.3	disclosure makes it difficult to assess the rigor of the underlying Approve Remuneration of Directors in the	g remuneration system.	Do Not
	disclosure makes it difficult to assess the rigor of the underlying Approve Remuneration of Directors in the Amount of CHF 3.3 Million Approve Remuneration of Executive	g remuneration system. For	Do Not Vote Do Not
4.3 5.1	disclosure makes it difficult to assess the rigor of the underlying Approve Remuneration of Directors in the Amount of CHF 3.3 Million  Approve Remuneration of Executive Committee in the Amount of CHF 38.4 Million  Reelect Michael Ball as Director and Board	g remuneration system.  For  For	Do Not Vote Do Not Vote Do Not
4.3	disclosure makes it difficult to assess the rigor of the underlying Approve Remuneration of Directors in the Amount of CHF 3.3 Million Approve Remuneration of Executive Committee in the Amount of CHF 38.4 Million Reelect Michael Ball as Director and Board Chairman	For For	Do Not Vote Do Not Vote Do Not Vote

Date range covered: 04/01/2021 to 04/30/2021

### **Alcon Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5.5	Reelect Thomas Glanzmann as Director	For	Do Not Vote
5.6	Reelect Keith Grossman as Director	For	Do Not Vote
	Blended Rationale: A vote AGAINST the reelection of Keith Gross number of mandates at listed companies.	sman to the board is warranted because he holds an e	excessive
5.7	Reelect Scott Maw as Director	For	Do Not Vote
5.8	Reelect Karen May as Director	For	Do Not Vote
5.9	Reelect Ines Poeschel as Director	For	Do Not Vote
5.10	Reelect Dieter Spaelti as Director	For	Do Not Vote
6.1	Reappoint Thomas Glanzmann as Member of the Compensation Committee	For	Do Not Vote
6.2	Reappoint Keith Grossman as Member of the Compensation Committee	For	Do Not Vote
	Blended Rationale: A vote AGAINST Keith Grossman is further w	varranted as his election to the board does not warran	t support.
6.3	Reappoint Karen May as Member of the Compensation Committee	For	Do Not Vote
6.4	Reappoint Ines Poeschel as Member of the Compensation Committee	For	Do Not Vote
7	Designate Hartmann Dreyer Attorneys-at-Law as Independent Proxy	For	Do Not Vote
8	Ratify PricewaterhouseCoopers SA as Auditors	For	Do Not Vote
9	Transact Other Business (Voting)	For	Do Not Vote
	Blended Rationale: A vote AGAINST is warranted because:- This the proxy in case new voting items or counterproposals are intro directors; and- The content of these new items or counterpropo best interest to vote against this item on a precautionary basis.	oduced at the meeting by shareholders or the board of	oolder to f

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Discharge of Board and Senior Management	For	For
3	Approve Allocation of Income and Dividends of CHF 0.10 per Share	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **Alcon Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
4.1	Approve Remuneration Report (Non-Binding)	For	Against		
	Blended Rationale: A vote AGAINST the remuneration report is adjustments to the remuneration system, which might potential disclosure makes it difficult to assess the rigor of the underlying	lly lead to excessive pay practices The company's leve	-		
4.2	Approve Remuneration of Directors in the Amount of CHF 3.3 Million	For	For		
4.3	Approve Remuneration of Executive Committee in the Amount of CHF 38.4 Million	For	For		
5.1	Reelect Michael Ball as Director and Board Chairman	For	For		
5.2	Reelect Lynn Bleil as Director	For	For		
5.3	Reelect Arthur Cummings as Director	For	For		
5.4	Reelect David Endicott as Director	For	For		
5.5	Reelect Thomas Glanzmann as Director	For	For		
5.6	Reelect Keith Grossman as Director	For	Against		
	Blended Rationale: A vote AGAINST the reelection of Keith Gros number of mandates at listed companies.	ssman to the board is warranted because he holds an e	xcessive		
5.7	Reelect Scott Maw as Director	For	For		
5.8	Reelect Karen May as Director	For	For		
5.9	Reelect Ines Poeschel as Director	For	For		
5.10	Reelect Dieter Spaelti as Director	For	For		
6.1	Reappoint Thomas Glanzmann as Member of the Compensation Committee	For	For		
6.2	Reappoint Keith Grossman as Member of the Compensation Committee	For	Against		
	Blended Rationale: A vote AGAINST Keith Grossman is further warranted as his election to the board does not warrant support.				
6.3	Reappoint Karen May as Member of the Compensation Committee	For	For		
6.4	Reappoint Ines Poeschel as Member of the Compensation Committee	For	For		
7	Designate Hartmann Dreyer Attorneys-at-Law as Independent Proxy	For	For		
8	Ratify PricewaterhouseCoopers SA as Auditors	For	For		
9	Transact Other Business (Voting)	For	Against		

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

Date range covered: 04/01/2021 to 04/30/2021

#### Alcon Inc.

Meeting Date: 04/28/2021

Country: Switzerland

Meeting Type: Annual

Ticker: ALC

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Share Re-registration Consent	For	Do Not Vote

## **American Campus Communities, Inc.**

Meeting Date: 04/28/2021

Country: USA

Meeting Type: Annual

Ticker: ACC

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director William C. Bayless, Jr.	For	For
1b	Elect Director Herman E. Bulls	For	For
1c	Elect Director G. Steven Dawson	For	For
1d	Elect Director Cydney C. Donnell	For	For
1e	Elect Director Mary C. Egan	For	For
1f	Elect Director Alison M. Hill	For	For
1g	Elect Director Craig A. Leupold	For	For
1h	Elect Director Oliver Luck	For	For
1i	Elect Director C. Patrick Oles, Jr.	For	For
1j	Elect Director John T. Rippel	For	For
2	Ratify Ernst & Young LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

## **Ameriprise Financial, Inc.**

Meeting Date: 04/28/2021

Country: USA

Meeting Type: Annual

Ticker: AMP

Date range covered: 04/01/2021 to 04/30/2021

## **Ameriprise Financial, Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director James M. Cracchiolo	For	For
1b	Elect Director Dianne Neal Blixt	For	For
1c	Elect Director Amy DiGeso	For	For
1d	Elect Director Lon R. Greenberg	For	For
1e	Elect Director Jeffrey Noddle	For	For
1f	Elect Director Robert F. Sharpe, Jr.	For	For
1g	Elect Director Brian T. Shea	For	For
1h	Elect Director W. Edward Walter, III	For	For
1i	Elect Director Christopher J. Williams	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	For	For

## **Anheuser-Busch InBev SA/NV**

and Statutory Reports (Non-Voting)

**Meeting Date:** 04/28/2021 **Co** 

Country: Belgium

Meeting Type: Annual/Special

Ticker: ABI

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Annual/Special Meeting		
	Special Meeting Agenda		
A1	Authorize Repurchase of Up to 20 Percent of Issued Share Capital	For	Against
	Blended Rationale: A vote AGAINST is warranted:- The proposauthorization would allow the company to repurchase 20 per excessive		
	Annual Meeting Agenda		
B2	Receive Directors' Reports (Non-Voting)		
В3	Receive Auditors' Reports (Non-Voting)		
B4	Receive Consolidated Financial Statements		

Date range covered: 04/01/2021 to 04/30/2021

# **Anheuser-Busch InBev SA/NV**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
B5	Approve Financial Statements, Allocation of Income, and Dividends of EUR 0.50 per Share	For	For		
B6	Approve Discharge of Directors	For	For		
В7	Approve Discharge of Auditors	For	For		
B8a	Reelect Martin J. Barrington as Director	For	Against		
	Blended Rationale: A vote AGAINST non-independent director is warranted	since the board is less than 1/3 independent.			
B8b	Reelect William F. Gifford, Jr. as Director	For	Against		
	Blended Rationale: A vote AGAINST non-independent director is warranted	since the board is less than 1/3 independent.			
B8c	Reelect Alejandro Santo Domingo Davila as Director	For	Against		
	Blended Rationale: A vote AGAINST non-independent director is warranted	since the board is less than 1/3 independent.			
В9	Approve Remuneration policy	For	Against		
	Blended Rationale: A vote AGAINST is warranted as the majority of the LTI disclosure thereof and;- The LTI plans do not have a clearly defined maxim remuneration policy can lead to pay for failure and an excessive pay packa, multitude of LTI plans increase the overall complexity of the remuneration company's remuneration policy.	num award limit contrary to best practice- The ge compared to that of peer group median The			
B10	Approve Remuneration Report	For	Against		
	Blended Rationale: A vote AGAINST is warranted- Due to a lack of disclosure of the performance metrics and the subsequent targets and level of achievement, especially as part of the various LTI plans;- Exceptional stock option and RSU grants to executives without a compelling rationale ('retention') whereas the pay package should already aim to attract, reward and retain executives;- in 2020 the non-executive directors real pay is substantially higher than that of peers. However, we also recognize executives took a 20 percent cut in fixed pay and no 2020 bonus as a result of Covid19 impact.				
B11	Approve Change-of-Control Clause Re: Revolving Credit and Swingline Facilities Agreement	For	For		
C12	Authorize Implementation of Approved Resolutions and Filing of Required Documents/Formalities at Trade Registry	For	For		

#### **APG SGA SA**

Meeting Date: 04/28/2021 Country: Switzerland

Meeting Type: Annual Ticker: APGN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Receive Auditor's Report		
2.1	Accept Annual Report	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **APG SGA SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction			
2.2	Accept Consolidated Financial Statements and Statutory Reports	For	For			
3	Approve Allocation of Income and Omission of Dividends	For	For			
4	Approve Discharge of Board and Senior Management	For	For			
5.1	Reelect Daniel Hofer as Director	For	For			
	Blended Rationale: Rationale: "We consider Daniele Hofer as independent and ar	e supporting his re-election."				
5.2	Reelect Xavier Le Clef as Director	For	For			
	Blended Rationale: Rationale: "Xavier LeClef represents shareholder Pargesa but board and are supporting his re-election."	we are comfortable with his presence on the				
5.3	Reelect Maya Bundt as Director	For	For			
	Blended Rationale: Rationale: "We consider Maya Bundt as independent and are	supporting her re-election."				
5.4	Reelect Jolanda Grob as Director	For	For			
	Blended Rationale: Rationale: "We consider Jolanda Grob as independent and are supporting her re-election."					
5.5	Reelect Stephane Prigent as Director	For	For			
	Blended Rationale: Rationale: "Stephane Prigent represents shareholder JCDecauthe board and are supporting his re-election."	x but we are comfortable with his presence on				
5.6	Reelect Markus Scheidegger as Director	For	For			
	Blended Rationale: Rationale: "We consider Markus Scheidegger as independent	and are supporting his re-election."				
6	Reelect Daniel Hofer as Board Chairman	For	For			
	Blended Rationale: Rationale: "We consider Daniele Hofer as independent and ar	e supporting his re-election."				
7.1	Reappoint Markus Scheidegger as Member of the Compensation Committee	For	For			
	Blended Rationale: Rationale: "We consider Markus Scheidegger as independent	and are supporting his re-election."				
7.2	Reappoint Jolanda Grob as Member of the Compensation Committee	For	For			
	Blended Rationale: Rationale: "We consider Jolanda Grob as independent and are	e supporting her re-election."				
8	Approve Remuneration of Directors in the Amount of CHF 818,000	For	For			
9	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 2.2 Million	For	For			
10	Approve Variable Remuneration of Executive Committee in the Amount of CHF 686,000	For	For			
	Blended Rationale: Rationale: "We are supporting this item as the proposed company's history and achievements and lower than peers."	pensation is not excessive, consistent with	_			
11	Ratify PricewaterhouseCoopers AG as Auditors	For	For			

Date range covered: 04/01/2021 to 04/30/2021

#### **APG SGA SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
12	Designate Les Notaires a Carouge as Independent Proxy	For	For
13	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

### **Assa Abloy AB**

Meeting Date: 04/28/2021

Country: Sweden

Meeting Type: Annual

Ticker: ASSA.B

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Elect Chairman of Meeting	For	For
2a	Designate Johan Hjertonsson as Inspector of Minutes of Meeting	For	For
2b	Designate Liselott Ledin as Inspector of Minutes of Meeting	For	For
3	Prepare and Approve List of Shareholders	For	For
4	Approve Agenda of Meeting	For	For
5	Acknowledge Proper Convening of Meeting	For	For
6a	Receive Financial Statements and Statutory Reports		
6b	Receive Auditor's Report on Application of Guidelines for Remuneration for Executive Management		
7a	Accept Financial Statements and Statutory Reports	For	For
7b	Approve Allocation of Income and Dividends of SEK 3.90 Per Share	For	For
7c.1	Approve Discharge of Board Chairman Lars Renstrom	For	For
7c.2	Approve Discharge of Carl Douglas	For	For
7c.3	Approve Discharge of Eva Karlsson	For	For
7c.4	Approve Discharge of Birgitta Klasen	For	For
7c.5	Approve Discharge of Lena Olving	For	For
7c.6	Approve Discharge of Sofia Schorling Hogberg	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Assa Abloy AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7c.7	Approve Discharge of Jan Svensson	For	For
7c.8	Approve Discharge of Joakim Weidemanis	For	For
7c.9	Approve Discharge of Employee Representative Rune Hjalm	For	For
7c.10	Approve Discharge of Employee Representative Mats Persson	For	For
7c.11	Approve Discharge of Employee Representative Bjarne Johansson	For	For
7c.12	Approve Discharge of Employee Representative Nadja Wikstrom	For	For
7c.13	Approve Discharge of President Nico Delvaux	For	For
8	Determine Number of Members (8) and Deputy Members (0) of Board	For	For
9a	Approve Remuneration of Directors in the Amount of SEK 2.7 million for Chairman, SEK 1 Million for Vice Chairman and SEK 800,000 for Other Directors; Approve Remuneration for Committee Work	For	For
9b	Approve Remuneration of Auditors	For	For
10	Reelect Lars Renstrom (Chairman), Carl Douglas (Vice Chair), Eva Karlsson, , Lena Olving, Sofia Schorling Hogberg and Joakim Weidemanis as Directors; Elect Johan Hjertonsson and Susanne Pahlen Aklundh as New Directors	For	Against
	Blended Rationale: A vote AGAINST this proposal is warranted due t One of the proposed directors is considered overboarded as per Sus	ard members;-	
11	Ratify Ernst & Young as Auditors	For	For
12	Approve Remuneration Report	For	For
13	Authorize Class B Share Repurchase Program and Reissuance of Repurchased Shares	For	For
14	Approve Performance Share Matching Plan LTI 2021	For	Against

Blended Rationale: A vote AGAINST this item is warranted as the proposed annual performance period falls below three years and the performance targets of the plan have not been disclosed.

## **Atlantia SpA**

Meeting Date: 04/28/2021 Country: Italy

Meeting Type: Annual/Special Ticker: ATL

Date range covered: 04/01/2021 to 04/30/2021

# **Atlantia SpA**

roposal umber	Proposal Text	Mgmt Rec	Vote Instruct	
	Ordinary Business			
	Management Proposals			
1a	Accept Financial Statements and Statutory Reports	For	For	
1b	Approve Allocation of Income	For	For	
	Appoint Internal Statutory Auditors (Slate Election) - Choose One of the Following Slates			
2a.1	Slate 1 Submitted by Sintonia SpA	None	For	
	Blended Rationale: This item warrants a vote FOR because:- S. under both slates possess the professional experience to fulfill ensure that the chairperson of the statutory auditors' board is Supporting this slate would ensure a more orderly election of t primary auditors who will be elected. However, institutional inw make sure that they support Slate 2 in order to prevent possib	appointed from the slate proposed by institutional investors the board of statutory auditors and avoid uncertainty on the estors who have contributed to present Slate 2 may want to		
2a.2	Slate 2 Submitted by Institutional Investors (Assogestioni)	None	Against	
	both slates possess the professional experience to fulfill their rethe chairperson of the statutory auditors' board is appointed fr	olders can support only one slate All proposed candidates under tole of statutory auditors Supporting Slate 1 would ensure that tom the slate proposed by institutional investors Supporting tatutory auditors and avoid uncertainty on the primary auditors		
2b	Approve Internal Auditors' Remuneration	For	For	
	Shareholder Proposal Submitted by Sintonia SpA			
3.1	Elect Nicola Verdicchio as Director	None	Against	
	Blended Rationale: This item warrants a vote AGAINST becaus The other candidate has agreed to abide by the chart of corpo			
	Shareholder Proposal Submitted by Institutional Investors (Assogestioni)			
3.2	Elect Andrea Brentan as Director	None	For	
	Blended Rationale: This item warrants a vote FOR because:- Shareholders can support only one of the two candidates This candidate has agreed to abide by the chart of corporate governance principles adopted by Assogestioni.			
	Management Proposals			
ŀ	Approve Stock Grant Plan 2021-2023	For	For	
ia .	Approve Remuneration Policy	For	For	
b	Approve Second Section of the Remuneration	For	Against	

Guenzi and to the lack of clear ex-post information on severance payments made in 2020.

Date range covered: 04/01/2021 to 04/30/2021

## **Atlantia SpA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
Α	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	None	Against
	Blended Rationale: This item warrants a vote AGAINST due to the lack of disclosure	re regarding the proposed deliberation.	
	Extraordinary Business		
1a	Amend Company Bylaws Re: Article 8	For	For
1b	Amend Company Bylaws Re: Article 20	For	For
1c	Amend Company Bylaws Re: Article 23	For	For
1d	Amend Company Bylaws Re: Articles 26 and 28	For	For

## **Bachem Holding AG**

Meeting Date: 04/28/2021

Country: Switzerland

Meeting Type: Annual

Ticker: BANB

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruc
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Discharge of Board and Senior Management	For	For
3	Approve Allocation of Income and Dividends of CHF 3.25 per Share	For	For
4.1	Approve Remuneration of Directors in the Amount of CHF 750,000	For	For
4.2	Approve Remuneration of Executive Committee in the Amount of CHF 2.5 Million	For	For
5.1	Reelect Kuno Sommer as Director and Board Chairman	For	Against
	Blended Rationale: A vote AGAINST non-independent director	is warranted since the board is less than 1/3 independent.	
5.2	Reelect Nicole Hoetzer as Director	For	Against
	Blended Rationale: A vote AGAINST non-independent director	is warranted since the board is less than 1/3 independent.	
5.3	Reelect Helma Wennemers as Director	For	Against
	Blended Rationale: A vote AGAINST non-independent director	is warranted since the board is less than 1/3 independent.	
5.4	Reelect Steffen Lang as Director	For	Against

Date range covered: 04/01/2021 to 04/30/2021

## **Bachem Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
5.5	Elect Alex Faessler as Director	For	Against		
	Blended Rationale: A vote AGAINST non-independent director is	s warranted since the board is less than 1/3 independe	nt.		
6.1	Reappoint Kuno Sommer as Member of the Compensation Committee	For	Against		
	Blended Rationale: Votes AGAINST the proposed nominees: Ku warranted because their elections to the board do not warrant		re		
6.2	Appoint Nicole Hoetzer as Member of the Compensation Committee	For	Against		
	Blended Rationale: Votes AGAINST the proposed nominees: Kuno Sommer, Nicole Grogg Hoetzer, and Alex Faessler are warranted because their elections to the board do not warrant support.				
6.3	Appoint Alex Faessler as Member of the Compensation Committee	For	Against		
	Blended Rationale: Votes AGAINST the proposed nominees: Kuno Sommer, Nicole Grogg Hoetzer, and Alex Faessler are warranted because their elections to the board do not warrant support.				
7	Ratify MAZARS SA as Auditors	For	For		
8	Designate Paul Wiesli as Independent Proxy	For	For		
	Transact Other Business (Voting)	For	Against		

### **Ball Corporation**

Meeting Date: 04/28/2021 Country: USA

Meeting Type: Annual

Ticker: BLL

roposal umber	Proposal Text	Mgmt Rec	Vote Instructi
1.1	Elect Director John A. Bryant	For	Withhold
t r	he amendment to Indiana Business law that resulted in nominating/corporate governance committee member Jo	rector nominees Bryant, Cave and Mariani for their failure to opt-out of a perpetually-classified board.WITHHOLD votes from whn Bryant for a material governance failure. The company's governing on pany bylaws.A vote FOR new director nominee Daniel Fisher is	
.2	Elect Director Michael J. Cave	For	Withhold

the amendment to Indiana Business law that resulted in a perpetually-classified board.WITHHOLD votes from nominating/corporate governance committee member John Bryant for a material governance failure. The company's governing documents prohibit shareholders from amending the company bylaws. A vote FOR new director nominee Daniel Fisher is warranted.

Date range covered: 04/01/2021 to 04/30/2021

## **Ball Corporation**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.3	Elect Director Daniel W. Fisher	For	For
1.4	Elect Director Pedro Henrique Mariani	For	Withhold
	Blended Rationale: WITHHOLD votes from incumbent director nominees Bryant, the amendment to Indiana Business law that resulted in a perpetually-classified nominating/corporate governance committee member John Bryant for a material documents prohibit shareholders from amending the company bylaws. A vote FC warranted.	board.WITHHOLD votes from al governance failure. The company's governing	
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

### **Banco do Brasil SA**

Meeting Date: 04/28/2021

Country: Brazil

Meeting Type: Special

Ticker: BBAS3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Share Matching Plan	For	Against
	Blended Rationale: A vote AGAINST this request is warranted because the propositive interests of its beneficiaries and those of the shareholders.	sed plan does not appear to adequately align	
2	Amend Articles	For	For
3	Amend Article 21	For	For
4	Amend Articles 26 and 30	For	For
5	Amend Article 29	For	For
6	Amend Article 34	For	For
7	Amend Article 36	For	For
8	Amend Article 39	For	For
9	Amend Article 41	For	For

#### **Banco do Brasil SA**

Meeting Date: 04/28/2021

Country: Brazil

Meeting Type: Annual

Ticker: BBAS3

Date range covered: 04/01/2021 to 04/30/2021

### **Banco do Brasil SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructio
	Shareholders Must Vote For Only Eight of the Candidates Under Items 1.1-1.10		
1.1	Elect Aramis Sa de Andrade as Director	For	Against
	were presented in individual agenda items, allowing sharehold independence level falls short of the expectations of institution	ny minority shareholders. The company has disclosed 10 preholders to compete for the two available seats. The nominees lers to vote on each candidate separately. The board overall	
1.2	Elect Debora Cristina Fonseca as Director (Employee Representative)	For	Against
	Blended Rationale: As such, a vote AGAINST management nor warranted given the proposed board's lack of independence at		
1.3	Elect Fausto de Andrade Ribeiro as Director	For	Against
	Blended Rationale: As such, a vote AGAINST management nor warranted given the proposed board's lack of independence as		
1.4	Elect Ieda Aparecida de Moura Cagni as Director	For	Against
	Blended Rationale: As such, a vote AGAINST management norwarranted given the proposed board's lack of independence at	n-independent director nominee Ieda Aparecida de Moura Cagni is nd governance concerns involving the controlling shareholder.	
1.5	Elect Waldery Rodrigues Junior as Director	For	Against
	Blended Rationale: As such, a vote AGAINST management nor warranted given the proposed board's lack of independence as		
1.6	Elect Walter Eustaquio Ribeiro as Director	For	Against
	Blended Rationale: As such, a vote AGAINST management nor warranted given the proposed board's lack of independence as		
1.7	Elect Fernando Florencio Campos as Director as Minority Representative Under Majority Board Election	None	Abstain
	Blended Rationale: As minority shareholders can only elect two for the nominee Fernando Florencio Campos.	o board members, ABSTAIN vote recommendations is warranted	
1.8	Elect Paulo Roberto Evangelista de Lima as Director as Minority Representative Under Majority Board Election	None	For
1.9	Elect Rachel de Oliveira Maia as Director as Minority Representative Under Majority Board Election	None	For
1.10	Elect Robert Jueneman as Director as Minority Representative Under Majority Board Election	None	Abstain

Date range covered: 04/01/2021 to 04/30/2021

cumulative voting request presented by shareholders.

### **Banco do Brasil SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
2	In Case Cumulative Voting Is Adopted, Do You Wish to Equally Distribute Your Votes Amongst the Nominees below?	None	Abstain
	directors under the terms of Article 141 of the Brazilia issued by the Brazilian Securities Regulator (CVM), an	rs with the option to request cumulative voting for the election of n Corporate Law, in accordance with the rules of the remote voting card d mandatory for all publicly-traded Brazilian companies.ABSTAIN vote cly-available information, disclosed in a timely manner, regarding a	
	IF CUMULATIVE VOTE IS ADOPTED - If Voting FOR Item 2: Votes Are Distributed in Equal % Amongst Nominees Voted FOR. An AGAINST Vote Is Required If Supporting Candidate(s) Under Cumulative and Not Supporting Any Director(s)/Slate Under Majority Voting		
3.1	Percentage of Votes to Be Assigned - Elect Aramis Sa de Andrade as Director	None	Abstain
	directors under the terms of Article 141 of the Brazilia issued by the Brazilian Securities Regulator (CVM), an	rs with the option to request cumulative voting for the election of n Corporate Law, in accordance with the rules of the remote voting card d mandatory for all publicly-traded Brazilian companies.ABSTAIN vote cly-available information, disclosed in a timely manner, regarding a	
3.2	Percentage of Votes to Be Assigned - Elect Debora Cristina Fonseca as Director (Employee Representative)	None	Abstain
	directors under the terms of Article 141 of the Brazilia issued by the Brazilian Securities Regulator (CVM), an	rs with the option to request cumulative voting for the election of n Corporate Law, in accordance with the rules of the remote voting card d mandatory for all publicly-traded Brazilian companies.ABSTAIN vote cly-available information, disclosed in a timely manner, regarding a	
3.3	Percentage of Votes to Be Assigned - Elect Fausto de Andrade Ribeiro as Director	None	Abstain
	directors under the terms of Article 141 of the Brazilia issued by the Brazilian Securities Regulator (CVM), an	rs with the option to request cumulative voting for the election of n Corporate Law, in accordance with the rules of the remote voting card d mandatory for all publicly-traded Brazilian companies.ABSTAIN vote cly-available information, disclosed in a timely manner, regarding a	
3.4	Percentage of Votes to Be Assigned - Elect Ieda Aparecida de Moura Cagni as Director	None	Abstain
	directors under the terms of Article 141 of the Brazilia issued by the Brazilian Securities Regulator (CVM), an	rs with the option to request cumulative voting for the election of n Corporate Law, in accordance with the rules of the remote voting card d mandatory for all publicly-traded Brazilian companies.ABSTAIN vote cly-available information, disclosed in a timely manner, regarding a	
3.5	Percentage of Votes to Be Assigned - Elect Waldery Rodrigues Junior as Director	None	Abstain
	directors under the terms of Article 141 of the Brazilia issued by the Brazilian Securities Regulator (CVM), an	rs with the option to request cumulative voting for the election of n Corporate Law, in accordance with the rules of the remote voting card d mandatory for all publicly-traded Brazilian companies.ABSTAIN vote cly-available information, disclosed in a timely manner, regarding a	

Date range covered: 04/01/2021 to 04/30/2021

### **Banco do Brasil SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3.6	Percentage of Votes to Be Assigned - Elect Walter Eustaquio Ribeiro as Director	None	Abstain
	Blended Rationale: The company presents shareholders with the op- directors under the terms of Article 141 of the Brazilian Corporate La issued by the Brazilian Securities Regulator (CVM), and mandatory frecommendation is warranted in the absence of publicly-available in cumulative voting request presented by shareholders.	aw, in accordance with the rules of the remote voting card for all publicly-traded Brazilian companies.ABSTAIN vote	
3.7	Percentage of Votes to Be Assigned - Elect Fernando Florencio Campos as Director Appointed by Minority Shareholder	None	Abstain
	Blended Rationale: The company presents shareholders with the op- directors under the terms of Article 141 of the Brazilian Corporate La- issued by the Brazilian Securities Regulator (CVM), and mandatory fr recommendation is warranted in the absence of publicly-available in cumulative voting request presented by shareholders.	aw, in accordance with the rules of the remote voting card for all publicly-traded Brazilian companies.ABSTAIN vote	
3.8	Percentage of Votes to Be Assigned - Elect Paulo Roberto Evangelista de Lima as Independent Director Appointed by Minority Shareholder	None	Abstain
	Blended Rationale: The company presents shareholders with the op- directors under the terms of Article 141 of the Brazilian Corporate La- issued by the Brazilian Securities Regulator (CVM), and mandatory frecommendation is warranted in the absence of publicly-available in cumulative voting request presented by shareholders.	aw, in accordance with the rules of the remote voting card for all publicly-traded Brazilian companies.ABSTAIN vote	
3.9	Percentage of Votes to Be Assigned - Elect Rachel de Oliveira Maia as Director Appointed by Minority Shareholder	None	Abstain
	Blended Rationale: The company presents shareholders with the op- directors under the terms of Article 141 of the Brazilian Corporate La issued by the Brazilian Securities Regulator (CVM), and mandatory frecommendation is warranted in the absence of publicly-available in cumulative voting request presented by shareholders.	aw, in accordance with the rules of the remote voting card for all publicly-traded Brazilian companies.ABSTAIN vote	
3.10	Percentage of Votes to Be Assigned - Elect Robert Jueneman as Director as Minority Representative Under Majority Board Election	None	Abstain
	Blended Rationale: The company presents shareholders with the op- directors under the terms of Article 141 of the Brazilian Corporate La issued by the Brazilian Securities Regulator (CVM), and mandatory frecommendation is warranted in the absence of publicly-available in cumulative voting request presented by shareholders.	aw, in accordance with the rules of the remote voting card for all publicly-traded Brazilian companies.ABSTAIN vote	
4.1	Elect Lucas Pereira do Couto Ferraz as Fiscal Council Member	For	For
4.2	Elect Rafael Cavalcanti de Araujo as Fiscal Council Member and Lena Oliveira de Carvalho as Alternate	For	For
4.3	Elect Samuel Yoshiaki Oliveira Kinoshita as Fiscal Council Member	For	For
4.4	Elect Aloisio Macario Ferreira de Souza as Fiscal Council Member and Tiago Brasil Rocha as Alternate as Minority Representative Under Majority Fiscal Council Election	None	For

Date range covered: 04/01/2021 to 04/30/2021

### **Banco do Brasil SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4.5	Elect Carlos Alberto Rechelo Neto as Fiscal Council Member and Sueli Berselli Marinho as Alternate as Minority Representative Under Majority Fiscal Council Election	None	For
5	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For
6	Approve Allocation of Income and Dividends	For	For
7	Approve Remuneration of Company's Management	For	For
8	Approve Remuneration of Fiscal Council Members	For	For
9	Approve Remuneration of Audit Committee Members	For	For
10	Do You Wish to Adopt Cumulative Voting for the Election of the Members of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	None	Abstain
	Blended Rationale: The company presents shareholders with the option to requestifications under the terms of Article 141 of the Brazilian Corporate Law, in accordance issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly recommendation is warranted in the absence of publicly-available information, discumulative voting request presented by shareholders.	ance with the rules of the remote voting card -traded Brazilian companies.ABSTAIN vote	
11	As an Ordinary Shareholder, Would You like to Request a Separate Minority Election of a Member of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	None	For

# **BIM Birlesik Magazalar AS**

Meeting Date: 04/28/2021 Country: Turkey

Meeting Type: Annual

Ticker: BIMAS

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda		
1	Open Meeting, Elect Presiding Council of Meeting and Authorize Presiding Council to Sign Minutes of Meeting	For	For
2	Accept Board Report	For	For
3	Accept Audit Report	For	For
4	Accept Financial Statements	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **BIM Birlesik Magazalar AS**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5	Approve Discharge of Board	For	For
6	Approve Allocation of Income	For	For
7	Elect Directors and Approve Their Remuneration	For	Against
	Blended Rationale: A vote AGAINST this proposal is warranted due to lack of gene		
8	Grant Permission for Board Members to Engage in Commercial Transactions with Company and Be Involved with Companies with Similar Corporate Purpose and Receive Information in Accordance to Article 1.3.6 of Corporate Governance Principles	For	For
9	Receive Information on Donations Made in 2020		
10	Receive Information on Guarantees, Pledges and Mortgages Provided to Third Parties		
11	Ratify External Auditors	For	For
12	Wishes		

## **BorgWarner Inc.**

Meeting Date: 04/28/2021

Country: USA

Meeting Type: Annual

Ticker: BWA

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1A	Elect Director Nelda J. Connors	For	For
1B	Elect Director Dennis C. Cuneo	For	For
1C	Elect Director David S. Haffner	For	For
1D	Elect Director Michael S. Hanley	For	For
1E	Elect Director Frederic B. Lissalde	For	For
1F	Elect Director Paul A. Mascarenas	For	For
1G	Elect Director Shaun E. McAlmont	For	For
1H	Elect Director Deborah D. McWhinney	For	For
1I	Elect Director Alexis P. Michas	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **BorgWarner Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3	Ratify PricewaterhouseCoopers LLP as Auditors	For	For
4	Reduce Ownership Threshold for Shareholders to Request Action by Written Consent	Against	For

Blended Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.

# **British American Tobacco plc**

Meeting Date: 04/28/2021

Country: United Kingdom

Meeting Type: Annual

Ticker: BATS

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Remuneration Report	For	Against
	Blended Rationale: A vote AGAINST the remuneration report increased by a total of 7% in FY2020, having received an upl and a further 4% increase in October 2020 following the exp. to continued development and sustained performance in the workforce in April 2022 CEO Jack Bowles' salary has been ir workforce, it follows a 9.5% increase last year and a significa AGM. Moreover, his total non-cash benefits for FY2020 were UK market absent a one-off exceptional event (e.g. relocation	ift of 3% in April 2020 in line with the Company's UK workford ansion of his role to Finance and Transformation Director. Sultingly, which is above the UK and the may receive a further increase of 3% above the UK and accessed by 3%. Although this is said to be aligned with the ant protest vote against executive pay by shareholders at the avalued at GBP 592,000, which stands out as unusually high in	ce bject 2020
3	Reappoint KPMG LLP as Auditors	For	For
4	Authorise the Audit Committee to Fix Remuneration of Auditors	For	For
5	Re-elect Luc Jobin as Director	For	For
5	Re-elect Jack Bowles as Director	For	For
7	Re-elect Tadeu Marroco as Director	For	For
8	Re-elect Sue Farr as Director	For	For
9	Re-elect Jeremy Fowden as Director	For	Abstain
	Blended Rationale: An ABSTAIN vote on this item is warrante	d:- This proposal has been withdrawn by the Company.	
10	Re-elect Dr Marion Helmes as Director	For	For
11	Re-elect Holly Keller Koeppel as Director	For	For
12	Re-elect Savio Kwan as Director	For	For
13	Re-elect Dimitri Panayotopoulos as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **British American Tobacco plc**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
14	Elect Karen Guerra as Director	For	For
15	Elect Darrell Thomas as Director	For	For
16	Authorise Issue of Equity	For	For
17	Authorise Issue of Equity without Pre-emptive Rights	For	For
18	Authorise Market Purchase of Ordinary Shares	For	For
19	Authorise UK Political Donations and Expenditure	For	For
20	Authorise the Company to Call General Meeting with Two Weeks' Notice	For	For

# **China Longyuan Power Group Corporation Limited**

Meeting Date: 04/28/2021

Country: China

Meeting Type: Special

Ticker: 916

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Elect Tian Shaolin as Director	For	For
2	Elect Shao Junjie as Supervisor	For	For

## **Cigna Corporation**

Meeting Date: 04/28/2021

Country: USA

Meeting Type: Annual

Ticker: CI

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director David M. Cordani	For	For
1b	Elect Director William J. DeLaney	For	For
1c	Elect Director Eric J. Foss	For	For
1d	Elect Director Elder Granger	For	For
1e	Elect Director Isaiah Harris, Jr.	For	For
1f	Elect Director George Kurian	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Cigna Corporation**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1g	Elect Director Kathleen M. Mazzarella	For	For
1h	Elect Director Mark B. McClellan	For	For
1i	Elect Director John M. Partridge	For	For
1j	Elect Director Kimberly A. Ross	For	For
1k	Elect Director Eric C. Wiseman	For	For
11	Elect Director Donna F. Zarcone	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Amend Omnibus Stock Plan	For	For
4	Ratify PricewaterhouseCoopers LLP as Auditors	For	For
5	Provide Right to Act by Written Consent	Against	For
	Blended Rationale: A vote FOR this proposal is warranted given that the ability to shareholder rights.	o act by written consent would enhance	
6	Report on Gender Pay Gap	Against	For
	Blended Rationale: A vote FOR this proposal is warranted, as shareholders would them to better measure the progress of the company's diversity and inclusion init		
7	Disclose Board Matrix Including Ideological Perspectives	Against	Against

### **Cleveland-Cliffs Inc.**

Meeting Date: 04/28/2021

Country: USA

Meeting Type: Annual

Ticker: CLF

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
1.1	Elect Director Lourenco Goncalves	For	For
1.2	Elect Director Douglas C. Taylor	For	For
1.3	Elect Director John T. Baldwin	For	For
1.4	Elect Director Robert P. Fisher, Jr.	For	For
1.5	Elect Director William K. Gerber	For	For
1.6	Elect Director Susan M. Green	For	For
1.7	Elect Director M. Ann Harlan	For	For
1.8	Elect Director Ralph S. Michael, III	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **Cleveland-Cliffs Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.9	Elect Director Janet L. Miller	For	For
1.10	Elect Director Eric M. Rychel	For	For
1.11	Elect Director Gabriel Stoliar	For	For
1.12	Elect Director Arlene M. Yocum	For	For
2	Increase Authorized Common Stock	For	For
3	Amend Non-Employee Director Restricted Stock Plan	For	For
4	Approve Omnibus Stock Plan	For	For
5	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against

Blended Rationale: A vote AGAINST this proposal is warranted. While the committee demonstrated sufficient responsiveness to last year's failed say-on-pay vote and the incentive plans were mostly performance-conditioned, additional concerns remain regarding goal rigor and the magnitude of the CEO's total compensation, which was more than triple the median of CEOs in the company-selected peer group. Targets for objective metrics were set at the same levels as the previous three years, while pay opportunities were not adjusted and remained sizable. As with previous years, the committee approved maximum achievements for the qualitative portion of the annual incentive, which resulted in payouts at target despite the EBITDA metric not achieving threshold. This concern is magnified as NEOs were awarded relatively large one-time discretionary bonuses for achievements already considered in the qualitative assessment. Moreover, the long-term incentive targets merely median TSR performance, and payouts are not capped in the event absolute TSR is negative over the performance period.

Ratify Deloitte & Touche LLP as Auditors

or

For

#### CoreLogic, Inc.

Meeting Date: 04/28/2021

Country: USA

Meeting Type: Special

Ticker: CLGX

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

### Cullen/Frost Bankers, Inc.

Meeting Date: 04/28/2021

Country: USA

Meeting Type: Annual

Ticker: CFR

Date range covered: 04/01/2021 to 04/30/2021

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

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
1.1	Elect Director Carlos Alvarez	For	For	
1.2	Elect Director Chris M. Avery	For	For	
1.3	Elect Director Anthony R. (Tony) Chase	For	For	
1.4	Elect Director Cynthia J. Comparin	For	For	
1.5	Elect Director Samuel G. Dawson	For	For	
1.6	Elect Director Crawford H. Edwards	For	For	
1.7	Elect Director Patrick B. Frost	For	For	
1.8	Elect Director Phillip D. Green	For	For	
1.9	Elect Director David J. Haemisegger	For	For	
1.10	Elect Director Karen E. Jennings	For	For	
1.11	Elect Director Charles W. Matthews	For	Against	
	Blended Rationale: A vote AGAINST director nominee Charles Matthews is warranted for serving as a non-independent member of all three key board committees. A vote FOR the remaining director nominees is warranted.			
1.12	Elect Director Ida Clement Steen	For	For	
2	Ratify Ernst & Young LLP as Auditors	For	For	
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	

## **DraftKings Inc.**

Meeting Date: 04/28/2021

Country: USA

Meeting Type: Annual

Ticker: DKNG

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Jason D. Robins	For	Withhold
	Blended Rationale: WITHHOLD votes are warranted for J without a reasonable sunset provision.	ason Robins given the implementation of a dual-class capital	structure
1.2	Elect Director Harry Evans Sloan	For	Withhold
	Plandad Patianalas WITHHOLD votos are warranted for b	Jarry Sloan for serving on more than three nublic hoards while	2 can ing

Blended Rationale: WITHHOLD votes are warranted for Harry Sloan for serving on more than three public boards while serving as a CEO of an outside company.WITHHOLD vote is additionally warranted for Harry Sloan given the implementation of a dual-class capital structure without a reasonable sunset provision.

Date range covered: 04/01/2021 to 04/30/2021

## **DraftKings Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructio
1.3	Elect Director Matthew Kalish	For	Withhold
	Blended Rationale: WITHHOLD vote is warranted for Matthew Kalish given th without a reasonable sunset provision.	e implementation of dual-class capital structure	
1.4	Elect Director Paul Liberman	For	Withhold
	Blended Rationale: WITHHOLD vote is additionally warranted for Paul Liberma capital structure without a reasonable sunset provision.	on given the implementation of a dual-class	
1.5	Elect Director Woodrow H. Levin	For	Withhold
	Blended Rationale: WITHHOLD vote is warranted for Woodrow Levin for service committee. WITHHOLD vote is additionally warranted for Woodrow Levin given structure without a reasonable sunset provision.	- ,	
1.6	Elect Director Shalom Meckenzie	For	Withhold
	Blended Rationale: WITHHOLD vote is additionally warranted for Shalom Meck capital structure without a reasonable sunset provision.	kenzie given the implementation of a dual-class	
1.7	Elect Director Jocelyn Moore	For	For
1.8	Elect Director Ryan R. Moore	For	Withhold
	Blended Rationale: WITHHOLD vote is warranted for compensation committee say-on-pay proposal, due to unmitigated pay-for-performance concerns include vote is additionally warranted for Ryan Moore given the implementation of a discusset provision.	ling outsized equity grants to NEOs.WITHHOLD	
1.9	Elect Director Valerie Mosley	For	For
1.10	Elect Director Steven J. Murray	For	Withhold
	Blended Rationale: WITHHOLD vote is additionally warranted for Steven Murra capital structure without a reasonable sunset provision.	ay given the implementation of a dual-class	
1.11	Elect Director Hany M. Nada	For	Withhold
	Blended Rationale: WITHHOLD vote is additionally warranted for Hany Nada g structure without a reasonable sunset provision.WITHHOLD vote is warranted in the absence of a say-on-pay proposal, due to unmitigated pay-for-performa NEOs.	for compensation committee member Hany Nada	
1.12	Elect Director John S. Salter	For	Withhold
	Blended Rationale: WITHHOLD vote is additionally warranted for John Salter of structure without a reasonable sunset provision.	given the implementation of a dual-class capital	
1.13	Elect Director Marni M. Walden	For	Withhold
	Blended Rationale: WITHHOLD vote is additionally warranted for Marni Walderstructure without a reasonable sunset provision.	n given the implementation of a dual-class capital	
2	Ratify BDO USA, LLP as Auditors	For	For
3	Advisory Vote on Say on Pay Frequency	One Year	One Year
4	Other Business	For	Against
	Planded Patienalay A vieta ACAINCT this proposal is warranted, as proposals in	which are detrimental to chareholder value may	

Blended Rationale: A vote AGAINST this proposal is warranted, as proposals which are detrimental to shareholder value may arise without shareholders having the opportunity to make a fully informed vote on the issue.

Date range covered: 04/01/2021 to 04/30/2021

## **Duke Realty Corporation**

Meeting Date: 04/28/2021

Country: USA

Meeting Type: Annual

Ticker: DRE

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director John P. Case	For	For
1b	Elect Director James B. Connor	For	For
1c	Elect Director Tamara D. Fischer	For	For
1d	Elect Director Norman K. Jenkins	For	For
1e	Elect Director Kelly T. Killingsworth	For	For
1f	Elect Director Melanie R. Sabelhaus	For	For
1g	Elect Director Peter M. Scott, III	For	For
1h	Elect Director David P. Stockert	For	For
1i	Elect Director Chris T. Sultemeier	For	For
1j	Elect Director Michael E. Szymanczyk	For	For
1k	Elect Director Warren M. Thompson	For	For
11	Elect Director Lynn C. Thurber	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify KPMG LLP as Auditors	For	For

## **DuPont de Nemours, Inc.**

**Meeting Date:** 04/28/2021

Country: USA

Meeting Type: Annual

Ticker: DD

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Amy G. Brady	For	For
1b	Elect Director Edward D. Breen	For	For
1c	Elect Director Ruby R. Chandy	For	For
1d	Elect Director Franklin K. Clyburn, Jr.	For	For
1e	Elect Director Terrence R. Curtin	For	For
1f	Elect Director Alexander M. Cutler	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **DuPont de Nemours, Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1g	Elect Director Eleuthere I. du Pont	For	For
1h	Elect Director Luther C. Kissam	For	For
1i	Elect Director Frederick M. Lowery	For	For
1j	Elect Director Raymond J. Milchovich	For	For
1k	Elect Director Deanna M. Mulligan	For	For
11	Elect Director Steven M. Sterin	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	For	For
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	For	For
5	Provide Right to Act by Written Consent	Against	For
	Blended Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.		
6	Adopt Policy to Annually Disclose EEO-1 Data	Against	For
	Blended Rationale: A vote FOR this proposal is warranted, as additional diversity-related disclosure would allow shareholders to better assess the effectiveness of the company's diversity efforts and its management of related risks.		
7	Report on Plastic Pollution	Against	For

# **Eaton Corporation plc**

Meeting Date: 04/28/2021 Country: Ireland

Meeting Type: Annual

Ticker: ETN

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
1a	Elect Director Craig Arnold	For	For
1b	Elect Director Christopher M. Connor	For	For
1c	Elect Director Olivier Leonetti	For	For
1d	Elect Director Deborah L. McCoy	For	For
1e	Elect Director Silvio Napoli	For	For
1f	Elect Director Gregory R. Page	For	For
1g	Elect Director Sandra Pianalto	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Eaton Corporation plc**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1h	Elect Director Lori J. Ryerkerk	For	For
1i	Elect Director Gerald B. Smith	For	For
1j	Elect Director Dorothy C. Thompson	For	For
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
4	Authorize Issue of Equity with Pre-emptive Rights	For	For
5	Authorize Issue of Equity without Pre-emptive Rights	For	For
6	Authorize Share Repurchase of Issued Share Capital	For	For

## **Empresas Copec SA**

Meeting Date: 04/28/2021

Country: Chile

Meeting Type: Annual

Ticker: COPEC

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Dividends of USD 0.05 Per Share	For	For
3	Elect Directors	For	Against
	Blended Rationale: A vote AGAINST this item is warranted because The company has bundled the election of directors into a single proposals disenfranchise shareholders voting by proxy.		•
4	Approve Remuneration of Directors	For	For
5	Approve Remuneration and Budget of Directors' Committee; Present Report on Directors' Committee Activities	For	For
6	Appoint PwC as Auditors	For	For
7	Designate Fitch Chile Clasificadora de Riesgo Limitada and Feller Rate Clasificadora de Riesgo Limitada as Risk Assessment Companies	For	For
8	Receive Report Regarding Related-Party Transactions		

Date range covered: 04/01/2021 to 04/30/2021

## **Empresas Copec SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
9	Other Business		

Meeting Date: 04/28/2021

agenda item.

**Epiroc AB** 

Country: Sweden

Meeting Type: Annual

Blended Rationale: A vote AGAINST this request is warranted since it cannot be known what issues will be raised under this

Ticker: EPI.A

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
1	Elect Chairman of Meeting	For	For
2.a	Designate Petra Hedengran (Investor AB) as Inspector of Minutes of Meeting	For	For
2.b	Designate Mikael Wiberg (Alecta) as Inspector of Minutes of Meeting	For	For
3	Prepare and Approve List of Shareholders	For	For
4	Approve Agenda of Meeting	For	For
5	Acknowledge Proper Convening of Meeting	For	For
6	Receive Financial Statements and Statutory Reports		
7.a	Accept Financial Statements and Statutory Reports	For	For
7.b1	Approve Discharge of Lennart Evrell	For	For
7.b2	Approve Discharge of Johan Forssell	For	For
7.b3	Approve Discharge of Helena Hedblom (as Board Member)	For	For
7.b4	Approve Discharge of Jeane Hull	For	For
7.b5	Approve Discharge of Ronnie Leten	For	For
7.b6	Approve Discharge of Per Lindberg (as Board Member)	For	For
7.b7	Approve Discharge of Ulla Litzen	For	For
7.b8	Approve Discharge of Sigurd Mareels	For	For
7.b9	Approve Discharge of Astrid Skarheim Onsum	For	For
7.b10	Approve Discharge of Anders Ullberg	For	For
7.b11	Approve Discharge of Niclas Bergstrom	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Epiroc AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7.b12	Approve Discharge of Gustav El Rachidi	For	For
7.b13	Approve Discharge of Kristina Kanestad	For	For
7.b14	Approve Discharge of Bengt Lindgren	For	For
7.b15	Approve Discharge of Daniel Rundgren	For	For
7.b16	Approve Discharge of Helena Hedblom (as CEO)	For	For
7.b17	Approve Discharge of Per Lindberg (as CEO)	For	For
7.c	Approve Allocation of Income and Dividends of SEK 2.50 Per Share	For	For
7.d	Approve Remuneration Report	For	For
8.a	Determine Number of Members (9) and Deputy Members of Board	For	For
8.b	Determine Number of Auditors (1) and Deputy Auditors	For	For
9.a1	Reelect Lennart Evrell as Director	For	For
9.a2	Reelect Johan Forssell as Director	For	For
9.a3	Reelect Helena Hedblom as Director	For	For
9.a4	Reelect Jeane Hull as Director	For	For
9.a5	Reelect Ronnie Leten as Director	For	For
9.a6	Reelect Ulla Litzen as Director	For	For
9.a7	Reelect Sigurd Mareels as Director	For	For
9.a8	Reelect Astrid Skarheim Onsum as Director	For	For
9.a9	Reelect Anders Ullberg as Director	For	For
9.b	Reelect Ronnie Leten as Board Chairman	For	For
9.c	Ratify Deloitte as Auditors	For	For
10.a	Approve Remuneration of Directors in the Amount of SEK 2.13 Million for Chair and SEK 665,000 for Other Directors; Approve Partly Remuneration in Synthetic Shares; Approve Remuneration for Committee Work	For	For
10.b	Approve Remuneration of Auditors	For	For
11	Approve Stock Option Plan 2021 for Key Employees	For	For
12.a	Approve Equity Plan Financing Through Repurchase of Class A Shares	For	For
12.b	Approve Repurchase of Shares to Pay 50 Percent of Director's Remuneration in Synthetic Shares	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Epiroc AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
12.c	Approve Equity Plan Financing Through Transfer of Class A Shares to Participants	For	For
12.d	Approve Sale of Class A Shares to Finance Director Remuneration in Synthetic Shares	For	For
12.e	Approve Sale of Class A Shares to Finance Stock Option Plan 2016, 2017 and 2018	For	For
13	Approve 2:1 Stock Split; Approve SEK 250 Million Reduction in Share Capital via Share Cancellation; Approve Capitalization of Reserves of SEK 250 Million	For	For

## **Estacio Participacoes SA**

Meeting Date: 04/28/2021

Country: Brazil

Meeting Type: Annual

Ticker: YDUQ3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructio
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For
2	Accept Management Statements for Fiscal Year Ended Dec. 31, 2020	For	For
3	Approve Allocation of Income and Dividends	For	For
4	Install Fiscal Council	For	For
5	Fix Number of Fiscal Council Members at Three	For	For
6	Elect Fiscal Council Members	For	For
7	In Case One of the Nominees Leaves the Fiscal Council Slate Due to a Separate Minority Election, as Allowed Under Articles 161 and 240 of the Brazilian Corporate Law, May Your Votes Still Be Counted for the Proposed Slate?	None	Against
	Blended Rationale: A vote AGAINST this request is warranted be institutional investors from making an informed voting decision	· · · · · · · · · · · · · · · · · · ·	
8	As an Ordinary Shareholder, Would You Like to Request a Separate Election of a Member of the Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	None	Abstain

Blended Rationale: An ABSTAIN vote for this item is warranted because:- By the time this analysis was concluded, the company had not disclosed a fiscal council candidate nominated by ordinary minority shareholders; and- Lack of timely disclosure prevents international institutional shareholders voting by proxy from making informed decisions.

Date range covered: 04/01/2021 to 04/30/2021

## **Estacio Participacoes SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
9	Approve Remuneration of Company's Management and Fiscal Council	For	For
10	Do You Wish to Request Installation of a Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	None	For

## **Estacio Participacoes SA**

Meeting Date: 04/28/2021

Country: Brazil

Meeting Type: Special

Ticker: YDUQ3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Amend Articles 6 and 7	For	For
2	Amend Articles 8 and 12	For	For
3	Amend Articles 15, 16, and 18	For	For
4	Amend Articles 21 and 22	For	For
5	Amend Articles 26 and 27	For	For
6	Amend Article 38	For	For
7	Consolidate Bylaws	For	For

#### **Eurazeo SE**

Meeting Date: 04/28/2021

Country: France

Meeting Type: Annual/Special

Ticker: RF

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
	Ordinary Business			
1	Approve Financial Statements and Statutory Reports	For	For	
2	Approve Treatment of Losses and Dividends of EUR 1.50 per Share	For	For	
3	Approve Consolidated Financial Statements and Statutory Reports	For	For	

Date range covered: 04/01/2021 to 04/30/2021

Extraordinary Business

#### **Eurazeo SE**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4	Approve Auditors' Special Report on Related-Party Transactions	For	Against
	Blended Rationale: A vote AGAINST this proposal is warranted sin plans are in shareholders' best interest.	nce it is impossible to ascertain whether the co-investment	
5	Reelect Stephane Pallez as Supervisory Board Member	For	For
6	Approve Remuneration Policy of Members of Supervisory Board	For	For
7	Approve Remuneration Policy of Members of Management Board	For	Against
	Blended Rationale: A vote AGAINST the proposed remuneration punvested awards upon departure;- Two-third of the severance parallure;- It is impossible to ascertain whether the LTIP structure is compensatory effects that could create misalignments between relocation indemnity, while in practice it leads to significant payments.	nyments are guaranteed, raising the risk of payment in case of s sufficiently challenging;- Both STI and LTI have emuneration and performance; and- There is no cap on the	
8	Approve Compensation Report of Corporate Officers	For	For
9	Approve Compensation of Michel David-Weill, Chairman of the Supervisory Board	For	For
10	Approve Compensation of Virginie Morgon, Chairman of the Management Board	For	Against
	Blended Rationale: A vote AGAINST this remuneration report is w qualitative criteria lies below market standards, while their weigh to be reached for all the criteria attached to granted shares;- Moi there is no information on its price-setting process; and- The stoc its peer group.	ts are significant;- The Company does not specify the targets rgon benefits from a significant relocation indemnity, while	
11	Approve Compensation of Philippe Audouin, Member of Management Board	For	Against
	Blended Rationale: A vote AGAINST this remuneration report is we qualitative criteria lies below market standards, while their weigh targets to be reached for all the criteria attached to granted shared.	ts are significant; and- The Company does not specify the	
12	Approve Compensation of Nicolas Huet, Member of Management Board	For	Against
	Blended Rationale: A vote AGAINST this remuneration report is we qualitative criteria lies below market standards, while their weight targets to be reached for all the criteria attached to granted shared.	ts are significant; and- The Company does not specify the	
13	Approve Compensation of Olivier Millet, Member of Management Board	For	Against
	Blended Rationale: A vote AGAINST this remuneration report is w qualitative criteria lies below market standards, while their weigh to be reached for all the criteria attached to granted shares; and underperform its peer group.	ts are significant;- The Company does not specify the targets	
14	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	Against
	Blended Rationale: This resolution warrants a vote AGAINST as to takeover period.	he share repurchase program can be continued during a	

Date range covered: 04/01/2021 to 04/30/2021

### **Eurazeo SE**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
15	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	For	For
16	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	For	For
17	Authorize up to 1 Percent of Issued Capital for Use in Restricted Stock Plans	For	For
	Ordinary Business		
18	Authorize Filing of Required Documents/Other Formalities	For	For

# FinecoBank SpA

Meeting Date: 04/28/2021

Country: Italy

Meeting Type: Annual/Special

Ticker: FBK

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
	Ordinary Business			
1	Accept Financial Statements and Statutory Reports	For	For	
2	Approve Allocation of Income	For	For	
3	Elect Alessandra Pasini as Director	For	For	
4	Appoint Internal Statutory Auditors	For	For	
5	Approve Auditors and Authorize Board to Fix Their Remuneration	For	For	
6	Approve Remuneration Policy	For	For	
7	Approve Second Section of the Remuneration Report	For	For	
8	Approve 2021 Incentive System for Employees	For	For	
9	Approve 2021-2023 Long Term Incentive Plan for Employees	For	For	
10	Approve 2021 Incentive System for Personal Financial Advisors	For	For	
11	Authorize Share Repurchase Program and Reissuance of Repurchased Shares to Service the 2021 PFA System	For	For	
	Extraordinary Business			

Date range covered: 04/01/2021 to 04/30/2021

# FinecoBank SpA

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Authorize Board to Increase Capital to Service 2021 Incentive System	For	For
2	Authorize Board to Increase Capital to Service 2020 Incentive System	For	For
3	Authorize Board to Increase Capital to Service 2021-2023 Long Term Incentive Plan	For	For

## **Fortum Oyj**

Meeting Date: 04/28/2021

Country: Finland

Meeting Type: Annual

Ticker: FORTUM

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
1	Open Meeting		
2	Call the Meeting to Order		
3	Designate Inspector or Shareholder Representative(s) of Minutes of Meeting		
4	Acknowledge Proper Convening of Meeting		
5	Prepare and Approve List of Shareholders		
6	Receive Financial Statements and Statutory Reports		
7	Accept Financial Statements and Statutory Reports	For	For
8	Approve Allocation of Income and Dividends of EUR 1.12 Per Share	For	For
9	Approve Discharge of Board and President	For	For
10	Approve Remuneration Report (Advisory Vote)	For	For
11	Approve Remuneration of Directors in the Amount of EUR 77,200 for Chair, EUR 57,500 for Deputy Chair and EUR 40,400 for Other Directors; Approve Remuneration for Committee Work; Approve Meeting Fees	For	For
12	Fix Number of Directors at Seven	For	For
13	Reelect Essimari Kairisto, Anja McAlister (Deputy Chair), Teppo Paavola, Veli-Matti Reinikkala (Chair), Philipp Rosler and Annette Stube as Directors; Elect Luisa Delgado as New Director	For	For
14	Approve Remuneration of Auditors	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Fortum Oyj**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
15	Ratify Deloitte as Auditors	For	For
16	Authorize Share Repurchase Program	For	For
17	Authorize Reissuance of Repurchased Shares	For	For
18	Approve Charitable Donations	For	For
19	Close Meeting		

# **Galapagos NV**

Meeting Date: 04/28/2021 Country: Belgium

Meeting Type: Annual

Ticker: GLPG

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda		
1	Receive Directors' and Auditors' Reports (Non-Voting)		
2	Approve Financial Statements and Allocation of Income	For	For
3	Receive Auditors' Reports (Non-Voting)		
4	Receive Consolidated Financial Statements and Statutory Reports (Non-Voting)		
5	Approve Remuneration Report	For	Against
Blended Rationale: A vote AGAINST is warranted, because:- Vesting periods of equity plans (retention plan) are not at least three years and RSU granted no further subject to performance criteria;- Discretionary nature of granting RSU and warrants without clear caps or award levels;- Even though STI performance criteria are disclosed, the company did not provide how and to which level the performance criteria were achieved on an individual level The pay for performance evaluation indicates that the 2020 pay package for the CEO is considered excessive as the package is 6.9x peer median. However, we should note this is based on a share price at the time of grant/vesting of equity awards in May 2020 at a time the share price was trading around EUR 200, whereas share price at the time publication is EUR 65.10.			
6	Approve Discharge of Directors and Auditors	For	For
7	Acknowledge Information on Auditors' Remuneration		
8(i)	Reelect Katrine Bosley as Independent Member of the Supervisory Board	For	For
8(ii)	Reelect Raj Parekh as Member of the Supervisory Board	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **Getlink SE**

Meeting Date: 04/28/2021

Country: France

Meeting Type: Annual/Special

Ticker: GET

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Ordinary Business		
1	Approve Financial Statements and Statutory Reports	For	For
2	Approve Treatment of Losses and Dividends of EUR 0.05 per Share	For	For
3	Approve Consolidated Financial Statements and Statutory Reports	For	For
4	Authorize Repurchase of Up to 5 Percent of Issued Share Capital	For	For
5	Approve Auditors' Special Report on Related-Party Transactions	For	For
6	Ratify Appointment of Carlo Bertazzo as Director	For	For
7	Elect Yann Leriche as Director	For	For
8	Approve Amendment of Remuneration Policy of CEO Re: FY 2020	For	For
9	Approve Amendment of Remuneration Policy of Chairman and CEO Re: FY 2020	For	For
10	Approve Compensation of Corporate Officers	For	For
11	Approve Compensation of Jacques Gounon, Chairman and CEO Re: First Semester of the Fiscal Year	For	For
12	Approve Compensation of Yann Leriche, CEO Re: Second Semester of the Fiscal Year	For	For
13	Approve Compensation of Jacques Gounon, Chairman of the Board Re: Second Semester of the Fiscal Year	For	For
14	Approve Compensation of Francois Gauthey, Vice-CEO	For	For
15	Approve Remuneration Policy of Corporate Officers	For	For
16	Approve Remuneration Policy of CEO	For	For
17	Approve Remuneration Policy of Chairman of the Board	For	For
	Extraordinary Business		
18	Authorize up to 370,000 Shares for Use in Restricted Stock Plans	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **Getlink SE**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
19	Authorize up to 300,000 Shares for Use in Restricted Stock Plans Reserved for Employees and Corporate Officers With Performance Conditions Attached	For	For
20	Ratify Amendment of Terms of Warrants Issuance (LTI 2018)	For	For
21	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 88 Million	For	For
22	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	For	For
23	Set Total Limit for Capital Increase to Result from Issuance Requests Under Item 21 and 22 at EUR 88 Million	For	For
24	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	For	For
25	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	For	For
26	Amend Article 37 of Bylaws Re: Remove Reference to Preferred Shares D	For	For
27	Authorize Filing of Required Documents/Other Formalities	For	For

# **Glacier Bancorp, Inc.**

Meeting Date: 04/28/2021

Country: USA

Meeting Type: Annual

Ticker: GBCI

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director David C. Boyles	For	For
1.2	Elect Director Robert A. Cashell, Jr.	For	For
1.3	Elect Director Randall M. Chesler	For	For
1.4	Elect Director Sherry L. Cladouhos	For	For
1.5	Elect Director James M. English	For	For
1.6	Elect Director Annie M. Goodwin	For	For
1.7	Elect Director Kristen L. Heck	For	For
1.8	Elect Director Craig A. Langel	For	For
1.9	Elect Director Douglas J. McBride	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Glacier Bancorp, Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.10	Elect Director George R. Sutton	For	For
2	Amend Articles of Incorporation to Provide for Indemnification of Directors and Officers	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
4	Ratify BKD, LLP as Auditors	For	For

# **Grupo Televisa SAB**

Meeting Date: 04/28/2021

Country: Mexico

Meeting Type: Annual

Ticker: TLEVISACPO

<b>D</b>		W.A.	Water	
Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
	Meeting for Holders of Series A and B Shares (Held Directly or Through CPOs) Who are Mexican Nationals May Vote in this Meeting			
1	Present Financial Statements and Statutory Reports	For	For	
2	Present Board's Report on Principal Policies and Accounting Criteria Followed in Preparation of Financial Information	For	For	
3	Present Report on Activities and Operations Undertaken by Board	For	For	
4	Present Report of Audit Committee	For	For	
5	Present Report of Corporate Practices Committee	For	For	
6	Present Report on Compliance with Fiscal Obligations	For	For	
7	Approve Allocation of Income and Dividends	For	For	
8	Set Aggregate Nominal Amount of Share Repurchase Reserve; Receive Report on Policies and Board's Decisions on Share Repurchase and Sale of Treasury Shares	For	For	
9.1	Elect or Ratify Emilio Fernando Azcarraga Jean as Director Representing Series A Shareholders	For	For	
9.2	Elect or Ratify Alfonso de Angoitia Noriega as Director Representing Series A Shareholders	For	For	

Date range covered: 04/01/2021 to 04/30/2021

## **Grupo Televisa SAB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
9.3	Elect or Ratify Alberto Bailleres Gonzalez as Director Representing Series A Shareholders	For	Against
	Blended Rationale: A vote AGAINST director nominees Alberto Bailleres G (Mike) Fries is warranted given that they are considered overboarded und	•	
9.4	Elect or Ratify Eduardo Tricio Haro as Director Representing Series A Shareholders	For	For
9.5	Elect or Ratify Michael T. Fries as Director Representing Series A Shareholders	For	Against
	Blended Rationale: A vote AGAINST director nominees Alberto Bailleres G (Mike) Fries is warranted given that they are considered overboarded und		
9.6	Elect or Ratify Fernando Senderos Mestre as Director Representing Series A Shareholders	For	Against
	Blended Rationale: A vote AGAINST director nominees Alberto Bailleres G (Mike) Fries is warranted given that they are considered overboarded und		
9.7	Elect or Ratify Bernardo Gomez Martinez as Director Representing Series A Shareholders	For	For
9.8	Elect or Ratify Jon Feltheimer as Director Representing Series A Shareholders	For	For
9.9	Elect or Ratify Enrique Krauze Kleinbort as Director Representing Series A Shareholders	For	For
9.10	Elect or Ratify Guadalupe Phillips Margain as Director Representing Series A Shareholders	For	For
9.11	Elect or Ratify Carlos Hank Gonzalez as Director Representing Series A Shareholders	For	For
9.12	Elect or Ratify Lorenzo Alejandro Mendoza Gimenez as Director Representing Series B Shareholders	For	For
9.13	Elect or Ratify Salvi Rafael Folch Viadero as Director Representing Series B Shareholders	For	For
9.14	Elect or Ratify Guillermo Garcia Naranjo Alvarez as Director Representing Series B Shareholders	For	For
9.15	Elect or Ratify Francisco Jose Chevez Robelo as Director Representing Series B Shareholders	For	For
9.16	Elect or Ratify Jose Luis Fernandez Fernandez as Director Representing Series B Shareholders	For	For
9.17	Elect or Ratify Julio Barba Hurtado as Alternate Director	For	For
9.18	Elect or Ratify Jorge Agustin Lutteroth Echegoyen as Alternate Director	For	For
9.19	Elect or Ratify Joaquin Balcarcel Santa Cruz as Alternate Director	For	For
9.20	Elect or Ratify Luis Alejandro Bustos Olivares as Alternate Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Grupo Televisa SAB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
9.21	Elect or Ratify Felix Jose Araujo Ramirez as Alternate Director	For	For
10	Elect or Ratify Members of Executive Committee; Discharge them	For	For
11	Elect or Ratify Chairman of Audit Committee; Discharge them	For	For
12	Elect or Ratify Chairman of Corporate Practices Committee; Discharge them	For	For
13	Approve Remuneration of Board Members, Executive, Audit and Corporate Practices Committees, and Secretaries	For	For
14	Authorize Board to Ratify and Execute Approved Resolutions	For	For

## **Grupo Televisa SAB**

Meeting Date: 04/28/2021

Country: Mexico

Meeting Type: Special

Ticker: TLEVISACPO

roposal lumber	Proposal Text	Mgmt Rec	Vote Instruction
	Meeting for Holders of Series A and B Shares (Held Directly or Through CPOs) Who are Mexican Nationals May Vote in this Meeting		
1	Approve Cancellation of Shares and Consequently Reduction in Share Capital; Amend Article 6	For	For
	Blended Rationale: A vote AGAINST this item is warranted given to cancellation of shares and reduction in share capital.	the lack of timely disclosure regarding the proposed	
!	Authorize Board to Ratify and Execute Approved Resolutions	For	For

### **HCA Healthcare, Inc.**

Meeting Date: 04/28/2021

Country: USA

Meeting Type: Annual

Ticker: HCA

Date range covered: 04/01/2021 to 04/30/2021

#### **HCA Healthcare, Inc.**

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruc
1a	Elect Director Thomas F. Frist, III	For	For
1b	Elect Director Samuel N. Hazen	For	For
1c	Elect Director Meg G. Crofton	For	For
1d	Elect Director Robert J. Dennis	For	For
1e	Elect Director Nancy-Ann DeParle	For	For
1f	Elect Director William R. Frist	For	For
1g	Elect Director Charles O. Holliday, Jr.	For	For
1h	Elect Director Michael W. Michelson	For	For
<b>1</b> i	Elect Director Wayne J. Riley	For	For
2	Ratify Ernst & Young LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
4	Provide Right to Act by Written Consent	Against	For
	Blended Rationale: A vote FOR this proposal is warranted given that the abili unaffiliated shareholder rights.	ity to act by written consent would en	nhance
5	Assess Feasibility of Increasing the Impact of the Company's Performance on Quality Metrics for Senior Executive Compensation	Against	For

Blended Rationale: A vote FOR this proposal is warranted. Incorporating the impact of quality metrics as a broader component of senior management compensation setting decision-making would serve to further incentivize executives to ensure that company performance on quality patient care considerations, alongside financial factors, is appropriately aligned with management's interests, the firm's stated commitments to quality patient care, and long-term corporate strategy.

### **Healthpeak Properties, Inc.**

Meeting Date: 04/28/2021 Country: USA

Meeting Type: Annual

Ticker: PEAK

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Brian G. Cartwright	For	For
1b	Elect Director Christine N. Garvey	For	For
1c	Elect Director R. Kent Griffin, Jr.	For	For
1d	Elect Director David B. Henry	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Healthpeak Properties, Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1e	Elect Director Thomas M. Herzog	For	For
1f	Elect Director Lydia H. Kennard	For	For
1g	Elect Director Sara G. Lewis	For	For
1h	Elect Director Katherine M. Sandstrom	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify Deloitte & Touche LLP as Auditors	For	For

## **Hera SpA**

Meeting Date: 04/28/2021

Country: Italy

Meeting Type: Annual/Special

Ticker: HER

Proposal	Process I Treet	Marris Dan	Vote
Number	Proposal Text	Mgmt Rec	Instructi
	Extraordinary Business		
1	Amend Company Bylaws Re: Article 3	For	For
2	Amend Company Bylaws Re: Article 20	For	For
	Ordinary Business		
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Allocation of Income	For	For
3	Approve Remuneration Policy	For	For
4	Approve Second Section of the Remuneration Report	For	For
	Blended Rationale: Pictet rationale: "Whilst we note the ISS rat importance to the long-term strategy and therefore we are sup,		ical
5	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	For	For
Α	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	None	Against

Blended Rationale: This item warrants a vote AGAINST due to the lack of disclosure regarding the proposed deliberation.

Date range covered: 04/01/2021 to 04/30/2021

#### **Herbalife Nutrition Ltd.**

**Meeting Date:** 04/28/2021 **Country:** Cayman Islands

Meeting Type: Annual

Ticker: HLF

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director John Agwunobi	For	For
1.2	Elect Director Richard H. Carmona	For	For
1.3	Elect Director Kevin M. Jones	For	For
1.4	Elect Director Sophie L'Helias	For	For
1.5	Elect Director Alan LeFevre	For	For
1.6	Elect Director Juan Miguel Mendoza	For	For
1.7	Elect Director Donal Mulligan	For	For
1.8	Elect Director Maria Otero	For	For
1.9	Elect Director John Tartol	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Amend Omnibus Stock Plan	For	For
4	Ratify PricewaterhouseCoopers as Auditors	For	For

### **Hong Kong Exchanges & Clearing Ltd.**

Meeting Date: 04/28/2021 Country: Hong Kong

Meeting Type: Annual

Ticker: 388

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2a	Elect Nicholas Charles Allen as Director	For	For
2b	Elect Cheung Ming Ming, Anna as Director	For	For
2c	Elect Zhang Yichen as Director	For	For
3	Approve PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	For	For
4	Authorize Repurchase of Issued Share Capital	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Hong Kong Exchanges & Clearing Ltd.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	For	For

## **Huntsman Corporation**

Meeting Date: 04/28/2021

Country: USA

Meeting Type: Annual

Ticker: HUN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruc
1a	Elect Director Peter R. Huntsman	For	For
1b	Elect Director Nolan D. Archibald	For	For
1c	Elect Director Mary C. Beckerle	For	For
1d	Elect Director M. Anthony Burns	For	For
1e	Elect Director Sonia Dula	For	For
1f	Elect Director Cynthia L. Egan	For	For
1g	Elect Director Daniele Ferrari	For	For
1h	Elect Director Robert J. Margetts	For	For
1i	Elect Director Jeanne McGovern	For	For
1j	Elect Director Wayne A. Reaud	For	For
1k	Elect Director Jan E. Tighe	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify Deloitte & Touche LLP as Auditors	For	For
4	Provide Right to Act by Written Consent	Against	For

Blended Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.

## **Intesa Sanpaolo SpA**

Meeting Date: 04/28/2021

Country: Italy

Meeting Type: Annual/Special

Ticker: ISP

Date range covered: 04/01/2021 to 04/30/2021

#### **Intesa Sanpaolo SpA**

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
	Ordinary Business		
1a	Accept Financial Statements and Statutory Reports	For	For
1b	Approve Allocation of Income	For	For
2a	Approve Remuneration Policy	For	For
2b	Approve Second Section of the Remuneration Report	For	For
2c	Approve Fixed-Variable Compensation Ratio	For	For
2d	Approve Annual Incentive Plan	For	For
2e	Amend POP Long-Term Incentive Plan	For	Against
	Blended Rationale: This proposal warrants a vote AGAINST because the proposed supported by a sufficiently strong rationale.	fretesting of performance conditions is not	
2f	Approve Director, Officer, and Internal Auditors Liability and Indemnity Insurance	For	For
3a	Authorize Share Repurchase Program and Reissuance of Repurchased Shares to Service Incentive Plan	For	For
3b	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	For	For
	Extraordinary Business		
1	Amend Company Bylaws	For	For

#### **JBS SA**

Meeting Date: 04/28/2021 Country: Brazil

Meeting Type: Special

Ticker: JBSS3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Amend Articles	For	Against

Blended Rationale: A vote AGAINST this request is warranted because:- The company has failed to disclose detailed information and/or a rationale for the amendment regarding profit-sharing compensation; and- The company has bundled multiple bylaw amendments under a single agenda item, thus preventing shareholders from voting on each proposed change individually.

Date range covered: 04/01/2021 to 04/30/2021

#### **JBS SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
2	Consolidate Bylaws	For	Against

Blended Rationale: A vote AGAINST this request is warranted because:- The company has failed to disclose detailed information and/or a rationale for the amendment regarding profit-sharing compensation; and- The company has bundled multiple bylaw amendments under a single agenda item, thus preventing shareholders from voting on each proposed change individually.

#### **JBS SA**

Meeting Date: 04/28/2021

Country: Brazil

Meeting Type: Annual

Ticker: JBSS3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For
2	Approve Allocation of Income and Dividends	For	For
3	Fix Number of Directors at Nine	For	For
4	As an Ordinary Shareholder, Would You like to Request a Separate Minority Election of a Member of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	None	For
	Blended Rationale: A vote FOR this item is warranted because: minority board election up to the time of the meeting; and- The would potentially improve the company's governance and provi	e election of a minority representative to the board of dir	
5	Do You Wish to Adopt Cumulative Voting for the Election of the Members of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	None	Abstain

Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN vote recommendations are warranted for Items 5, 7, 8.1-8.9 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.

Director

Date range covered: 04/01/2021 to 04/30/2021

#### **JBS SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
6.1	Flect Jeremiah Alphonsus OCallaghan as	For	Against		

Blended Rationale: Governance concerns remain regarding JBS and its administration, the company's controlling shareholders and former administrators have signed plea agreements with prosecution authorities in Brazil and the in United States, admitting extensive bribery and corruption practices. In 2020, minority shareholders proposed and approved the filing of civil liabilities lawsuits against the former administrators and controlling shareholders. Among the proposed nominees, three incumbent directors are members of the controlling shareholder family who continue to serve at JBS's board and two others non-independent directors have been long-time executives of the company and its controlled entities. In light of the ongoing corruption investigations and the egregious governance practices confirmed by the controlling shareholders and former administrators, vote recommendations for the proposed unbundled board election are as follows:- A vote AGAINST is also recommended to non-independent incumbent management nominees Jeremiah Alphonsus O'Callaghan (Item 6.1) and Gilberto Meirelles Xando Baptista (Item 6.6); as well as the members of the controlling shareholder family Jose Batista Sobrinho (Item 6.2), Aguinaldo Gomez Ramos Filho (Item 6.3) and Wesley Mendonca Batista Filho (Item 6.9);- A vote FOR is recommended for independent incumbent director nominees Alba Pettengill (Item 6.4), Gelson Luiz Merisio (Item 6.5), Marcio Guedes Pereira Junior (Item 6.8), as well as new independent nominee Leila Abraham Loria (Item 6.7), given that there are no known concerns regarding the candidates, and it would be counter-productive to oppose the election of an independent directors at this time. Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks.-Votes AGAINST board chair Jeremiah Alphonsus O'Callaghan are also warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm.

6.2 Elect Jose Batista Sobrinho as Director For Against

Blended Rationale: Governance concerns remain regarding JBS and its administration, the company's controlling shareholders and former administrators have signed plea agreements with prosecution authorities in Brazil and the in United States, admitting extensive bribery and corruption practices. In 2020, minority shareholders proposed and approved the filing of civil liabilities lawsuits against the former administrators and controlling shareholders. Among the proposed nominees, three incumbent directors are members of the controlling shareholder family who continue to serve at JBS's board and two others non-independent directors have been long-time executives of the company and its controlled entities. In light of the ongoing corruption investigations and the egregious governance practices confirmed by the controlling shareholders and former administrators, vote recommendations for the proposed unbundled board election are as follows:- A vote AGAINST is also recommended to non-independent incumbent management nominees Jeremiah Alphonsus O'Callaghan (Item 6.1) and Gilberto Meirelles Xando Baptista (Item 6.6); as well as the members of the controlling shareholder family Jose Batista Sobrinho (Item 6.2), Aguinaldo Gomez Ramos Filho (Item 6.3) and Wesley Mendonca Batista Filho (Item 6.9);- A vote FOR is recommended for independent incumbent director nominees Alba Pettengill (Item 6.4), Gelson Luiz Merisio (Item 6.5), Marcio Guedes Pereira Junior (Item 6.8), as well as new independent nominee Leila Abraham Loria (Item 6.7), given that there are no known concerns regarding the candidates, and it would be counter-productive to oppose the election of an independent directors at this time. Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. Votes AGAINST board chair Jeremiah Alphonsus O'Callaghan are also warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm.

Date range covered: 04/01/2021 to 04/30/2021

Independent Director

#### **JBS SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
6.3	Elect Aguinaldo Gomes Ramos Filho as Director	For	Against
	Blended Rationale: Governance concerns remain regarding 3B and former administrators have signed plea agreements with admitting extensive bribery and corruption practices. In 2020, liabilities lawsuits against the former administrators and contrincumbent directors are members of the controlling sharehold non-independent directors have been long-time executives of corruption investigations and the egregious governance practice administrators, vote recommendations for the proposed unburecommended to non-independent incumbent management in Meirelles Xando Baptista (Item 6.6); as well as the members 6.2), Aguinaldo Gomez Ramos Filho (Item 6.3) and Wesley Mario (Item 6.8), as well as new independent nominee Leila concerns regarding the candidates, and it would be counterpthis time. Significant risks to shareholders stemming from severeflects a failure by the board to proficiently guard against and Votes AGAINST board chair Jeremiah Alphonsus O'Callaghan a shoulders the most responsibility amongst all board members company and its shareholders, and should therefore be held the exposures at the firm.	prosecution authorities in Brazil and the in United States, minority shareholders proposed and approved the filing of confiling shareholders. Among the proposed nominees, three her family who continue to serve at JBS's board and two other the company and its controlled entities. In light of the ongoinces confirmed by the controlling shareholders and former andled board election are as follows: - A vote AGAINST is also provided the controlling shareholder family Jose Batista Sobrinho of the controlling shareholder family Jose Batista Sobrinho for the controlling shareholder family Jose Batista Sobrinho for the controlling shareholder family Jose Batista Sobrinho for the controlling shareholder family Jose Batista Filho (Item 6.9); - A vote FOR is recommented from 6.4), Gelson Luiz Merisio (Item 6.5), Marcio Guedes Potembara Loria (Item 6.7), given that there are no known productive to oppose the election of an independent directors are ESG controversies have been identified at the company, at manage material environmental, social and governance rise also warranted given that the chair of the board ultimate for failing to effectively supervise the management of risks	rivil ers ng n lberto Item ded ereira s at which ks
6.4	Elect Alba Pettengill as Independent Director	For	For
6.5	Elect Gelson Luiz Merisio as Independent Director	For	For
6.6	Elect Gilberto Meirelles Xando Baptista as	For	Against

Blended Rationale: Governance concerns remain regarding JBS and its administration, the company's controlling shareholders and former administrators have signed plea agreements with prosecution authorities in Brazil and the in United States, admitting extensive bribery and corruption practices. In 2020, minority shareholders proposed and approved the filing of civil liabilities lawsuits against the former administrators and controlling shareholders. Among the proposed nominees, three incumbent directors are members of the controlling shareholder family who continue to serve at JBS's board and two others non-independent directors have been long-time executives of the company and its controlled entities. In light of the ongoing corruption investigations and the egregious governance practices confirmed by the controlling shareholders and former administrators, vote recommendations for the proposed unbundled board election are as follows:- A vote AGAINST is also recommended to non-independent incumbent management nominees Jeremiah Alphonsus O'Callaghan (Item 6.1) and Gilberto Meirelles Xando Baptista (Item 6.6); as well as the members of the controlling shareholder family Jose Batista Sobrinho (Item 6.2), Aguinaldo Gomez Ramos Filho (Item 6.3) and Wesley Mendonca Batista Filho (Item 6.9);- A vote FOR is recommended for independent incumbent director nominees Alba Pettengill (Item 6.4), Gelson Luiz Merisio (Item 6.5), Marcio Guedes Pereira Junior (Item 6.8), as well as new independent nominee Leila Abraham Loria (Item 6.7), given that there are no known concerns regarding the candidates, and it would be counter-productive to oppose the election of an independent directors at this time. Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks.-Votes AGAINST board chair Jeremiah Alphonsus O'Callaghan are also warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm.

6.7	Elect Leila Abraham Loria as Independent Director	For	For
6.8	Elect Marcio Guedes Pereira Junior as Independent Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **JBS SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
6.9	Elect Wesley Mendonca Batista Filho as Director	For	Against
	Blended Rationale: Governance concerns remain regarding JBS and its administration, the company's controlling shareholders and former administrators have signed plea agreements with prosecution authorities in Brazil and the in United States, admitting extensive bribery and corruption practices. In 2020, minority shareholders proposed and approved the filing of civil liabilities lawsuits against the former administrators and controlling shareholders. Among the proposed nominees, three incumbent directors are members of the controlling shareholder family who continue to serve at JBS's board and two others non-independent directors have been long-time executives of the company and its controlled entities. In light of the ongoing corruption investigations and the egregious governance practices confirmed by the controlling shareholders and former administrators, vote recommendations for the proposed unbundled board election are as follows:- A vote AGAINST is also recommended to non-independent incumbent management nominees Jeremiah Alphonsus O'Callaghan (Item 6.1) and Gilberto Meirelles Xando Baptista (Item 6.6); as well as the members of the controlling shareholder family Jose Batista Sobrinho (Item 6.2), Aguinaldo Gomez Ramos Filho (Item 6.3) and Wesley Mendonca Batista Filho (Item 6.9);- A vote FOR is recommended for independent incumbent director nominees Alba Pettengiil (Item 6.4), Gelson Luiz Merisio (Item 6.5), Marcio Guedes Pereira Junior (Item 6.8), as well as new independent nominee Leila Abraham Loria (Item 6.7), given that there are no known concerns regarding the candidates, and it would be counter-productive to oppose the election of an independent directors at this time. Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risksVotes AGAINST board chair Jeremiah Alphonsus O'Callaghan are also warranted given that the cha		
7	exposures at the firm.  In Case Cumulative Voting Is Adopted, Do You Wish to Equally Distribute Your Votes Amongst the Nominees below?	None	Abstain
	election of directors under the terms of Article 141 of the Evoting card issued by the Brazilian Securities Regulator (CV	for Items 5, 7, 8.1-8.9 in the absence of publicly-available	
8.1	Percentage of Votes to Be Assigned - Elect Jeremiah Alphonsus OCallaghan as Director	None	Abstain
	Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN vote recommendations are warranted for Items 5, 7, 8.1-8.9 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.		
8.2	Percentage of Votes to Be Assigned - Elect Jose Batista Sobrinho as Director	None	Abstain
	election of directors under the terms of Article 141 of the Evoting card issued by the Brazilian Securities Regulator (CV	nts shareholders with the option to request cumulative voting for the Brazilian Corporate Law, in accordance with the rules of the remote /M), and mandatory for all publicly-traded Brazilian I for Items 5, 7, 8.1-8.9 in the absence of publicly-available	

information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.

Date range covered: 04/01/2021 to 04/30/2021

#### **JBS SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
8.3	Percentage of Votes to Be Assigned - Elect Aguinaldo Gomes Ramos Filho as Director	None	Abstain	
	Blended Rationale: Under these items, the company presents sha election of directors under the terms of Article 141 of the Brazilia voting card issued by the Brazilian Securities Regulator (CVM), an companies. ABSTAIN vote recommendations are warranted for Ite information, disclosed in a timely manner, regarding a cumulative	n Corporate Law, in accordance with the rules of the remote ad mandatory for all publicly-traded Brazilian oms 5, 7, 8.1-8.9 in the absence of publicly-available		
8.4	Percentage of Votes to Be Assigned - Elect Alba Pettengill as Independent Director	None	Abstain	
	Blended Rationale: Under these items, the company presents shat election of directors under the terms of Article 141 of the Brazilian voting card issued by the Brazilian Securities Regulator (CVM), and companies. ABSTAIN vote recommendations are warranted for Ite information, disclosed in a timely manner, regarding a cumulative	n Corporate Law, in accordance with the rules of the remote and mandatory for all publicly-traded Brazilian orns 5, 7, 8.1-8.9 in the absence of publicly-available		
8.5	Percentage of Votes to Be Assigned - Elect Gelson Luiz Merisio as Independent Director	None	Abstain	
	Blended Rationale: Under these items, the company presents sha election of directors under the terms of Article 141 of the Brazilian voting card issued by the Brazilian Securities Regulator (CVM), an companies.ABSTAIN vote recommendations are warranted for Ite information, disclosed in a timely manner, regarding a cumulative	n Corporate Law, in accordance with the rules of the remote of mandatory for all publicly-traded Brazilian oms 5, 7, 8.1-8.9 in the absence of publicly-available		
8.6	Percentage of Votes to Be Assigned - Elect Gilberto Meirelles Xando Baptista as Independent Director	None	Abstain	
	Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies.ABSTAIN vote recommendations are warranted for Items 5, 7, 8.1-8.9 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.			
8.7	Percentage of Votes to Be Assigned - Elect Leila Abraham Loria as Independent Director	None	Abstain	
	Blended Rationale: Under these items, the company presents sha election of directors under the terms of Article 141 of the Brazilia voting card issued by the Brazilian Securities Regulator (CVM), an companies. ABSTAIN vote recommendations are warranted for Ite information, disclosed in a timely manner, regarding a cumulative	n Corporate Law, in accordance with the rules of the remote and mandatory for all publicly-traded Brazilian orns 5, 7, 8.1-8.9 in the absence of publicly-available		
8.8	Percentage of Votes to Be Assigned - Elect Marcio Guedes Pereira Junior as Independent Director	None	Abstain	
	Blended Rationale: Under these items, the company presents sha election of directors under the terms of Article 141 of the Brazilia voting card issued by the Brazilian Securities Regulator (CVM), an companies. ABSTAIN vote recommendations are warranted for Ite information, disclosed in a timely manner, regarding a cumulative	n Corporate Law, in accordance with the rules of the remote ad mandatory for all publicly-traded Brazilian oms 5, 7, 8.1-8.9 in the absence of publicly-available		
8.9	Percentage of Votes to Be Assigned - Elect Wesley Mendonca Batista Filho as Director	None	Abstain	
	Blended Rationale: Under these items, the company presents sha election of directors under the terms of Article 141 of the Brazilian voting card issued by the Brazilian Securities Regulator (CVM), are companies.ABSTAIN vote recommendations are warranted for Ite information, disclosed in a timely manner, regarding a cumulative	n Corporate Law, in accordance with the rules of the remote ad mandatory for all publicly-traded Brazilian oms 5, 7, 8.1-8.9 in the absence of publicly-available		

information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.

Date range covered: 04/01/2021 to 04/30/2021

#### **JBS SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
9	Fix Number of Fiscal Council Members at Four (or Five if Separate Minority Election is Carried Out)	For	For
10	As an Ordinary Shareholder, Would You Like to Request a Separate Election of a Member of the Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	None	Abstain
	Blended Rationale: An ABSTAIN vote for this item is warranted by had not disclosed a fiscal council candidate nominated by ordina prevents international institutional shareholders voting by proxy	ry minority shareholders; and- Lack of timely disclosure	
11.1	Elect Adrian Lima Da Hora as Fiscal Council Member and Andre Alcantara Ocampos as Alternate	For	Against
	Blended Rationale: A vote AGAINST incumbent management fisc The nominees are appointed for reelection by the controlling sha governance failures and potential breach of fiduciary duty by the shareholder family, in light of ongoing investigations regarding of council nominees (Item 11.4) is warranted as there are no know independent candidates.	areholders; and- There are serious concerns regarding e company's administrators and member of the controlling orruption practices.A vote FOR the new independent fiscal	
11.2	Elect Demetrius Nichele Macei as Fiscal Council Member and Marcos Godoy Brogiato as Alternate	For	Against
	Blended Rationale: A vote AGAINST incumbent management fisc The nominees are appointed for reelection by the controlling sha governance failures and potential breach of fiduciary duty by the shareholder family, in light of ongoing investigations regarding of council nominees (Item 11.4) is warranted as there are no know independent candidates.	areholders; and- There are serious concerns regarding e company's administrators and member of the controlling orruption practices.A vote FOR the new independent fiscal	
11.3	Elect Jose Paulo da Silva Filho Fiscal Council Member and Sandro Domingues Raffai as Alternate	For	Against
	Blended Rationale: A vote AGAINST incumbent management fisc The nominees are appointed for reelection by the controlling sha governance failures and potential breach of fiduciary duty by the shareholder family, in light of ongoing investigations regarding of council nominees (Item 11.4) is warranted as there are no know independent candidates.	areholders; and- There are serious concerns regarding e company's administrators and member of the controlling orruption practices.A vote FOR the new independent fiscal	
11.4	Elect Roberto Lamb as Fiscal Council Member and Orlando Octavio de Freitas Junior as Alternate	For	For
12	Approve Remuneration of Company's Management and Fiscal Council	For	Against

Blended Rationale: A vote AGAINST this proposal is warranted because the company's remuneration disclosure lacks transparency regarding its compensation practices, specially related to variable compensation, which represents the bulk of the executive compensation.

Date range covered: 04/01/2021 to 04/30/2021

#### **Lojas Quero-Quero SA**

Meeting Date: 04/28/2021

Country: Brazil

Meeting Type: Annual

Ticker: LJQQ3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructio
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For
2	Approve Allocation of Income and Dividends	For	For
3	Do You Wish to Request Installation of a Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	None	For
	Blended Rationale: A vote FOR this item is warranted because the company's governance and bring greater corporate oversight.	installation of a fiscal council could potentially imp	prove the
4	In the Event of a Second Call, the Voting Instructions Contained in this Remote Voting Card May Also be Considered for the Second Call?	None	For

### **Lojas Quero-Quero SA**

Meeting Date: 04/28/2021

Country: Brazil

Meeting Type: Special

Ticker: LJQQ3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Remuneration of Company's Management	For	For
	Blended Rationale: "We have engaged with the company and are comforta	ble with the remuneration proposal.	"
2	Amend Article 5 Re: Corporate Purpose	For	For
3	Amend Article 6 to Reflect Changes in Capital	For	For
4	Amend Article 7	For	For
5	Amend Article 32	For	For
6	Consolidate Bylaws	For	For
7	In the Event of a Second Call, the Voting Instructions Contained in this Remote Voting Card May Also be Considered for the Second Call?	None	For

Blended Rationale: A vote FOR this administrative request is warranted.

Date range covered: 04/01/2021 to 04/30/2021

# **London Stock Exchange Group Plc**

Meeting Type: Annual Ticker: LSEG

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Final Dividend	For	For
3	Approve Remuneration Report	For	Against
	Blended Rationale: A vote AGAINST this resolution is warranted because: of 25% in light of the Refinitiv acquisition, which is not considered sufficion of the transaction. The new CFO's base salary and maximum LTIP oppor	ently merited, notwithstanding the strategi rtunity were set at higher levels than that o	c benefits
4	Re-elect Jacques Aigrain as Director	For	For
5	Re-elect Dominic Blakemore as Director	For	For
6	Re-elect Kathleen DeRose as Director	For	For
7	Re-elect Cressida Hogg as Director	For	For
8	Re-elect Stephen O'Connor as Director	For	For
9	Re-elect Val Rahmani as Director	For	For
10	Re-elect Don Robert as Director	For	For
11	Re-elect David Schwimmer as Director	For	For
12	Elect Martin Brand as Director	For	For
13	Elect Erin Brown as Director	For	For
14	Elect Anna Manz as Director	For	For
15	Elect Douglas Steenland as Director	For	For
16	Reappoint Ernst & Young LLP as Auditors	For	For
17	Authorise Board to Fix Remuneration of Auditors	For	For
18	Authorise Issue of Equity	For	For
19	Authorise UK Political Donations and Expenditure	For	For
20	Approve SAYE Option Plan	For	For
21	Adopt New Articles of Association	For	For
22	Authorise Issue of Equity without Pre-emptive Rights	For	For
23	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **London Stock Exchange Group Plc**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
24	Authorise Market Purchase of Ordinary Shares	For	For
25	Authorise the Company to Call General Meeting with Two Weeks' Notice	For	For

## **Marathon Petroleum Corporation**

Meeting Date: 04/28/2021

Country: USA

Meeting Type: Annual

Ticker: MPC

D			V-1-
Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Abdulaziz F. Alkhayyal	For	Against
	board that stronger independent oversight and board mana	e Chair Abdulazeez Al Khayyal are warranted as a signal to the agement of climate risks at the company are necessary. Significant sies have been identified at the company, which reflects a failure by all environmental, social and governance risks.	
1b	Elect Director Jonathan Z. Cohen	For	For
1c	Elect Director Michael J. Hennigan	For	Against
	John Surma, who shoulders the greatest responsibility amo	are warranted for the following reasons:- Given that board chair, ngst the board members for failing to effectively supervise the is not up for election at this year's annual meeting, CEO Michael nanagement oversight of ESG risk exposures at the firm.	
1d	Elect Director Frank M. Semple	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against
	metrics, and financial goals were set above the prior year's the year in review was time-based. Further, although the reabsolute TSR is negative, the TSR goal targets merely the performance periods. More concerningly, the new CEO also equity, with limited explanation from the compensation conprefer for one-time grants to utilize multi-year performance.	ted. While the annual bonus is based largely on pre-set, objective actual performance, the majority of equity granted to the CEO for elative TSR portion of long-term incentives is capped at target if median and the majority of the award vests based on one-year received a promotional grant that consisted entirely of time-vesting mittee regarding the structure of the award. Shareholders generally a criteria with performance goals targeting outperformance to million time-based grant the day before his retirement, with limited	
4	Approve Omnibus Stock Plan	For	For
5	Eliminate Supermajority Vote Requirement	For	For
6	Declassify the Board of Directors	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Marathon Petroleum Corporation**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7	Limit Accelerated Vesting of Equity Awards Upon a Change in Control	Against	For

Blended Rationale: A vote FOR this proposal is warranted, as a policy requiring pro-rata vesting upon a change in control would further align the interests of executives with those of shareholders.

# **Mavi Giyim Sanayive ve Ticaret AS**

Meeting Date: 04/28/2021 Country: Turkey

Meeting Type: Annual

Ticker: MAVI

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda		
1	Open Meeting and Elect Presiding Council of Meeting	For	For
2	Accept Board Report	For	For
3	Accept Audit Report	For	For
4	Accept Financial Statements	For	For
5	Approve Discharge of Board	For	For
6	Approve Allocation of Income	For	For
7	Elect Directors	For	For
8	Receive Information on Remuneration Policy and Director Remuneration for 2020		
9	Approve Director Remuneration	For	For
10	Ratify External Auditors	For	For
11	Approve Upper Limit of Donations for the Current Fiscal Year and Receive Information on Donations Made in Previous Fiscal Year	For	For
12	Receive Information on Guarantees, Pledges and Mortgages Provided to Third Parties		
13	Grant Permission for Board Members to Engage in Commercial Transactions with Company and Be Involved with Companies with Similar Corporate Purpose and Receive Information in Accordance to Article 1.3.6 of Corporate Governance Principles	For	For
14	Wishes		

Date range covered: 04/01/2021 to 04/30/2021

### **MCH Group AG**

Meeting Date: 04/28/2021

Country: Switzerland

Meeting Type: Annual

Ticker: MCHN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruc	
1	Accept Financial Statements and Statutory Reports	For	For	
2	Approve Allocation of Income and Omission of Dividends	For	For	
3	Approve Discharge of Board and Senior Management	For	For	
4.1.1	Elect Markus Breitenmoser as Director	For	For	
4.1.2	Elect Marco Gadola as Director	For	Against	
	Blended Rationale: A vote AGAINST Marco Gadola to the board company's board would be less than one-third independent - He			
4.1.3	Elect Eleni Lionaki as Director	For	Against	
	Blended Rationale: A vote AGAINST Eleni Lionaki to the board is warranted because: - He is a non-independent nominee and company's board would be less than one-third independent			
4.1.4	Elect James Murdoch as Director	For	Against	
	Blended Rationale: A vote AGAINST James Murdoch to the boar company's board would be less than one-third independent	d is warranted because: - He is a non-independent nomin	nee and	
4.1.5	Elect Jeffrey Palker as Director	For	Against	
	Blended Rationale: A vote AGAINST Jeffrey Parker to the board company's board would be less than one-third independent	is warranted because: - He is non-independent nominee a	and	
4.1.6	Elect Andrea Zappia as Director	For	Against	
	Blended Rationale: A vote AGAINST Andrea Zappia to the board company's board would be less than one-third independent	is warranted because: - He is non-independent nominee	and	
4.2	Elect Andrea Zappia as Board Chairman	For	Against	
	Blended Rationale: A vote AGAINST Andrea Zappia as board cha warrant support.	air is warranted because- His election to the board does n	ot	
4.3.1	Appoint Christoph Brutschin as Member of the Governance, Nomination and Compensation Committee	For	For	
4.3.2	Appoint Balz Hoesly as Member of the Governance, Nomination and Compensation Committee	For	For	
4.3.3	Appoint Jeffrey Palker as Member of the Governance, Nomination and Compensation Committee	For	Against	

Blended Rationale: A vote AGAINST the non-independent nominee Jeffrey Palker is warranted because his election to the board does not warrant support.

Date range covered: 04/01/2021 to 04/30/2021

### **MCH Group AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4.3.4	Appoint Andrea Zappia as Member of the Governance, Nomination and Compensation Committee	For	Against
	Blended Rationale: A vote AGAINST the non-independent nomin board does not warrant support.	nee Andrea Zappia is warranted because his election to t	he .
4.4	Ratify KPMG AG as Auditors	For	For
4.5	Designate NEOVIUS AG as Independent Proxy	For	For
5.1	Approve Fixed Remuneration of Directors in the Amount of CHF 174,834 for Fiscal Year 2020	For	For
5.2	Approve Fixed Remuneration of Directors in the Amount of CHF 660,000 for Fiscal Year 2022	For	For
5.3	Approve Retention Bonus of Executive Committee in the Amount of CHF 520,000 for Fiscal Years 2021 and 2022	For	Against
	Blended Rationale: A vote AGAINST this proposal is warranted to bonus although the company has seen significant decreases in compensation shall be waived for financial years 2020 and 2022 does not disclose a cap on variable compensation within its rem	riable	
5.4	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 2.8 Million for Fiscal Year 2022	For	For
6	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these any new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

## Ming Yang Smart Energy Group Co., Ltd.

Meeting Date: 04/28/2021 Country: China

**Meeting Type:** Annual **Ticker:** 601615

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Report of the Board of Directors	For	For
2	Approve Report of the Board of Supervisors	For	For
3	Approve Report of the Independent Directors	For	For
4	Approve Financial Statements	For	For
5	Approve Annual Report and Summary	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Ming Yang Smart Energy Group Co., Ltd.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
6	Approve Profit Distribution	For	For
7	Approve Appraisal and Remuneration of Director	For	For
8	Approve Appraisal and Remuneration of Supervisor	For	For
9	Approve to Appoint Auditor	For	For
10	Elect Li Yiming as Non-independent Director	For	For
11	Approve Estimated Related Party Transaction	For	For

## Moderna, Inc.

Meeting Date: 04/28/2021

Country: USA

Meeting Type: Annual

Ticker: MRNA

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Robert Langer	For	Withhold
	Blended Rationale: WITHHOLD votes are warranted for Robert Langer Jr. due to the following reasons: - Serving as a non-independent member of a key board committee The board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the charter and the classified board, each of which adversely impacts shareholder rights.		
1.2	Elect Director Elizabeth Nabel	For	Withhold
	Blended Rationale: WITHHOLD vote is warranted for Elizabe requirement, the supermajority vote requirement to enact countries which adversely impacts shareholder rights.		
1.3	Elect Director Elizabeth Tallett	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify Ernst & Young LLP as Auditors	For	For

## **MONETA Money Bank, a.s.**

Meeting Date: 04/28/2021

Country: Czech Republic

Meeting Type: Annual

Ticker: MONET

Date range covered: 04/01/2021 to 04/30/2021

## **MONETA Money Bank, a.s.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Meeting Procedures	For	For
2	Elect Meeting Chairman and Other Meeting Officials	For	For
3	Reelect Miroslav Singer as Supervisory Board Member	For	Against
	Blended Rationale: Votes AGAINST incumbent nominee Miroslav Singer are warra	nted for lack of gender diversity on the board.	
4	Receive Management Board Report		
5	Receive Supervisory Board Report		
6	Receive Audit Committee Report		
7	Approve Consolidated Financial Statements	For	For
8	Approve Financial Statements	For	For
9	Approve Financial Statements of Wuestenrot hypotecni banka a.s.	For	For
10	Approve Allocation of Income and Omission of Dividends	For	For
11	Ratify Deloitte Audit s.r.o. as Auditor	For	For
12	Approve Remuneration Report	For	For

## **Moscow Exchange MICEX-RTS PJSC**

Meeting Date: 04/28/2021

Country: Russia

Meeting Type: Annual

Ticker: MOEX

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Annual Report	For	For
2	Approve Allocation of Income and Dividends	For	For
	Elect Directors by Cumulative Voting		
3.1	Elect Ramon Adarraga Morales as Director	None	For
3.2	Elect Paul Bodart as Director	None	For
3.3	Elect Oleg Viugin as Director	None	For
3.4	Elect Mariia Gordon as Director	None	For

Date range covered: 04/01/2021 to 04/30/2021

### **Moscow Exchange MICEX-RTS PJSC**

Proposal Number	l Proposal Text	Mgmt Rec	Vote Instruction
3.5	Elect Valerii Goregliad as Director	None	Against
	Blended Rationale: Votes FOR Ramon Adarraga, Paul Bodart, C Maksim Krasnykh and Oskar Hartmann (Items 3.1, 3.2, 3.3, 3 nominees can be classified as independent, making them the n	.4, 3.6, 3.8, 3.9 and 3.12) are warranted because these	•
3.6	Elect Dmitrii Eremeev as Director	None	For
3.7	Elect Bella Zlatkis as Director	None	Against
	Blended Rationale: Votes FOR Ramon Adarraga, Paul Bodart, C Maksim Krasnykh and Oskar Hartmann (Items 3.1, 3.2, 3.3, 3 nominees can be classified as independent, making them the n	.4, 3.6, 3.8, 3.9 and 3.12) are warranted because these	
3.8	Elect Aleksandr Izosimov as Director	None	For
3.9	Elect Maksim Krasnykh as Director	None	For
3.10	Elect Vadim Kulik as Director	None	Against
	Blended Rationale: Votes FOR Ramon Adarraga, Paul Bodart, C Maksim Krasnykh and Oskar Hartmann (Items 3.1, 3.2, 3.3, 3 nominees can be classified as independent, making them the n	.4, 3.6, 3.8, 3.9 and 3.12) are warranted because these	
3.11	Elect Sergei Lykov as Director	None	Against
	Blended Rationale: Votes FOR Ramon Adarraga, Paul Bodart, C Maksim Krasnykh and Oskar Hartmann (Items 3.1, 3.2, 3.3, 3 nominees can be classified as independent, making them the n	.4, 3.6, 3.8, 3.9 and 3.12) are warranted because these	
3.12	Elect Oskar Hartmann as Director	None	For
4	Ratify Auditor	For	For
5	Approve New Edition of Charter	For	For
6	Approve New Edition of Regulations on Board of Directors	For	For
7	Approve New Edition of Regulations on Remuneration of Directors	For	For
8	Approve Remuneration of Directors	For	For

## **Muenchener Rueckversicherungs-Gesellschaft AG**

Meeting Date: 04/28/2021 Country: Germany

Meeting Type: Annual Ticker: MUV2

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2020 (Non-Voting)		
2	Approve Allocation of Income and Dividends of EUR 9.80 per Share	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Muenchener Rueckversicherungs-Gesellschaft AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3	Approve Discharge of Management Board for Fiscal Year 2020	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2020	For	For
5	Elect Carinne Knoche-Brouillon to the Supervisory Board	For	For
6	Approve Remuneration Policy	For	For
7	Approve Remuneration of Supervisory Board	For	For
8	Approve Creation of EUR 117.5 Million Pool of Capital with Partial Exclusion of Preemptive Rights	For	For
9.1	Approve Affiliation Agreement with MR Beteiligungen 20. GmbH	For	For
9.2	Approve Affiliation Agreement with MR Beteiligungen 21. GmbH	For	For
9.3	Approve Affiliation Agreement with MR Beteiligungen 22. GmbH	For	For

## **NatWest Group Plc**

Meeting Date: 04/28/2021

Country: United Kingdom

Meeting Type: Annual

Ticker: NWG

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Remuneration Report	For	For
3	Approve Final Dividend	For	For
4	Re-elect Howard Davies as Director	For	For
5	Re-elect Alison Rose-Slade as Director	For	For
6	Re-elect Katie Murray as Director	For	For
7	Re-elect Frank Dangeard as Director	For	For
8	Re-elect Patrick Flynn as Director	For	For
9	Re-elect Morten Friis as Director	For	For
10	Re-elect Robert Gillespie as Director	For	For
11	Re-elect Yasmin Jetha as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **NatWest Group Plc**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
12	Re-elect Mike Rogers as Director	For	For
13	Re-elect Mark Seligman as Director	For	For
14	Re-elect Lena Wilson as Director	For	For
15	Reappoint Ernst & Young LLP as Auditors	For	For
16	Authorise the Group Audit Committee to Fix Remuneration of Auditors	For	For
17	Authorise Issue of Equity	For	For
18	Authorise Issue of Equity without Pre-emptive Rights	For	For
19	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	For	For
20	Authorise Issue of Equity in Connection with Equity Convertible Notes	For	For
21	Authorise Issue of Equity without Pre-emptive Rights in Connection with Equity Convertible Notes	For	For
22	Authorise the Company to Call General Meeting with Two Weeks' Notice	For	For
23	Authorise UK Political Donations and Expenditure	For	For
24	Authorise Market Purchase of Ordinary Shares	For	For
25	Authorise Off-Market Purchase of Ordinary Shares	For	For
26	Authorise Off-Market Purchase of Preference Shares	For	For
27	Adopt New Articles of Association	For	For
28	Authorise Board to Offer Scrip Dividend	For	For

## **New China Life Insurance Company Ltd.**

Meeting Date: 04/28/2021 Country: China

Meeting Type: Special

Ticker: 1336

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	EGM BALLOT FOR HOLDERS OF H SHARES		
1	Elect Zhang Hong as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **New China Life Insurance Company Ltd.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
2	Elect Liu Debin as Supervisor	For	For
3	Elect Shi Hongyu as Supervisor	For	For
4	Approve Remuneration Standard of the Executive Director and Vice President	For	For

## **Newmont Corporation**

Meeting Date: 04/28/2021

Country: USA

Meeting Type: Annual

Ticker: NEM

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Patrick G. Awuah, Jr.	For	For
1.2	Elect Director Gregory H. Boyce	For	For
1.3	Elect Director Bruce R. Brook	For	For
1.4	Elect Director Maura Clark	For	For
1.5	Elect Director Matthew Coon Come	For	For
1.6	Elect Director Jose Manuel Madero	For	For
1.7	Elect Director Rene Medori	For	For
1.8	Elect Director Jane Nelson	For	For
1.9	Elect Director Thomas Palmer	For	For
1.10	Elect Director Julio M. Quintana	For	For
1.11	Elect Director Susan N. Story	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify Ernst & Young LLP as Auditors	For	For

## **NICE Ltd. (Israel)**

Meeting Date: 04/28/2021

Country: Israel

Meeting Type: Annual

Ticker: NICE

Date range covered: 04/01/2021 to 04/30/2021

#### **NICE Ltd. (Israel)**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructio
1.1	Reelect David Kostman as Director	For	For
1.2	Reelect Rimon Ben-Shaoul as Director	For	For
1.3	Reelect Yehoshua (Shuki) Ehrlich as Director	For	For
1.4	Reelect Leo Apotheker as Director	For	For
1.5	Reelect Joseph (Joe) Cowan as Director	For	For
2	Reelect Zehava Simon as External Director	For	For
3	Reapprove Compensation Policy for the Directors and Officers of the Company	For	For
4	Approve CEO Equity Plan	For	For
5	Reappoint Kost Forer Gabbay & Kasierer, a member of Ernst & Young Global, as Auditors and Authorize Board to Fix Their Remuneration	For	For
6	Discuss Financial Statements and the Report of the Board		
А	Vote FOR if you are a controlling shareholder or have a personal interest in one or several resolutions, as indicated in the proxy card; otherwise, vote AGAINST. You may not abstain. If you vote FOR, please provide an explanation to your account manager	None	Against
	Blended Rationale: Shareholders must indicate whether they are these agenda items, or else their ballots will be disqualified.	controlling shareholders or have a personal interest related	to
	Please Select Any Category Which Applies to You as a Shareholder or as a Holder of Power of Attorney		
B1	If you are an Interest Holder as defined in Section 1 of the Securities Law, 1968, vote FOR. Otherwise, vote against.	None	Against
	Blended Rationale: If such an item is included in the proxy card, following categories: Interest Holder as defined in Section 1 of to 37(D) of the Securities Law, 1968; Institutional Investor as defined Regulations 2009 or a Manager of a Joint Investment Trust Fund Shareholders can classify themselves by voting FOR or AGAINST	he Securities Law, 1968; Senior Officer as defined in Section ned in Regulation 1 of the Supervision Financial Services If as defined in the Joint Investment Trust Law, 1994;	7
B2	If you are a Senior Officer as defined in Section 37(D) of the Securities Law, 1968, vote FOR. Otherwise, vote against.	None	Against
	Blended Rationale: If such an item is included in the proxy card.	shareholders must classify themselves according to the	

Blended Rationale: If such an item is included in the proxy card, shareholders must classify themselves according to the following categories: Interest Holder as defined in Section 1 of the Securities Law, 1968; Senior Officer as defined in Section 37(D) of the Securities Law, 1968; Institutional Investor as defined in Regulation 1 of the Supervision Financial Services Regulations 2009 or a Manager of a Joint Investment Trust Fund as defined in the Joint Investment Trust Law, 1994; Shareholders can classify themselves by voting FOR or AGAINST on any of these items.

Date range covered: 04/01/2021 to 04/30/2021

#### **NICE Ltd. (Israel)**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
B3	If you are an Institutional Investor as defined in Regulation 1 of the Supervision Financial Services Regulations 2009 or a Manager of a Joint Investment Trust Fund as defined in the Joint Investment Trust Law, 1994, vote FOR. Otherwise, vote against.	None	For

Blended Rationale: If such an item is included in the proxy card, shareholders must classify themselves according to the following categories: Interest Holder as defined in Section 1 of the Securities Law, 1968; Senior Officer as defined in Section 37(D) of the Securities Law, 1968; Institutional Investor as defined in Regulation 1 of the Supervision Financial Services Regulations 2009 or a Manager of a Joint Investment Trust Fund as defined in the Joint Investment Trust Law, 1994; Shareholders can classify themselves by voting FOR or AGAINST on any of these items.

#### **Persimmon Plc**

Meeting Date: 04/28/2021

Country: United Kingdom

Meeting Type: Annual

Ticker: PSN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Remuneration Report	For	For
3	Re-elect Roger Devlin as Director	For	For
4	Elect Dean Finch as Director	For	For
5	Re-elect Michael Killoran as Director	For	For
6	Re-elect Nigel Mills as Director	For	For
7	Re-elect Rachel Kentleton as Director	For	For
8	Re-elect Simon Litherland as Director	For	For
9	Re-elect Joanna Place as Director	For	For
10	Elect Annemarie Durbin as Director	For	For
11	Elect Andrew Wyllie as Director	For	For
12	Reappoint Ernst & Young LLP as Auditors	For	For
13	Authorise the Audit Committee to Fix Remuneration of Auditors	For	For
14	Authorise Issue of Equity	For	For
15	Authorise Issue of Equity without Pre-emptive Rights	For	For
16	Authorise Market Purchase of Ordinary Shares	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **Persimmon Plc**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
17	Adopt New Articles of Association	For	For
18	Authorise the Company to Call General Meeting with Two Weeks' Notice	For	For

## **Portland General Electric Company**

Meeting Date: 04/28/2021

Country: USA

Meeting Type: Annual

Ticker: POR

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Rodney Brown	For	For
1b	Elect Director Jack Davis	For	For
1c	Elect Director Kirby Dyess	For	For
1d	Elect Director Mark Ganz	For	For
1e	Elect Director Marie Oh Huber	For	For
1f	Elect Director Kathryn Jackson	For	For
1g	Elect Director Michael Lewis	For	For
1h	Elect Director Michael Millegan	For	For
1i	Elect Director Neil Nelson	For	For
1j	Elect Director Lee Pelton	For	For
1k	Elect Director Maria Pope	For	For
11	Elect Director James Torgerson	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify Deloitte & Touche LLP as Auditors	For	For

## **Prysmian SpA**

Meeting Date: 04/28/2021

Country: Italy

Meeting Type: Annual/Special

Ticker: PRY

Date range covered: 04/01/2021 to 04/30/2021

### **Prysmian SpA**

Proposal	Vote		
Number	Proposal Text	Mgmt Rec	Instruct
	Ordinary Business		
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Allocation of Income	For	For
3	Fix Number of Directors	For	For
4	Fix Board Terms for Directors	For	For
	Appoint Directors (Slate Election) - Choose One of the Following Slates		
5.1	Slate 1 Submitted by Management	For	For
5.2	Slate 2 Submitted by Institutional Investors (Assogestioni)	None	Against
	Supporting Slate 1 would ensure that all the directors are elected the board composition. However, institutional investors who have they support Slate 2 in order to prevent possible allegation of li	ve contributed to present Slate 2 may want to make su	-
6	Approve Remuneration of Directors	For	For
7	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	For	For
8	Amend Employee Stock Purchase Plan	For	For
9	Approve Remuneration Policy	For	For
10	Approve Second Section of the Remuneration Report	For	For
	Extraordinary Business		
1	Authorize the Convertibility of the Equity-Linked Bond; Approve Capital Increase Without Preemptive Rights to the Service the Conversion of Bonds	For	For
Α	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	None	Against

Blended Rationale: This item warrants a vote AGAINST due to the lack of disclosure regarding the proposed deliberation.

### **Qualitas Controladora S.A.B. de C.V.**

Meeting Date: 04/28/2021 Country: Mexico

Meeting Type: Annual/Special Ticker: Q

Date range covered: 04/01/2021 to 04/30/2021

# **Qualitas Controladora S.A.B. de C.V.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	This is a Duplicate Meeting for Ballots Received via Broadridge Distribution System		
	Ordinary Business		
1	Approve Financial Statements and Statutory Reports	For	For
2	Accept Report on Adherence to Fiscal Obligations	For	For
3	Approve Reports on Transactions Carried Out by Audit Committee and Corporate Practices Committee	For	For
4	Approve Allocation of Income	For	For
5	Approve Report on Share Repurchase and Set Aggregate Nominal Amount of Share Repurchase Reserve	For	For
6	Elect or Ratify Board Members, Executives and Members of Key Committees	For	Against
	Blended Rationale: A vote AGAINST this item is warranted beca- director nominees, the proposed board's level of independence growing expectations of institutional shareholders.		
7	Approve Remuneration of Directors and Members of Key Committees	For	For
	Extraordinary Business		
1	Approve Reduction in Share Capital via Cancellation of Treasury Shares	For	For
2	Amend Articles to Reflect Changes in Capital	For	For
3	Authorize Board to Ratify and Execute	For	For

### **Royal Unibrew A/S**

Meeting Date: 04/28/2021 Country: Denmark

Meeting Type: Annual

Ticker: RBREW

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Receive Report of Board		
2	Accept Financial Statements and Statutory	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Royal Unibrew A/S**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3	Approve Discharge of Management and Board	For	For
4	Approve Allocation of Income and Dividends of DKK 13.5 Per Share	For	For
5	Approve Remuneration Report (Advisory Vote)	For	Against
	Blended Rationale: A vote AGAINST this item is warranted because the restricted year under review, had short performance periods.	d conditional shares that vested in the fiscal	
6	Approve Remuneration of Directors in the Amount of DKK 1.1 Million for Chairman, DKK 665,000 for Vice Chairman and DKK 380,000 for Other Directors; Approve Remuneration for Committee Work	For	For
7.1	Approve DKK 1.1 Million Reduction in Share Capital via Share Cancellation	For	For
7.2	Authorize Share Repurchase Program	For	For
7.3	Allow Shareholder Meetings to be Held by Electronic Means Only	For	Against
	Blended Rationale: A vote AGAINST is warranted because the new articles appears shareholder meetings. While there are benefits from allowing participation at shavirtual-only meetings may hinder meaningful exchanges between management a avoid uncomfortable questions.	areholder meetings via electronic means,	
7.4	Approve Company Announcements in English	For	For
7.5	Amend Articles Re: Attendance at General Meetings	For	For
8.a	Reelect Walther Thygesen as Director	For	For
8.b	Reelect Jais Valeur as Director	For	For
8.c	Reelect Christian Sagild as Director	For	For
8.d	Reelect Catharina Stackelberg-Hammaren as Director	For	For
8.e	Reelect Heidi Kleinbach-Sauter as Director	For	For
8.f	Elect Peter Ruzicka as New Director	For	For
8.g	Elect Torben Carlsen as New Director	For	For
9	Ratify Deloitte as Auditors	For	For
10	Other Business		

Ticker: TFNFY6.F

### **RWC Funds - RWC Asia Convertibles Fund**

Meeting Date: 04/28/2021 Country: Luxembourg

Meeting Type: Annual

Date range covered: 04/01/2021 to 04/30/2021

#### **RWC Funds - RWC Asia Convertibles Fund**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Receive and Approve Board's Report	For	For
2	Receive and Approve Auditor's Report	For	For
3	Approve Audited Financial Statements	For	For
4	Approve Allocation of Income	For	For
5	Approve Discharge of Directors	For	For
6	Ratify Remuneration of EUR 35,000 to Director Richard Goddard and EUR 25,000 to Directors Paul de Quant and Benoit Andrianne for the Financial Year Ended on 31 December 2020	For	For
7	Approve Remuneration of Directors Richard Goddard, Benoit Andrianne and Paul de Quant for the Financial Year Ending on 31 December 2021	For	For
8	Re-elect Daniel Mannix, Benoit Andrianne, Richard Goddard, Paul De Quant and Ian Weston as Directors	For	For
9	Renew Appointment of PricewaterhouseCoopers as Auditor	For	For

#### **RWC Funds - RWC Global Convertibles Fund**

Meeting Date: 04/28/2021

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

Ticker: N5PWYX.F

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Receive and Approve Board's Report	For	For
2	Receive and Approve Auditor's Report	For	For
3	Approve Audited Financial Statements	For	For
4	Approve Allocation of Income	For	For
5	Approve Discharge of Directors	For	For
6	Ratify Remuneration of EUR 35,000 to Director Richard Goddard and EUR 25,000 to Directors Paul de Quant and Benoit Andrianne for the Financial Year Ended on 31 December 2020	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **RWC Funds - RWC Global Convertibles Fund**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7	Approve Remuneration of Directors Richard Goddard, Benoit Andrianne and Paul de Quant for the Financial Year Ending on 31 December 2021	For	For
8	Re-elect Daniel Mannix, Benoit Andrianne, Richard Goddard, Paul De Quant and Ian Weston as Directors	For	For
9	Renew Appointment of PricewaterhouseCoopers as Auditor	For	For

#### **RWE AG**

Meeting Date: 04/28/2021

Country: Germany

Meeting Type: Annual

Ticker: RWE

D			Vote
Proposal Number	Proposal Text	Mgmt Rec	vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2020 (Non-Voting)		
2	Approve Allocation of Income and Dividends of EUR 0.85 per Share	For	For
3	Approve Discharge of Management Board for Fiscal Year 2020	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2020	For	For
5	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2021	For	For
6.1	Elect Werner Brandt to the Supervisory Board	For	For
6.2	Elect Hans Buenting to the Supervisory Board	For	For
6.3	Elect Ute Gerbaulet to the Supervisory Board	For	For
6.4	Elect Hans-Peter Keitel to the Supervisory Board	For	For
6.5	Elect Monika Kircher to the Supervisory Board	For	For
6.6	Elect Guenther Schartz to the Supervisory Board	For	For
6.7	Elect Erhard Schipporeit to the Supervisory Board	For	For
6.8	Elect Ullrich Sierau to the Supervisory Board	For	For
6.9	Elect Hauke Stars to the Supervisory Board	For	For
6.10	Elect Helle Valentin to the Supervisory Board	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **RWE AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7	Approve Remuneration Policy	For	For
8	Approve Remuneration of Supervisory Board	For	For
9	Approve Creation of EUR 346.2 Million Pool of Capital with Partial Exclusion of Preemptive Rights	For	For
10	Approve Issuance of Warrants/Bonds with Warrants Attached/Convertible Bonds with Partial Exclusion of Preemptive Rights up to Aggregate Nominal Amount of EUR 5 Billion; Approve Creation of EUR 173.1 Million Pool of Capital to Guarantee Conversion Rights	For	For
11	Amend Articles Re: By-elections to the Supervisory Board	For	For
12	Amend Articles Re: Election of Chairman and Deputy Chairman of the Supervisory Board	For	For
13	Amend Articles Re: Proof of Entitlement	For	For

# S.C. Fondul Proprietatea SA

Meeting Date: 04/28/2021

Country: Romania

Meeting Type: Annual/Special

Ticker: FP

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Meeting for GDR Holders		
	Extraordinary Business		
1	Amend Article 33 of Bylaws	For	For
2	Approve Reduction in Capital Via Cancellation of Shares	For	For
3	Approve Meeting's Record Date and Ex-Date	For	For
	Ordinary Business		
1.1	Approve Continuation of the Mandate of Franklin Templeton International Services as Alternative Investment Fund Manager and Sole Director	For	For
1.2	Subject to Rejection of Item 1.1 , Approve Termination of Mandate of Franklin Templeton International Services Sarl as Alternative Investment Fund Manager and Sole Director and Launch Procedure for Selection of New Fund Manager and Sole Director	Against	Against

Date range covered: 04/01/2021 to 04/30/2021

# S.C. Fondul Proprietatea SA

# **Sabre Corporation**

Meeting Date: 04/28/2021

Country: USA

Meeting Type: Annual

Ticker: SABR

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director George Bravante, Jr.	For	For
1.2	Elect Director Hervé Couturier	For	For
1.3	Elect Director Gary Kusin	For	For
1.4	Elect Director Gail Mandel	For	For
1.5	Elect Director Sean Menke	For	For
1.6	Elect Director Phyllis Newhouse	For	For
1.7	Elect Director Karl Peterson	For	For
1.8	Elect Director Zane Rowe	For	For
1.9	Elect Director Gregg Saretsky	For	For
1.10	Elect Director John Scott	For	For
1.11	Elect Director Wendi Sturgis	For	For
2	Ratify Ernst & Young LLP as Auditors	For	For
3	Approve Omnibus Stock Plan	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Sabre Corporation**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against
	Blended Rationale: A vote AGAINST this proposal is warranted for the unmitigated pay-for-performance misalignment.  Adjustments to the annual incentives in response to the COVID-19 pandemic were reasonable and pay opportunities were lowered. However, significant concerns are raised regarding the long-term incentives as multiple adjustments were made to mid-cycle awards. As a result, PRSUs measured against FY20 performance were deemed achieved at target, which is particularly concerning as PRSUs granted in prior years were subject to one-year performance periods. Shareholders generally prefer that long-term incentives are designed to smooth performance over the long-term and should not be altered in response to negative short-term market impacts. In addition, the compensation committee granted significant off-cycle, time-vesting retention awards to NEOs, with the CEO receiving an additional time-vesting retention award in FY21.		
5	Advisory Vote on Say on Pay Frequency	One Year	One Year

# **Savola Group**

Meeting Date: 04/28/2021

Country: Saudi Arabia

Meeting Type: Annual

Ticker: 2050

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
Number	Proposal Text	mgmt Rec	Instruction
	Ordinary Business		
1	Approve Auditors' Report on Company Financial Statements for FY 2020	For	For
2	Accept Consolidated Financial Statements and Statutory Reports for FY 2020	For	For
3	Approve Board Report on Company Operations for FY 2020	For	For
4	Approve Discharge of Directors for FY 2020	For	For
5	Approve Remuneration of Directors of SAR 2,200,000 for FY 2020	For	For
6	Ratify Auditors and Fix Their Remuneration for Q2, Q3, Q4 and Annual Statement of FY 2021, FY 2022, and Q1 of FY 2023	For	For
7	Approve Dividends of SAR 0.75 per Share for FY 2020	For	For
8	Authorize Share Repurchase Program Up to 1,200,000 Shares as Treasury Shares and to be Allocated to Employees' Long Term Incentive Plan and Authorize the Board to Execute Approved Resolution	For	Against
	Blended Rationale: A vote AGAINST this proposal is warranted the plan including the existence of the performance conditions		litions of
9	Elect Tariq Al Qaraawi as Member of Audit Committee	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Savola Group**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
10	Approve Corporate Social Responsibility Policy	For	For
11	Approve Related Party Transactions Re: Between Panda Retail Company and Almarai Company	For	For
12	Approve Related Party Transactions Re: Between United Sugar Company and Almarai Company	For	For
13	Approve Related Party Transactions Re: Between International Food Industries Co and Almarai Company	For	For
14	Approve Related Party Transactions Re: Between Afia International Company and Almarai Company	For	For
15	Approve Related Party Transactions Re: Between Panda Retail Company and Mayar Foods Company	For	For
16	Approve Related Party Transactions Re: Between Panda Retail Company and Del Monte Saudi Arabia Company	For	For
17	Approve Related Party Transactions Re: Between Panda Retail Company and Del Monte Saudi Arabia Company	For	For
18	Approve Related Party Transactions Re: Between Panda Retail Company and Nestle Saudi Arabia Limited	For	For
19	Approve Related Party Transactions Re: Between Panda Retail Company and Al Manhal Water Factory Co. Ltd.	For	For
20	Approve Related Party Transactions Re: Between Panda Retail Company and Abdul Qader AlMuhaidib & Sons Co.	For	For
21	Approve Related Party Transactions Re: Between Panda Retail Company and Al Mahbaj Al Shamia Trading Company	For	For
22	Approve Related Party Transactions Re: Between Panda Retail Company and Waste Collection and Recycling Company Ltd	For	For
23	Approve Related Party Transactions Re: Between Panda Retail Company and Zohoor Alreef Company	For	For
24	Approve Related Party Transactions Re: Between Panda Retail Company and Aljazirah Dates and Food Factory	For	For
25	Approve Related Party Transactions Re: Between Panda Retail Company and Herfy Food Services Company	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Savola Group**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
26	Approve Related Party Transactions Re: Between Afia International Company and Herfy Food Services Company	For	For
27	Approve Related Party Transactions Re: Between United Sugar Company and Herfy Food Services Company	For	For
28	Approve Related Party Transactions Re: Between International Food Industries Co and Herfy Food Services Company	For	For
29	Approve Related Party Transactions Re: Between Panda Retail Company and Dur Hospitality	For	For
30	Approve Related Party Transactions Re: Between Panda Retail Company and Kinan International	For	For

# **Schneider Electric SE**

Meeting Date: 04/28/2021 Country: France

Meeting Type: Annual/Special

Ticker: SU

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Ordinary Business		
1	Approve Financial Statements and Statutory Reports	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	For	For
3	Approve Treatment of Losses and Dividends of EUR 2.60 per Share	For	For
4	Approve Auditors' Special Report on Related-Party Transactions Mentionning the Absence of New Transactions	For	For
5	Approve Compensation Report of Corporate Officers	For	For
6	Approve Compensation of Jean-Pascal Tricoire, Chairman and CEO	For	For
7	Approve Remuneration Policy of Chairman and CEO	For	For
8	Approve Remuneration Policy of Directors	For	For
9	Reelect Jean-Pascal Tricoire as Director	For	For
10	Elect Anna Ohlsson-Leijon as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Schneider Electric SE**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
11	Elect Thierry Jacquet as Representative of Employee Shareholders to the Board	Against	Against
12	Elect Zennia Csikos as Representative of Employee Shareholders to the Board	Against	Against
13	Reelect Xiaoyun Ma as Representative of Employee Shareholders to the Board	For	For
14	Elect Malene Kvist Kristensen as Representative of Employee Shareholders to the Board	Against	Against
15	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For
	Extraordinary Business		
16	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 800 Million	For	For
17	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 224 Million	For	For
18	Approve Issuance of Equity or Equity-Linked Securities for Private Placements up to Aggregate Nominal Amount of EUR 120 Million	For	For
19	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 16-18	For	For
20	Authorize Capital Increase of up to 9.88 Percent of Issued Capital for Contributions in Kind	For	For
21	Authorize Capitalization of Reserves of Up to EUR 800 Million for Bonus Issue or Increase in Par Value	For	For
22	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	For	For
23	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	For	For
24	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	For	For
25	Amend Article 13 of Bylaws Re: Editorial Change	For	For
26	Authorize Filing of Required Documents/Other Formalities	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **SM Investments Corp.**

Meeting Date: 04/28/2021

Country: Philippines

Meeting Type: Annual

Ticker: SM

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruc
1	Approve the Minutes of Previous Annual Stockholders' Meeting	For	For
2	Approve 2020 Annual Report	For	For
3	Ratify All Acts and Resolutions of the Board of Directors and Management	For	For
	Elect 8 Directors by Cumulative Voting		
4.1	Elect Teresita T. Sy as Director	For	For
4.2	Elect Henry T. Sy, Jr. as Director	For	For
4.3	Elect Harley T. Sy as Director	For	For
4.4	Elect Jose T. Sio as Director	For	For
4.5	Elect Frederic C. DyBuncio as Director	For	For
4.6	Elect Tomasa H. Lipana as Director	For	For
4.7	Elect Alfredo E. Pascual as Director	For	For
4.8	Elect Robert G. Vergara as Director	For	For
5	Elect SyCip Gorres Velayo & Co. as External Auditor	For	For
6	Approve Other Matters	For	Against

Blended Rationale: A vote AGAINST this resolution is warranted because the company did not disclose the other matters that will be taken up under this resolution.

# **SNAM SpA**

Meeting Date: 04/28/2021

Country: Italy

Meeting Type: Annual

Ticker: SRG

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Ordinary Business		
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Allocation of Income	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **SNAM SpA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	For	For
4.1	Approve Remuneration Policy	For	For
4.2	Approve Second Section of the Remuneration Report	For	For
5	Approve Proposed Changes to the 2020-2022 Long Term Share Incentive Plan	For	For
Α	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	None	Against

Blended Rationale: This item warrants a vote AGAINST due to the lack of disclosure regarding the proposed deliberation.

# **South State Corporation**

Meeting Date: 04/28/2021

Country: USA

Meeting Type: Annual

Ticker: SSB

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
1a	Elect Director John C. Corbett	For	For
1b	Elect Director Jean E. Davis	For	For
1c	Elect Director Martin B. Davis	For	For
1d	Elect Director Robert H. Demere, Jr.	For	For
1e	Elect Director Cynthia A. Hartley	For	For
1f	Elect Director Robert R. Hill, Jr.	For	For
1g	Elect Director John H. Holcomb, III	For	For
1h	Elect Director Robert R. Horger	For	For
1i	Elect Director Charles W. McPherson	For	For
1j	Elect Director G. Ruffner Page, Jr.	For	For
1k	Elect Director Ernest S. Pinner	For	For
11	Elect Director John C. Pollok	For	For
1m	Elect Director William Knox Pou, Jr.	For	For
<b>1</b> n	Elect Director David G. Salyers	For	For
10	Elect Director Joshua A. Snively	For	For
1p	Elect Director Kevin P. Walker	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **South State Corporation**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify Dixon Hughes Goodman LLP as Auditors	For	For

# **Spirit AeroSystems Holdings, Inc.**

Meeting Date: 04/28/2021

Country: USA

Meeting Type: Annual

Ticker: SPR

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct
1a	Elect Director Stephen A. Cambone	For	For
1b	Elect Director Charles L. Chadwell	For	For
1c	Elect Director Irene M. Esteves	For	For
1d	Elect Director Paul E. Fulchino	For	For
1e	Elect Director Thomas C. Gentile, III	For	For
1f	Elect Director Richard A. Gephardt	For	For
1g	Elect Director Robert D. Johnson	For	For
1h	Elect Director Ronald T. Kadish	For	For
1i	Elect Director John L. Plueger	For	For
1j	Elect Director Laura H. Wright	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify Ernst & Young LLP as Auditors	For	For
4	Amend Proxy Access Right	Against	For

Blended Rationale: A vote FOR this proposal is warranted as the proposed elimination of the 20-shareholder aggregation limit would improve the company's existing proxy access right for shareholders.

#### **Teck Resources Limited**

Meeting Date: 04/28/2021

Country: Canada

Meeting Type: Annual/Special

Ticker: TECK.B

Date range covered: 04/01/2021 to 04/30/2021

### **Teck Resources Limited**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Meeting for Class A Common and Class B Subordinate Voting Shareholders		
1A	Elect Director Mayank M. Ashar	For	For
	Blended Rationale: Vote FOR all proposed nominees as no significant conce	rns have been identified at this time.	
1B	Elect Director Quan Chong	For	For
	Blended Rationale: Vote FOR all proposed nominees as no significant conce.	rns have been identified at this time.	
1C	Elect Director Edward C. Dowling	For	For
	Blended Rationale: Vote FOR all proposed nominees as no significant conce	rns have been identified at this time.	
1D	Elect Director Eiichi Fukuda	For	For
	Blended Rationale: Vote FOR all proposed nominees as no significant conce.	rns have been identified at this time.	
1E	Elect Director Toru Higo	For	For
	Blended Rationale: Vote FOR all proposed nominees as no significant conce.	rns have been identified at this time.	
1F	Elect Director Norman B. Keevil, III	For	For
	Blended Rationale: Vote FOR all proposed nominees as no significant conce	rns have been identified at this time.	
1G	Elect Director Donald R. Lindsay	For	For
	Blended Rationale: Vote FOR all proposed nominees as no significant conce	rns have been identified at this time.	
1H	Elect Director Sheila A. Murray	For	For
	Blended Rationale: Vote FOR all proposed nominees as no significant conce	rns have been identified at this time.	
1I	Elect Director Tracey L. McVicar	For	For
	Blended Rationale: Vote FOR all proposed nominees as no significant conce	rns have been identified at this time.	
1J	Elect Director Kenneth W. Pickering	For	For
	Blended Rationale: Vote FOR all proposed nominees as no significant conce	rns have been identified at this time.	
1K	Elect Director Una M. Power	For	For
	Blended Rationale: Vote FOR all proposed nominees as no significant conce	rns have been identified at this time.	
1L	Elect Director Timothy R. Snider	For	For
	Blended Rationale: Vote FOR all proposed nominees as no significant conce.	rns have been identified at this time.	
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **Teck Resources Limited**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3	Advisory Vote on Executive Compensation Approach	For	Against
	Blended Rationale: Vote AGAINST this non-hinding advisory vo		

biended Rationale: Vote AGAINST this non-binding advisory vote. The Sustainability Advisory Services quantitative screen indicated a high concern which has been maintained upon further quantitative analysis of the company's compensation structure and practices. The CEO's 2020 total compensation increased by 34 percent as compared to 2019 due to a 60 percent increase in STI and 36 percent increase in LTI grant value (which is 50 percent performance conditioned), even as TSR stood at only 3.9 percent for 2020. Furthermore, the company significantly underperformed its own peer group in terms of TSR in both one-year and three-year timeframes, and its operational performance, as evidenced by EBITDA margin and ROE, also appears to be lagging its peers for the last two years. While, the company's realized/realizable pay appears to be aligned with the TSR performance, the increase of 34 percent in CEO compensation does not appear to be in line with the significant TSR underperformance along with the substandard operating performance in the last two years. The company has not disclosed specific targets, thresholds associated with the STI payouts and also no rationale was provided pertaining to the 36 percent increase in LTI grant value. Such disclosure improves shareholders' ability to assess the rigor by which targets are set and awards are made. In light of the above along with the problematic pay practice associated with CEO's change in control agreement, this non-binding say-on-pay proposal is at this stage not supported.

4 Amend General By-law No. 1

For

For

### **Teledyne Technologies Incorporated**

Meeting Date: 04/28/2021

Country: USA

Meeting Type: Annual

Ticker: TDY

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Denise R. Cade	For	For
1.2	Elect Director Simon M. Lorne	For	For
1.3	Elect Director Wesley W. von Schack	For	For
2	Ratify Deloitte & Touche LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

### **Telenet Group Holding NV**

Meeting Date: 04/28/2021

Country: Belgium

Meeting Type: Annual

Ticker: TNET

Proposal		Vote
Number Proposal Text	Mgmt Rec	Instruction

Annual Meeting Agenda

Date range covered: 04/01/2021 to 04/30/2021

# **Telenet Group Holding NV**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Receive Directors' and Auditors' Reports (Non-Voting)		
2	Receive Consolidated Financial Statements and Statutory Reports (Non-Voting)		
3	Approve Financial Statements, Allocation of Income, and Dividends of EUR 1.375 per Share	For	For
4	Approve Remuneration Report	For	Against
	Blended Rationale: A vote AGAINST is warranted, because:- The company's STI and the payout percentage of the maximum salary The company discloses that metrics is required to receive a STI bonus. This means that with a relatively low Therefore, the criteria are insufficiently challenging The LTI pay-out is considerally-for-performance alignment. No maximum LTI award levels are disclosed The performance criteria (stock option plan and restricted shares plan).	t a 10 percent threshold for STI performance achievement, executives receive a bonus. red excessive, especially given the current	
5	Approve Remuneration Policy	For	Against
	Blended Rationale: A vote AGAINST is warranted, because:- The LTI pay-out is current pay-for-performance alignment. No maximum LTI award levels are discleperformance criteria (stock option plan and restricted shares plan) and RSUs and recognize there are applicable holding periods, overall the equity based remuner and running plans, without adequate caps or performance metrics giving it a high	osed There is insufficient disclosure on LTI d options vest prior to three years. Although we ration is complex due to the many overlapping	
6.a	Approve Discharge of Bert De Graeve (IDw Consult BV) as Director	For	For
6.b	Approve Discharge of Jo Van Biesbroeck (JoVB BV) as Director	For	For
6.c	Approve Discharge of Christiane Franck as Director	For	For
6.d	Approve Discharge of John Porter as Director	For	For
6.e	Approve Discharge of Charles H. Bracken as Director	For	For
6.f	Approve Discharge of Manuel Kohnstamm as Director	For	For
6.g	Approve Discharge of Severina Pascu as Director	For	For
6.h	Approve Discharge of Amy Blair as Director	For	For
6.i	Approve Discharge of Enrique Rodriguez as Director	For	For
7	Approve Discharge of Auditors	For	For
8(a)	Reelect John Porter as Director	For	For
8(b)	Approve that the Mandate of the Director Appointed is not Remunerated	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **Telenet Group Holding NV**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
9	Approve Change-of-Control Clause Re: Performance Shares, Share Option, and Restricted Share Plans	For	Against
	Blended Rationale: It is proposed to approve the change-of-control clause included in the performance share plans, the share option plan issued on March 16, 2020 (ESOP 2020), in accordance with article 7:151 of the Belgian company law on the automatic accelerated vesting mechanism in case of a takeover as defined under the issuance and exercise conditions of the		ne

#### **Textron Inc.**

Meeting Date: 04/28/2021

Country: USA

Meeting Type: Annual

option to be issued by the board of directors in the framework of the stock option plan under Item 4.

Ticker: TXT

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

Blended Rationale: The annual incentive program is based on pre-set financial and operational goals, and COVID-related STI adjustments are generally reasonable. Further, performance shares are now based on multi-year performance, although shareholders would benefit from forward-looking goal disclosure. Finally, pay and performance are reasonably aligned for the year in review. However, the committee demonstrated limited responsiveness to last year's relatively low support for say-on-pay, and a vote AGAINST this proposal is warranted. The company disclosed details of its engagement efforts with shareholders, although disclosure indicates that directors did not participate in these meetings. Further, although the company discloses positive feedback from investors with which it engaged, the company does not disclose any concerns expressed by shareholders as evidenced by last year's relatively low support for say-on-pay. While the company implemented several positive changes to the program in response to shareholder feedback following the 2019 AGM, shareholders were able to assess these changes before casting votes at the 2020 AGM. Accordingly, the company has demonstrated limited responsiveness.

Ratify Ernst & Young LLP as Auditors

Fo

For

Date range covered: 04/01/2021 to 04/30/2021

#### **Textron Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4	Provide Right to Act by Written Consent	Against	For
	Blended Rationale: A vote FOR this proposal is warranted given that the ability to		

Blended Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.

# **The Chemours Company**

Meeting Date: 04/28/2021

Country: USA

Meeting Type: Annual

Ticker: CC

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
1a	Elect Director Curtis V. Anastasio	For	For
1b	Elect Director Bradley J. Bell	For	For
1c	Elect Director Richard H. Brown	For	For
1d	Elect Director Mary B. Cranston	For	For
1e	Elect Director Curtis J. Crawford	For	For
1f	Elect Director Dawn L. Farrell	For	For
1g	Elect Director Erin N. Kane	For	For
1h	Elect Director Sean D. Keohane	For	For
1i	Elect Director Mark P. Vergnano	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	For	For
4	Eliminate Supermajority Vote Requirement to Amend Certificate of Incorporation and Bylaws	For	For
5	Amend Omnibus Stock Plan	For	For

# **The New York Times Company**

**Meeting Date:** 04/28/2021

Country: USA

Meeting Type: Annual

Ticker: NYT

Date range covered: 04/01/2021 to 04/30/2021

# **The New York Times Company**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Amanpal S. Bhutani	For	For
1.2	Elect Director Beth Brooke	For	For
1.3	Elect Director Brian P. McAndrews	For	For
1.4	Elect Director Doreen Toben	For	For
3	Ratify Ernst & Young LLP as Auditors	For	For

# **VICI Properties Inc.**

Meeting Date: 04/28/2021

Country: USA

Meeting Type: Annual

Ticker: VICI

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director James R. Abrahamson	For	For
1b	Elect Director Diana F. Cantor	For	For
1c	Elect Director Monica H. Douglas	For	For
1d	Elect Director Elizabeth I. Holland	For	For
1e	Elect Director Craig Macnab	For	For
1f	Elect Director Edward B. Pitoniak	For	For
1g	Elect Director Michael D. Rumbolz	For	For
2	Ratify Deloitte & Touche LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

### Vistra Corp.

Meeting Date: 04/28/2021

Country: USA

Meeting Type: Annual

Ticker: VST

Date range covered: 04/01/2021 to 04/30/2021

# **Vistra Corp.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructi
1.1	Elect Director Scott B. Helm	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.2	Elect Director Hilary E. Ackermann	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.3	Elect Director Arcilia C. Acosta	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.4	Elect Director Gavin R. Baiera	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.5	Elect Director Paul M. Barbas	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.6	Elect Director Lisa Crutchfield	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.7	Elect Director Brian K. Ferraioli	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.8	Elect Director Jeff D. Hunter	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.9	Elect Director Curtis A. Morgan	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.10	Elect Director John R. Sult	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
	Blended Rationale: Although a concern is noted, a vote FOR this proposal aligned at this time.	is warranted as pay and performance are	e reasonably
3	Ratify Deloitte & Touche LLP as Auditors	For	For

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Flect Director Scott B. Helm	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Vistra Corp.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.2	Elect Director Hilary E. Ackermann	For	For
1.3	Elect Director Arcilia C. Acosta	For	For
1.4	Elect Director Gavin R. Baiera	For	For
1.5	Elect Director Paul M. Barbas	For	For
1.6	Elect Director Lisa Crutchfield	For	For
1.7	Elect Director Brian K. Ferraioli	For	For
1.8	Elect Director Jeff D. Hunter	For	For
1.9	Elect Director Curtis A. Morgan	For	For
1.10	Elect Director John R. Sult	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify Deloitte & Touche LLP as Auditors	For	For

# W.W. Grainger, Inc.

Meeting Date: 04/28/2021

Country: USA

Meeting Type: Annual

Ticker: GWW

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Rodney C. Adkins	For	For
1.2	Elect Director Brian P. Anderson	For	For
1.3	Elect Director V. Ann Hailey	For	For
1.4	Elect Director Katherine D. Jaspon	For	For
1.5	Elect Director Stuart L. Levenick	For	For
1.6	Elect Director D.G. Macpherson	For	For
1.7	Elect Director Neil S. Novich	For	For
1.8	Elect Director Beatriz R. Perez	For	For
1.9	Elect Director Michael J. Roberts	For	For
1.10	Elect Director E. Scott Santi	For	For
1.11	Elect Director Susan Slavik Williams	For	For
1.12	Elect Director Lucas E. Watson	For	For

Date range covered: 04/01/2021 to 04/30/2021

# W.W. Grainger, Inc.

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.13	Elect Director Steven A. White	For	For
2	Ratify Ernst & Young LLP as Auditor	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

#### **Warehouses De Pauw SCA**

Meeting Date: 04/28/2021

Country: Belgium

Meeting Type: Annual

Ticker: WDP

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda		
1	Receive Directors' Reports (Non-Voting)		
2	Receive Auditors' Reports (Non-Voting)		
3	Receive Explanation of Company's Dividend Policy		
4	Approve Financial Statements and Allocation of Income	For	For
5	Approve Discharge of Directors	For	For
6	Approve Discharge of Auditors	For	For
7	Approve Remuneration Report	For	For
8	Reelect Frank Meysman as Director	For	For
9.1	Approve Change-of-Control Clause Re: Credit Agreements in which the Company Must Immediately Repay the Relevant Credit	For	For
9.2	Approve Change-of-Control Clause Re: Credit Agreements Permitted Between the Date of the Convocation to the General Meeting and the Effective Session of the General Meeting	For	For

#### **Warehouses De Pauw SCA**

Meeting Date: 04/28/2021

Country: Belgium

Meeting Type: Special

Ticker: WDP

Date range covered: 04/01/2021 to 04/30/2021

#### **Warehouses De Pauw SCA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Special Meeting Agenda		
A1	Receive Special Board Report Re: Renewal of Authorized Capital		
A2I	Authorize Increase in Share Capital of up to 50 Percent of Authorized Capital With Preemptive Rights by Cash Contributions	For	For
A2II	Renew Authorization to Increase Share Capital within the Framework of Authorized Capital	For	For
A2III	Authorize Increase in Share Capital of up to 10 Percent of Authorized Capital Without Preemptive Rights by Various Means	For	For
В	Authorize Implementation of Approved Resolutions and Filing of Required Documents/Formalities at Trade Registry	For	For

#### **Accor SA**

Meeting Date: 04/29/2021

Country: France

Meeting Type: Annual/Special

Ticker: AC

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Ordinary Business		
1	Approve Financial Statements and Statutory Reports	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	For	For
3	Approve Treatment of Losses	For	For
4	Approve Compensation of Corporate Officers	For	For
5	Approve Compensation of Sebastien Bazin, Chairman and CEO	For	Against

Blended Rationale: A vote AGAINST the remuneration report of Sébastien Bazin is warranted because:- Important modifications on the performance criteria attached to the annual bonus have been processed by the Company. The information provided does not allow to compare what the bonus amount would have been without changing these criteria;- While the new annual bonus criteria were fully achieved and have led to a payment representing 100% of the reviewed cap, the Company does not disclose their targets and details regarding their achievement level;- The targets and vesting scales of the criteria attached to the LTIP granted are not disclose, it is therefore impossible to assess their relevance;- There is a risk of compensation effect between criteria for LTIP granted during FY20, as occurs for awards that vested during FY under review; and- The levels of achievement of the performance criteria of LTIP 2018 will be calculated on a revised budget.

Date range covered: 04/01/2021 to 04/30/2021

#### **Accor SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
6	Approve Remuneration Policy of Chairman and CEO	For	For
7	Approve Remuneration Policy of Directors	For	For
8	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	For	For
9	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	Against
	Blended Rationale: This resolution warrants a vote AGAINST as the share takeover period.	repurchase program can be continued during a	
	Extraordinary Business		
10	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	For	For
11	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of 50 Percent of Issued Capital	For	For
12	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of 10 Percent of Issued Capital	For	For
13	Approve Issuance of Equity or Equity-Linked Securities for up to 10 Percent of Issued Capital Per Year Reserved for Specific Beneficiaries	For	For
14	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Above	For	For
15	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	For	For
16	Authorize Capitalization of Reserves of Up to 50 Percent of Issued Capital for Bonus Issue or Increase in Par Value	For	For
17	Set Total Limit for Capital Increase to Result from Issuance Requests Under Items 11-16 at 50 Percent of the Share Capital and Under Items 12-15 at 10 Percent of Issued Capital	For	For
18	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	For	For
19	Authorize up to 0.2 Percent of Issued Capital for Use in Restricted Stock Plans Under Performance Conditions Reserved for Some Employees	For	For
20	Amend Article 1 of Bylaws to Comply with Legal Changes	For	For
	Ordinary Business		

Date range covered: 04/01/2021 to 04/30/2021

#### **Accor SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
21	Authorize Board to Issue Free Warrants with Preemptive Rights During a Public Tender Offer	For	Against
	Blended Rationale: A vote AGAINST this form of antitakeover mechanism is warra	anted.	
22	Authorize Filing of Required Documents/Other Formalities	For	For

### **AEVIS VICTORIA SA**

Meeting Date: 04/29/2021

Country: Switzerland

Meeting Type: Annual

Ticker: AEVS

roposal umber	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Remuneration Report	For	Against
	Blended Rationale: A vote AGAINST the remuneration report is remuneration report is poor by market standards Caps on sho remuneration report does not provide detailed information on p	rt-term incentive remuneration are not disclosed The	the
3	Approve Allocation of Income and Omission of Dividends	For	For
4	Approve Discharge of Board and Senior Management	For	For
5.1	Reelect Christian Wenger as Director and Board Chairman	For	For
5.2	Reelect Raymond Loretan as Director	For	For
5.3	Reelect Antoine Hubert as Director	For	For
5.4	Reelect Michel Reybier as Director	For	For
5.5	Reelect Anne-Flore Reybier as Director	For	For
5.6	Reelect Antoine Kohler as Director	For	For
5.7	Reelect Cedric George as Director	For	For
.1	Reappoint Cedric George as Member of the Nomination and Compensation Committee	For	For
.2	Reappoint Antoine Kohler as Member of the Nomination and Compensation Committee	For	For
,	Ratify Berney Associes Audit SA as Auditors	For	For
3	Designate Jacques-Daniel Noverraz as Independent Proxy	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **AEVIS VICTORIA SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
9	Approve Extension of CHF 36.2 Million Pool of Authorized Capital without Preemptive Rights	For	Against
	Blended Rationale: A vote AGAINST the proposed authorization capital increase without preemptive rights for up to 43.3 perce	for a	
10	Approve Remuneration of Directors in the Amount of CHF 1.3 Million	For	Against
	Blended Rationale: A vote AGAINST this resolution is warrante system for the vice chairman of the board (applying at group s in place for variable elements The company has not indicated vice chairman and the non-executive directors respectively.	subsidiary level) including performance metrics and poten	tial caps
11	Approve Remuneration of Executive Committee in the Amount of CHF 987,784	For	For
			Against

#### **Ambev SA**

Meeting Date: 04/29/2021

Country: Brazil

shareholders' best interest to vote against this item on a precautionary basis.

Meeting Type: Annual

Ticker: ABEV3

roposal lumber	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For
2	Approve Allocation of Income and Dividends	For	For
3	Elect Fiscal Council Members	For	Abstain
	Blended Rationale: An ABSTAIN vote recommendation is warra	- · · · · · · · · · · · · · · · · · · ·	
	minority shareholders to concentrate their votes on the election under Item 5 of this meeting agenda.	n or a minority tiscai council candidate, as further disc	usseu

Blended Rationale: A vote AGAINST this request is warranted because lack of timely disclosure prevents international institutional investors from making an informed voting decision.

Date range covered: 04/01/2021 to 04/30/2021

#### **Ambev SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
5	Elect Vinicius Balbino Bouhid as Fiscal Council Member and Carlos Tersandro Fonseca Adeodato as Alternate Appointed by Minority Shareholder	None	For		
	Blended Rationale: A vote FOR this item is warranted because:- The names of the fiscal council nominee and alternate appointed by minority shareholders have been disclosed;- There is no indication of competing minority ordinary nominees; and-There are no known concerns regarding the proposed minority nominees. Institutional shareholders should provide explicit voting instructions if they seek to elect a specific candidate.				
6	Approve Remuneration of Company's Management	For	Against		
	Blended Rationale: A vote AGAINST this proposal is warranted be compensation of its highest-paid administrator does not appear it				
7	Approve Remuneration of Fiscal Council Members	For	For		
8	In the Event of a Second Call, the Voting Instructions Contained in this Remote Voting Card May Also be Considered for the Second Call?	None	For		

#### **Ambev SA**

Meeting Date: 04/29/2021

Country: Brazil

Meeting Type: Special

Ticker: ABEV3

roposal umber	Proposal Text	Mgmt Rec	Vote Instruction
1	Amend Article 2	For	For
2	Amend Article 3 Re: Corporate Purpose	For	For
3	Amend Article 5 to Reflect Changes in Capital	For	For
4	Amend Article 21	For	For
5	Consolidate Bylaws	For	For
6	In the Event of a Second Call, the Voting Instructions Contained in this Remote Voting Card May Also be Considered for the Second Call?	None	For

Blended Rationale: A vote FOR this administrative request is warranted.

Date range covered: 04/01/2021 to 04/30/2021

#### **Arco Platform Limited**

Meeting Date: 04/29/2021 Count

Country: Cayman Islands

Meeting Type: Annual

Ticker: ARCE

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Elect Director Carla Schmitzberger	For	For
3	Elect Director Beatriz Amary	For	For

### **Ascendas Real Estate Investment Trust**

Meeting Date: 04/29/2021

Country: Singapore

Meeting Type: Annual

Ticker: A17U

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Adopt Report of the Trustee, Statement by the Manager, Audited Financial Statements and Auditors' Report	For	For
2	Approve Ernst & Young LLP as Auditors and Authorize Manager to Fix Their Remuneration	For	For
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	For	For
4	Authorize Unit Repurchase Program	For	For

# **ASML Holding NV**

Meeting Date: 04/29/2021

Country: Netherlands

Meeting Type: Annual

Ticker: ASML

Proposal			Vote
	Proposal Text	Mgmt Rec	Instruction
	•	_	

Annual Meeting Agenda

- 1 Open Meeting
- Discuss the Company's Business, Financial
   Situation and Sustainability

Date range covered: 04/01/2021 to 04/30/2021

# **ASML Holding NV**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3.a	Approve Remuneration Report	For	For
3.b	Adopt Financial Statements and Statutory Reports	For	For
3.c	Receive Clarification on Company's Reserves and Dividend Policy		
3.d	Approve Dividends of EUR 2.75 Per Share	For	For
4.a	Approve Discharge of Management Board	For	For
4.b	Approve Discharge of Supervisory Board	For	For
5	Approve Number of Shares for Management Board	For	For
6	Approve Certain Adjustments to the Remuneration Policy for Management Board	For	For
7	Approve Certain Adjustments to the Remuneration Policy for Supervisory Board	For	For
8	Receive Information on the Composition of the Management Board		
9.a	Elect B. Conix to Supervisory Board	For	For
9.b	Receive Information on the Composition of the Supervisory Board		
10	Ratify KPMG Accountants N.V. as Auditors	For	For
11.a	Grant Board Authority to Issue Shares Up to 5 Percent of Issued Capital for General Purposes	For	For
11.b	Authorize Board to Exclude Preemptive Rights from Share Issuances under Item 11.a	For	For
11.c	Grant Board Authority to Issue or Grant Rights to Subscribe for Ordinary Shares Up to 5 Percent in Case of Merger or Acquisition	For	For
11.d	Authorize Board to Exclude Preemptive Rights from Share Issuances under 11.c	For	For
12.a	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For
12.b	Authorize Additional Repurchase of Up to 10 Percent of Issued Share Capital	For	For
13	Authorize Cancellation of Repurchased Shares	For	For
14	Other Business (Non-Voting)		
15	Close Meeting		

Date range covered: 04/01/2021 to 04/30/2021

# **ASML Holding NV**

Meeting Date: 04/29/2021 Country: Netherlands

Meeting Type: Annual

Ticker: ASML

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
	Meeting for ADR Holders	<u> </u>		
	Annual Meeting Agenda			
1	Open Meeting			
2	Discuss the Company's Business, Financial Situation and Sustainability			
3.a	Approve Remuneration Report	For	For	
3.b	Adopt Financial Statements and Statutory Reports	For	For	
3.c	Receive Clarification on Company's Reserves and Dividend Policy			
3.d	Approve Dividends of EUR 2.75 Per Share	For	For	
4.a	Approve Discharge of Management Board	For	For	
4.b	Approve Discharge of Supervisory Board	For	For	
5	Approve Number of Shares for Management Board	For	For	
6	Approve Certain Adjustments to the Remuneration Policy for Management Board	For	For	
7	Approve Certain Adjustments to the Remuneration Policy for Supervisory Board	For	For	
8	Receive Information on the Composition of the Management Board			
9.a	Elect B. Conix to Supervisory Board	For	For	
9.b	Receive Information on the Composition of the Supervisory Board			
10	Ratify KPMG Accountants N.V. as Auditors	For	For	
11.a	Grant Board Authority to Issue Shares Up to 5 Percent of Issued Capital for General Purposes	For	For	
11.b	Authorize Board to Exclude Preemptive Rights from Share Issuances under Item 11.a	For	For	
11.c	Grant Board Authority to Issue or Grant Rights to Subscribe for Ordinary Shares Up to 5 Percent in Case of Merger or Acquisition	For	For	
11.d	Authorize Board to Exclude Preemptive Rights from Share Issuances under 11.c	For	For	

Date range covered: 04/01/2021 to 04/30/2021

### **ASML Holding NV**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
12.a	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For
12.b	Authorize Additional Repurchase of Up to 10 Percent of Issued Share Capital	For	For
13	Authorize Cancellation of Repurchased Shares	For	For
14	Other Business (Non-Voting)		
15	Close Meeting		

#### **AXA SA**

Meeting Date: 04/29/2021

Country: France

Meeting Type: Annual/Special

Ticker: CS

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Ordinary Business		
1	Approve Financial Statements and Statutory Reports	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	For	For
3	Approve Allocation of Income and Dividends of EUR 1.43 per Share	For	For
4	Approve Compensation Report of Corporate Officers	For	For
5	Approve Compensation of Denis Duverne, Chairman of the Board	For	For
6	Approve Compensation of Thomas Buberl, CEO	For	Against

Blended Rationale: Despite notable improvements a vote AGAINST this remuneration report is warranted because:- The justifications of the adjustments made to neutralize the impact of Covid-19 on the STI and LTI are not deemed compelling enough;- The increased number of shares granted during FY20 along with the change in the plan's grant date triggers a potential windfall effect. While the decision to change the plan's grant date was announced in 2019 before the sanitary crisis (plans were previously implemented in June), the company has not disclosed how this potential risk of windfall effect had been taken into account when shares were granted. This is all the more problematic as it is also proposed to revise performance conditions attached to this plan to take into account the impact of the sanitary crisis. The options of the 2017 plan that should have vested this year have seem to have failed the performance criteria for the initial performance period and are being retested on upcoming exercises.

7	Approve Amendment of Remuneration Policy of CEO Re: GM 2019 and 2020	For	For	
8	Approve Remuneration Policy of CEO	For	For	
9	Approve Remuneration Policy of Chairman of the Board	For	For	

Date range covered: 04/01/2021 to 04/30/2021

### **AXA SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
10	Approve Remuneration Policy of Directors	For	For
11	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	For	For
12	Reelect Ramon de Oliveira as Director	For	For
13	Elect Guillaume Faury as Director	For	For
14	Elect Ramon Fernandez as Director	For	For
15	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For
	Extraordinary Business		
16	Authorize Capitalization of Reserves of Up to EUR 1 Billion for Bonus Issue or Increase in Par Value	For	For
17	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 2 Billions	For	For
18	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 550 Million	For	For
19	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 550 Million	For	For
20	Authorize Board to Set Issue Price for 10 Percent Per Year of Issued Capital Pursuant to Issue Authority without Preemptive Rights	For	For
21	Authorize Capital Increase of Up to EUR 550 Million for Future Exchange Offers	For	For
22	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	For	For
23	Authorize Issuance of Equity Upon Conversion of a Subsidiary's Equity-Linked Securities without Preemptive Rights for Up to EUR 550 Million	For	For
24	Authorize Issuance of Equity Upon Conversion of a Subsidiary's Equity-Linked Securities with Preemptive Rights for Up to EUR 2 Billion	For	For
25	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	For	For
26	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	For	For
27	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **AXA SA**

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

# **B3 SA-Brasil, Bolsa, Balcao**

Independent Director

Meeting Date: 04/29/2021 Country: Brazil

Meeting Type: Annual

Ticker: B3SA3

Proposal			Vote	
Number	Proposal Text	Mgmt Rec	Instructio	
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For	
2	Approve Allocation of Income and Dividends	For	For	
3	Fix Number of Directors at 11	For	For	
4	Elect Directors	For	For	
5	In Case There is Any Change to the Board Slate Composition, May Your Votes Still be Counted for the Proposed Slate?	None	Against	
	Blended Rationale: A vote AGAINST this request is warranted impact the board's independence level in a way that cannot be of timely disclosure, international institutional investors are pre-	e anticipated by shareholders at this time. As such, due to		
6	In Case Cumulative Voting Is Adopted, Do You Wish to Equally Distribute Your Votes Amongst the Nominees below?	None	Abstain	
	Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies.ABSTAIN votes recommendations are warranted for Items 6,7.1-7.11, and 8 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.			
	IF CUMULATIVE VOTE IS ADOPTED - If Voting FOR Item 6: Votes Are Distributed in Equal % Amongst Nominees Voted FOR. An AGAINST Vote Is Required If Supporting Candidate(s) Under Cumulative and Not Supporting Any Director(s)/Slate Under Majority Voting			
7.1	Percentage of Votes to Be Assigned - Elect Alberto Monteiro de Queiroz Netto as	None	Abstain	

Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN votes recommendations are warranted for Items 6,7.1-7.11, and 8 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.

Date range covered: 04/01/2021 to 04/30/2021

# **B3 SA-Brasil**, Bolsa, Balcao

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7.2	Percentage of Votes to Be Assigned - Elect Ana Carla Abrao Costa as Independent Director	None	Abstain
	election of directors under the terms of Article 141 of the B voting card issued by the Brazilian Securities Regulator (CV	for Items 6,7.1-7.11, and 8 in the absence of publicly-available	
7.3	Percentage of Votes to Be Assigned - Elect Antonio Carlos Quintella as Independent Director	None	Abstain
	election of directors under the terms of Article 141 of the B voting card issued by the Brazilian Securities Regulator (CV.	for Items 6,7.1-7.11, and 8 in the absence of publicly-available	
7.4	Percentage of Votes to Be Assigned - Elect Claudia Farkouh Prado as Independent Director	None	Abstain
	election of directors under the terms of Article 141 of the B voting card issued by the Brazilian Securities Regulator (CV.	for Items 6,7.1-7.11, and 8 in the absence of publicly-available	
7.5	Percentage of Votes to Be Assigned - Elect Cristina Anne Betts as Independent Director	None	Abstain
	election of directors under the terms of Article 141 of the B voting card issued by the Brazilian Securities Regulator (CV	for Items 6,7.1-7.11, and 8 in the absence of publicly-available	
7.6	Percentage of Votes to Be Assigned - Elect Eduardo Mazzilli de Vassimon as Independent Director	None	Abstain
	election of directors under the terms of Article 141 of the B voting card issued by the Brazilian Securities Regulator (CV.	for Items 6,7.1-7.11, and 8 in the absence of publicly-available	
7.7	Percentage of Votes to Be Assigned - Elect Florian Bartunek as Independent Director	None	Abstain
		ts shareholders with the option to request cumulative voting for the razilian Corporate Law, in accordance with the rules of the remote  MJ), and mandatory for all publicly-traded Brazilian	

Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN votes recommendations are warranted for Items 6,7.1-7.11, and 8 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.

Date range covered: 04/01/2021 to 04/30/2021

# **B3 SA-Brasil**, Bolsa, Balcao

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
7.8	Percentage of Votes to Be Assigned - Elect Guilherme Affonso Ferreira as Independent Director	None	Abstain	
	Blended Rationale: Under these items, the company presents selection of directors under the terms of Article 141 of the Brazilian Securities Regulator (CVM), companies. ABSTAIN votes recommendations are warranted for information, disclosed in a timely manner, regarding a cumulate	and mandatory for all publicly-traded Brazilian Items 6,7.1-7.11, and 8 in the absence of publicly-available		
7.9	Percentage of Votes to Be Assigned - Elect Jose de Menezes Berenguer Neto as Independent Director	None	Abstain	
	Blended Rationale: Under these items, the company presents selection of directors under the terms of Article 141 of the Brazilian Securities Regulator (CVM), companies. ABSTAIN votes recommendations are warranted for information, disclosed in a timely manner, regarding a cumulate	and mandatory for all publicly-traded Brazilian Items 6,7.1-7.11, and 8 in the absence of publicly-available		
7.10	Percentage of Votes to Be Assigned - Elect Mauricio Machado de Minas as Independent Director	None	Abstain	
	Blended Rationale: Under these items, the company presents selection of directors under the terms of Article 141 of the Brazilian Securities Regulator (CVM), companies. ABSTAIN votes recommendations are warranted for information, disclosed in a timely manner, regarding a cumulating terms.	and mandatory for all publicly-traded Brazilian Ttems 6,7.1-7.11, and 8 in the absence of publicly-available		
7.11	Percentage of Votes to Be Assigned - Elect Pedro Paulo Giubbina Lorenzini as Independent Director	None	Abstain	
	Blended Rationale: Under these items, the company presents selection of directors under the terms of Article 141 of the Brazilion card issued by the Brazilian Securities Regulator (CVM), companies. ABSTAIN votes recommendations are warranted for information, disclosed in a timely manner, regarding a cumulation.	and mandatory for all publicly-traded Brazilian Items 6,7.1-7.11, and 8 in the absence of publicly-available		
8	Do You Wish to Adopt Cumulative Voting for the Election of the Members of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	None	Abstain	
	Blended Rationale: Under these items, the company presents selection of directors under the terms of Article 141 of the Brazilion card issued by the Brazilian Securities Regulator (CVM), companies. ABSTAIN votes recommendations are warranted for information, disclosed in a timely manner, regarding a cumulation.	and mandatory for all publicly-traded Brazilian Items 6,7.1-7.11, and 8 in the absence of publicly-available		
9	Approve Remuneration of Company's Management	For	For	
10	Do You Wish to Request Installation of a Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	None	For	
11	Elect Fiscal Council Members	For	For	

Date range covered: 04/01/2021 to 04/30/2021

### **B3 SA-Brasil, Bolsa, Balcao**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	In Case One of the Nominees Leaves the Fiscal Council Slate Due to a Separate Minority Election, as Allowed Under Articles 161 and 240 of the Brazilian Corporate Law, May Your Votes Still Be Counted for the Proposed Slate?	None	Against
	Blended Rationale: A vote AGAINST this request is warranted because lack of time institutional investors from making an informed voting decision.		
13	Approve Remuneration of Fiscal Council Members	For	For

# **B3 SA-Brasil, Bolsa, Balcao**

Meeting Date: 04/29/2021

Country: Brazil

Meeting Type: Special

Ticker: B3SA3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
1	Approve 3-for-1 Stock Split	For	For		
2	Amend Article 3 Re: Corporate Purpose	For	For		
3	Amend Articles 5 and 8 to Reflect Changes in Capital and Authorized Capital and Consolidate Bylaws	For	For		
4	Amend Articles Re: Competences of Board of Directors and General Meeting	For	For		
5	Amend Articles Re: Board Composition	For	For		
6	Amend Article 32 Re: Increase Number of Vice-Chairmen and Executives	For	For		
7	Amend Articles Re: Statutory Committees Composition	For	For		
8	Amend Article 76 Re: Indemnity Provision	For	Against		
	Blended Rationale: Although the proposed amendments to the company's statutory indemnification provision appear to be reasonable, the underlying terms of such indemnity coverage do not provide detailed information regarding key terms, as recommended under Sustainability Advisory Services policy guidelines and CVM best practices guidelines. Given that the amendment proposal presents an opportunity for shareholders to reevaluate the company's overall indemnity clause, support for these amendments is not recommended at this time. As such, votes AGAINST are warranted.				
9	Amend Article 76 Re: Indemnity Provision	For	Against		

Blended Rationale: Although the proposed amendments to the company's statutory indemnification provision appear to be reasonable, the underlying terms of such indemnity coverage do not provide detailed information regarding key terms, as recommended under Sustainability Advisory Services policy guidelines and CVM best practices guidelines. Given that the amendment proposal presents an opportunity for shareholders to reevaluate the company's overall indemnity clause, support for these amendments is not recommended at this time. As such, votes AGAINST are warranted.

Date range covered: 04/01/2021 to 04/30/2021

### **B3 SA-Brasil**, Bolsa, Balcao

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
10	Amend Articles Re: Financing Restructuring Unit, Remote Voting and Renumbering	For	For
11	Consolidate Bylaws	For	For
12	Amend Long-Term Incentive Plan	For	Against
	Rlanded Pationale: A vote AGNINST this request is warranted because the propo	sed plan does not appear to adequately align	

Blended Rationale: A vote AGAINST this request is warranted because the proposed plan does not appear to adequately align the interests of its beneficiaries and those of the shareholders.

# **Banque Cantonale de Geneve**

Meeting Date: 04/29/2021

Country: Switzerland

Meeting Type: Annual

Ticker: BCGE

oposal mber	Proposal Text	Mgmt Rec	Vote Instruction
1	Open Meeting		
2	Confirm Quorum, Elect Meeting Secretary		
3	Accept Financial Statements and Statutory Reports	For	For
1	Approve Allocation of Income and Dividends of CHF 3.75 per Share, CHF 0.95 per Share, and a Special Dividend Allocated to the State of Geneva	For	For
5	Approve Discharge of Board of Directors	For	For
5	Elect Jean-Philippe Bernard as Director	For	Against
	Blended Rationale: A vote AGAINST the election of Jean-Philippe Bernard to the board of directors is warranted due to the failure to establish a sufficiently independent board.		
7	Ratify Deloitte SA as Auditors	For	For
3	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these any new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

# **Banque Cantonale du Jura**

Meeting Date: 04/29/2021 Country: Switzerland

Meeting Type: Annual Ticker: BCJ

Date range covered: 04/01/2021 to 04/30/2021

### **Banque Cantonale du Jura**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Open Meeting		
2	Receive Annual Report (Non-Voting)		
3	Receive Auditor's Report (Non-Voting)		
4	Accept Financial Statements and Statutory Reports	For	For
5	Approve Allocation of Income and Dividends	For	For
6	Approve Discharge of Board of Directors	For	For
7	Elect Fabrice Welsch as Director	For	Against
	Blended Rationale: A vote AGAINST the proposed nominee is warranted because of the failure to establish a sufficiently independent board.		
8	Ratify PricewaterhouseCoopers SA as Auditors	For	For
9	Transact Other Business (Voting)	For	Against

# **Banque Cantonale Vaudoise**

Meeting Date: 04/29/2021 Country: Switzerland

Meeting Type: Annual

shareholders' best interest to vote against this item on a precautionary basis.

the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these any new items or counterproposals is not known at this time. Therefore, it is in

Ticker: BCVN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Open Meeting		
2	Accept Financial Statements and Statutory Reports	For	For
3	Approve Allocation of Income and Dividends of CHF 3.60 per Share	For	For
4.1	Approve Fixed Remuneration of Directors in the Amount of CHF 1.4 Million	For	For
4.2	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 5.9 Million	For	For
4.3	Approve Variable Remuneration of Executive Committee in the Amount of CHF 3.4 Million	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Banque Cantonale Vaudoise**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4.4	Approve Long-Term Variable Remuneration of Executive Committee in Form of 12,631 Shares	For	For
5	Approve Discharge of Board and Senior Management	For	For
6	Elect Pierre-Alain Urech as Director	For	For
7	Designate Christophe Wilhelm as Independent Proxy	For	For
8	Ratify KPMG AG as Auditors	For	For
9	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

#### **BASF SE**

Meeting Date: 04/29/2021

Country: Germany

Meeting Type: Annual

Ticker: BAS

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2020 (Non-Voting)		
2	Approve Allocation of Income and Dividends of EUR 3.30 per Share	For	For
3	Approve Discharge of Supervisory Board for Fiscal Year 2020	For	For
4	Approve Discharge of Management Board for Fiscal Year 2020	For	For
5	Ratify KPMG AG as Auditors for Fiscal Year 2021	For	For
6	Elect Liming Chen to the Supervisory Board	For	For

### **BB Seguridade Participacoes SA**

Meeting Date: 04/29/2021

Country: Brazil

Meeting Type: Annual

Ticker: BBSE3

Date range covered: 04/01/2021 to 04/30/2021

### **BB Seguridade Participacoes SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For		
2	Approve Allocation of Income and Dividends	For	For		
3.1	Elect Carlos Motta dos Santos as Board Chairman	For	For		
	Elect Mauro Ribeiro Neto as Board Vice-Chairman	For	Against		
	Blended Rationale: The proposed board is 29-percent independent, therefore, lacking sufficient independence for Novo Mercado companies under Sustainability Advisory Services policy guidelines. As the company has presented individual elections, allowing shareholders to vote on the proposed nominees separately, vote recommendations are as follows: - AGAINST votes for non-independent director nominee Mauro Ribeiro Neto, also appointed as vice-chair, are warranted given the proposed board's lack of overall independence.				
3.3	Elect Marcio Hamilton Ferreira as Director	For	Against		
	Blended Rationale: AGAINST votes for non-independent director nominee Marcio Hamilton Ferreira are warranted given the proposed board's lack of overall independence.				
3.4	Elect Arnaldo Jose Vollet as Independent Director	For	For		
3.5	Elect Ricardo Moura de Araujo Faria as Director	For	Against		
	Blended Rationale: AGAINST votes for non-independent director nominee Ricardo Moura de Araujo Faria are warranted given the proposed board's lack of overall independence.				
3.6	Elect Claudio Xavier Seefelder Filho as Director	For	Against		
	Blended Rationale: AGAINST votes for non-independent director nominees Claudio Xavier Seefelder Filho are warranted given the proposed board's lack of overall independence.				
3.7	Elect Isabel da Silva Ramos as Director as Minority Representative Under Majority Board Election	None	For		
4	In Case Cumulative Voting Is Adopted, Do You Wish to Equally Distribute Your Votes Amongst the Nominees below?	None	Abstain		

Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN vote recommendations are warranted for Items 4, 5.1-5.7 and 10 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.

IF CUMULATIVE VOTE IS ADOPTED - If Voting FOR Item 4: Votes Are Distributed in Equal % Amongst Nominees Voted FOR. An AGAINST Vote Is Required If Supporting Candidate(s) Under Cumulative and Not Supporting Any Director(s)/Slate Under Majority Voting Date range covered: 04/01/2021 to 04/30/2021

# **BB Seguridade Participacoes SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
5.1	Percentage of Votes to Be Assigned - Elect Carlos Motta dos Santos as Board Chairman	None	Abstain	
	Blended Rationale: ABSTAIN vote recommendations are warrante a timely manner, regarding a cumulative voting request presente		osed in	
	Percentage of Votes to Be Assigned - Elect Mauro Ribeiro Neto as Board Vice-Chairman	None	Abstain	
	Blended Rationale: ABSTAIN vote recommendations are warranted in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.			
5.3	Percentage of Votes to Be Assigned - Elect Marcio Hamilton Ferreira as Director	None	Abstain	
	Blended Rationale: ABSTAIN vote recommendations are warrante a timely manner, regarding a cumulative voting request presente		osed in	
5.4	Percentage of Votes to Be Assigned - Elect Arnaldo Jose Vollet as Independent Director	None	Abstain	
	Blended Rationale: ABSTAIN vote recommendations are warranted in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.			
5.5	Percentage of Votes to Be Assigned - Elect Ricardo Moura de Araujo Faria as Director	None	Abstain	
	Blended Rationale: ABSTAIN vote recommendations are warranted in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.			
5.6	Percentage of Votes to Be Assigned - Elect Claudio Xavier Seefelder Filho as Director	None	Abstain	
	Blended Rationale: ABSTAIN vote recommendations are warranted in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.			
5.7	Percentage of Votes to Be Assigned - Elect Isabel da Silva Ramos as Director as Minority Representative Under Majority Board Election	None	Abstain	
	Blended Rationale: ABSTAIN vote recommendations are warranted in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.			
6	Elect Bruno Monteiro Martins as Alternate Fiscal Council Member	For	For	
7	Approve Remuneration of Fiscal Council Members	For	For	
8	Approve Remuneration of Company's Management	For	For	
9	Approve Remuneration of Audit Committee Members and Related Party Transactions Committee Member	For	For	
10	Do You Wish to Adopt Cumulative Voting for the Election of the Members of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	None	Abstain	

Blended Rationale: ABSTAIN vote recommendations are warranted in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.

Date range covered: 04/01/2021 to 04/30/2021

## **BB Seguridade Participacoes SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
11	As an Ordinary Shareholder, Would You like to Request a Separate Minority Election of a Member of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	None	For

## **BB Seguridade Participacoes SA**

Meeting Date: 04/29/2021

Country: Brazil

Meeting Type: Special

Ticker: BBSE3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct
1	Amend Article 9	For	For
2	Amend Article 11	For	For
3	Amend Articles	For	For
4	Amend Articles	For	For
5	Amend Articles 32 and 33	For	For
6	Amend Articles 37 and 38	For	For
7	Add Article 54	For	Against
	Blended Rationale: A vote AGAINST this request is warranted rationale for the proposed transitory provision; and-Lack of tifrom making an informed voting decision.		
8	Approve Share Matching Plan for Company's Executives	For	Against

Blended Rationale: A vote AGAINST this request is warranted because the proposed plan does not appear to adequately align the interests of its beneficiaries and those of the shareholders.

#### **BCE Inc.**

Meeting Date: 04/29/2021

Country: Canada

Meeting Type: Annual

Ticker: BCE

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Mirko Bibic	For	For
1.2	Elect Director David F. Denison	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **BCE Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.3	Elect Director Robert P. Dexter	For	For
1.4	Elect Director Ian Greenberg	For	For
1.5	Elect Director Katherine Lee	For	For
1.6	Elect Director Monique F. Leroux	For	For
1.7	Elect Director Sheila A. Murray	For	For
1.8	Elect Director Gordon M. Nixon	For	For
1.9	Elect Director Louis P. Pagnutti	For	For
1.10	Elect Director Calin Rovinescu	For	For
1.11	Elect Director Karen Sheriff	For	For
1.12	Elect Director Robert C. Simmonds	For	For
1.13	Elect Director Jennifer Tory	For	For
1.14	Elect Director Cornell Wright	For	For
2	Ratify Deloitte LLP as Auditors	For	For
3	Advisory Vote on Executive Compensation Approach	For	For

## **Cabot Oil & Gas Corporation**

Meeting Date: 04/29/2021

Country: USA

Meeting Type: Annual

Ticker: COG

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Dorothy M. Ables	For	For
1.2	Elect Director Rhys J. Best	For	For
1.3	Elect Director Robert S. Boswell	For	For
1.4	Elect Director Amanda M. Brock	For	For
1.5	Elect Director Peter B. Delaney	For	For
1.6	Elect Director Dan O. Dinges	For	For
1.7	Elect Director W. Matt Ralls	For	For
1.8	Elect Director Marcus A. Watts	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Cabot Oil & Gas Corporation**

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

## **Canfor Corporation**

Meeting Date: 04/29/2021 Country: Canada

auditor. Vote FOR all other proposed nominees.

Meeting Type: Annual

Ticker: CFP

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructio		
1	Fix Number of Directors at Twelve	For	For		
2.1	Elect Director Conrad A. Pinette	For	For		
	Blended Rationale: Vote WITHHOLD for all members of the A Ross and Ross Smith, as non-audit fees paid in the most rece auditor. Vote FOR all other proposed nominees.	udit Committee: Ryan Barrington-Foote, Dieter Jentsch, M. Dallas ent fiscal year exceeded 50 percent of total fees paid to the			
2.2	Elect Director Glen D. Clark	For	For		
	Blended Rationale: Vote WITHHOLD for all members of the Audit Committee: Ryan Barrington-Foote, Dieter Jentsch, M. Dallas Ross and Ross Smith, as non-audit fees paid in the most recent fiscal year exceeded 50 percent of total fees paid to the auditor. Vote FOR all other proposed nominees.				
2.3	Elect Director Ross S. Smith	For	Withhold		
	Blended Rationale: Vote WITHHOLD for all members of the A Ross and Ross Smith, as non-audit fees paid in the most rece auditor. Vote FOR all other proposed nominees.	udit Committee: Ryan Barrington-Foote, Dieter Jentsch, M. Dallas ent fiscal year exceeded 50 percent of total fees paid to the			
2.4	Elect Director William W. Stinson	For	For		
	Blended Rationale: Vote WITHHOLD for all members of the Audit Committee: Ryan Barrington-Foote, Dieter Jentsch, M. Dallas Ross and Ross Smith, as non-audit fees paid in the most recent fiscal year exceeded 50 percent of total fees paid to the auditor. Vote FOR all other proposed nominees.				
2.5	Elect Director Frederick T. Stimpson III	For	For		
	Blended Rationale: Vote WITHHOLD for all members of the A Ross and Ross Smith, as non-audit fees paid in the most rece auditor. Vote FOR all other proposed nominees.	ludit Committee: Ryan Barrington-Foote, Dieter Jentsch, M. Dallas ent fiscal year exceeded 50 percent of total fees paid to the			
2.6	Elect Director Dieter W. Jentsch	For	Withhold		
	Blended Rationale: Vote WITHHOLD for all members of the A Ross and Ross Smith, as non-audit fees paid in the most rece auditor. Vote FOR all other proposed nominees.	ludit Committee: Ryan Barrington-Foote, Dieter Jentsch, M. Dallas ent fiscal year exceeded 50 percent of total fees paid to the			
2.7					

Date range covered: 04/01/2021 to 04/30/2021

# **Canfor Corporation**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
2.8	Elect Director Ryan Barrington-Foote	For	Withhold	
	Blended Rationale: Vote WITHHOLD for all members of the Audit Committee: Ryan Barrington-Foote, Dieter Jentsch, M. Dallas Ross and Ross Smith, as non-audit fees paid in the most recent fiscal year exceeded 50 percent of total fees paid to the auditor. Vote FOR all other proposed nominees.			
2.9	Elect Director John R. Baird	For	For	
		e Audit Committee: Ryan Barrington-Foote, Dieter Jentsch, M. Dallas ecent fiscal year exceeded 50 percent of total fees paid to the		
2.10	Elect Director M. Dallas H. Ross	For	Withhold	
		e Audit Committee: Ryan Barrington-Foote, Dieter Jentsch, M. Dallas ecent fiscal year exceeded 50 percent of total fees paid to the		
2.11	Elect Director Anders Ohlner	For	For	
		e Audit Committee: Ryan Barrington-Foote, Dieter Jentsch, M. Dallas ecent fiscal year exceeded 50 percent of total fees paid to the		
2.12	Elect Director Donald B. Kayne	For	For	
		e Audit Committee: Ryan Barrington-Foote, Dieter Jentsch, M. Dallas ecent fiscal year exceeded 50 percent of total fees paid to the		
3	Ratify KPMG LLP as Auditors	For	Withhold	
	Blended Rationale: Vote WITHHOLD as the percentage of percent of total fees paid. This raises substantial doubt over	non-audit related fees (52 percent) paid to KPMG LLP exceeded 50 er the independence of the auditor.		

## **Cassiopea SpA**

Meeting Date: 04/29/2021 Country: Italy

Meeting Type: Annual

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Ordinary Business		
	Management Proposals		
1	Approve Financial Statements, Statutory Reports, and Allocation of Income	For	For
	Shareholder Proposals Submitted by Cosmo Pharmaceuticals NV		
2.a	Fix Number of Directors	None	For
2.b	Fix Board Terms for Directors	None	For

Ticker: SKIN

Date range covered: 04/01/2021 to 04/30/2021

## **Cassiopea SpA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
2.c	Approve Remuneration of Directors	None	For	
	Appoint Directors (Slate Election) - Choose One of the Following Slates			
2.d.1	Slate Submitted by Cosmo Pharmaceuticals NV	None	Against	
	Blended Rationale: This slate warrants a vote AGAINST because:- positioned to represent the long-term interests of minority shareh management's action.	**		
2.d.2	Slate Submitted by Heinrich Herz AG Group & Logistable SA Group	None	For	
	Management Proposals			
3.a	Approve External Auditors	For	For	
3.b	Approve Remuneration of External Auditors	For	For	
Α	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	None	Against	

#### **China Mobile Limited**

**Meeting Date:** 04/29/2021

Country: Hong Kong

Meeting Type: Annual

Ticker: 941

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Final Dividend	For	For
3.1	Elect Yang Jie as Director	For	Against
	Blended Rationale: Votes AGAINST incumbent board chair Jie Yang are warranted	f for lack of gender diversity on the board.	
3.2	Elect Dong Xin as Director	For	For
3.3	Elect Li Ronghua as Director	For	For
4	Elect Yang Qiang as Director	For	For
5	Approve KPMG and KPMG Huazhen LLP as Auditors and Authorize Board to Fix Their Remuneration	For	For
6	Authorize Repurchase of Issued Share Capital	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **China Mobile Limited**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructio
7	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	For	Against
	Blended Rationale: A vote AGAINST these resolutions is warranted for the following:- The aggregate share issuance limit is greater than 10 percent of the relevant class of shares The company has not specified the discount limit.		
8	Authorize Reissuance of Repurchased Shares	For	Against
	Blended Rationale: A vote AGAINST these resolutions is warranted for the following:- The aggregate share issuance limit is greater than 10 percent of the relevant class of shares The company has not specified the discount limit.		
9	Adopt New Articles of Association	For	For

## **Church & Dwight Co., Inc.**

Meeting Date: 04/29/2021

Country: USA

Meeting Type: Annual

Ticker: CHD

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director James R. Craigie	For	For
1b	Elect Director Matthew T. Farrell	For	For
1c	Elect Director Bradley C. Irwin	For	For
1d	Elect Director Penry W. Price	For	For
1e	Elect Director Susan G. Saideman	For	For
1f	Elect Director Ravichandra K. Saligram	For	For
1g	Elect Director Robert K. Shearer	For	For
1h	Elect Director Janet S. Vergis	For	For
1i	Elect Director Arthur B. Winkleblack	For	For
1j	Elect Director Laurie J. Yoler	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Eliminate Supermajority Vote Requirement to Fill Board Vacancies	For	For
4	Eliminate Supermajority Vote Requirement to Approve Certain Mergers, Consolidations or Dispositions of Substantial Assets	For	For
5	Amend Articles of Incorporation to Remove Provisions Relating to Classified Board	For	For
6	Ratify Deloitte & Touche LLP as Auditors	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **Coca-Cola Icecek AS**

Meeting Date: 04/29/2021

Country: Turkey

Meeting Type: Annual

Ticker: CCOLA

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructi
	Annual Meeting Agenda		
1	Open Meeting and Elect Presiding Council of Meeting	For	For
2	Accept Board Report	For	For
3	Accept Audit Report	For	For
4	Accept Financial Statements	For	For
5	Approve Discharge of Board	For	For
6	Approve Allocation of Income	For	For
7	Ratify Director Appointment	For	For
8	Elect Directors and Approve Their Remuneration	For	Against
	Blended Rationale: A vote AGAINST is warranted, as the comp shareholders from making an informed voting decision.	pany did not disclose the proposed board fees, which preven	nts
9	Amend Article 8 Re: Board Related	For	For
10	Ratify External Auditors	For	For
11	Receive Information on Donations Made in 2020		
12	Receive Information on Guarantees, Pledges and Mortgages Provided to Third Parties		
13	Receive Information in Accordance to Article 1.3.6 of Capital Market Board Corporate Governance Principles		
14	Grant Permission for Board Members to Engage in Commercial Transactions with Company and Be Involved with Companies with Similar Corporate Purpose	For	For
15	Close Meeting		

# Companhia de Saneamento Basico do Estado de Sao Paulo SABESP

Meeting Date: 04/29/2021

Country: Brazil

Meeting Type: Annual

Ticker: SBSP3

Date range covered: 04/01/2021 to 04/30/2021

## Companhia de Saneamento Basico do Estado de Sao Paulo SABESP

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For
2	Approve Allocation of Income and Dividends	For	For
	Blended Rationale: Rationale: "We note the ISS recommendation but we believe t	he current payout ratio is acceptable."	
3	Elect Fiscal Council Members	For	For
4	In Case One of the Nominees Leaves the Fiscal Council Slate Due to a Separate Minority Election, as Allowed Under Articles 161 and 240 of the Brazilian Corporate Law, May Your Votes Still Be Counted for the Proposed Slate?	None	Against
	Blended Rationale: A vote AGAINST this request is warranted because lack of time institutional investors from making an informed voting decision.	ely disclosure prevents international	
5	Approve Remuneration of Company's Management and Fiscal Council	For	For

## Companhia de Saneamento Basico do Estado de Sao Paulo SABESP

Meeting Date: 04/29/2021

Country: Brazil

Meeting Type: Special

Ticker: SBSP3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Ratify Election of Luis Eduardo de Assis as Independent Director	For	For
2	Amend Articles Re: Competences of Executive Directors	For	For
3	Consolidate Bylaws	For	For

## Companhia Paranaense de Energia

Meeting Date: 04/29/2021

Country: Brazil

Meeting Type: Annual

Ticker: CPLE6

Date range covered: 04/01/2021 to 04/30/2021

# Companhia Paranaense de Energia

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Meeting for Preferred Shareholders		
1	Elect Marco Antonio Bologna as Director Appointed by Preferred Shareholder	None	For
2	In Case Neither Class of Shares Reaches the Minimum Quorum Required by the Brazilian Corporate Law to Elect a Board Representative in Separate Elections, Would You Like to Use Your Votes to Elect the Candidate with More Votes to Represent Both Classes?	None	For

### **Continental AG**

Meeting Date: 04/29/2021

Country: Germany

Meeting Type: Annual

Ticker: CON

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2020 (Non-Voting)			
2	Approve Allocation of Income and Omission of Dividends	For	For	
3.1	Approve Discharge of Management Board Member Nikolai Setzer for Fiscal Year 2020	For	For	
3.2	Approve Discharge of Management Board Member Elmar Degenhart for Fiscal Year 2020	For	For	
3.3	Approve Discharge of Management Board Member Hans-Juergen Duensing for Fiscal Year 2020	For	For	
3.4	Approve Discharge of Management Board Member Frank Jourdan for Fiscal Year 2020	For	For	
3.5	Approve Discharge of Management Board Member Christian Koetz for Fiscal Year 2020	For	For	
3.6	Approve Discharge of Management Board Member Helmut Matschi for Fiscal Year 2020	For	For	
3.7	Approve Discharge of Management Board Member Ariane Reinhart for Fiscal Year 2020	For	For	
3.8	Approve Discharge of Management Board Member Wolfgang Schaefer for Fiscal Year 2020	For	For	

Date range covered: 04/01/2021 to 04/30/2021

### **Continental AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3.9	Approve Discharge of Management Board Member Andreas Wolf for Fiscal Year 2020	For	For
4.1	Approve Discharge of Supervisory Board Member Wolfgang Reitzle for Fiscal Year 2020	For	For
4.2	Approve Discharge of Supervisory Board Member Hasan Allak for Fiscal Year 2020	For	For
4.3	Approve Discharge of Supervisory Board Member Christiane Benner for Fiscal Year 2020	For	For
4.4	Approve Discharge of Supervisory Board Member Gunter Dunkel for Fiscal Year 2020	For	For
4.5	Approve Discharge of Supervisory Board Member Francesco Grioli for Fiscal Year 2020	For	For
4.6	Approve Discharge of Supervisory Board Member Michael Iglhaut for Fiscal Year 2020	For	For
4.7	Approve Discharge of Supervisory Board Member Satish Khatu for Fiscal Year 2020	For	For
4.8	Approve Discharge of Supervisory Board Member Isabel Knauf for Fiscal Year 2020	For	For
4.9	Approve Discharge of Supervisory Board Member Sabine Neuss for Fiscal Year 2020	For	For
4.10	Approve Discharge of Supervisory Board Member Rolf Nonnenmacher for Fiscal Year 2020	For	For
4.11	Approve Discharge of Supervisory Board Member Dirk Nordmann for Fiscal Year 2020	For	For
4.12	Approve Discharge of Supervisory Board Member Lorenz Pfau for Fiscal Year 2020	For	For
4.13	Approve Discharge of Supervisory Board Member Klaus Rosenfeld for Fiscal Year 2020	For	For
4.14	Approve Discharge of Supervisory Board Member Georg Schaeffler for Fiscal Year 2020	For	For
4.15	Approve Discharge of Supervisory Board Member Maria-Elisabeth Schaeffler-Thumann for Fiscal Year 2020	For	For
4.16	Approve Discharge of Supervisory Board Member Joerg Schoenfelder for Fiscal Year 2020	For	For
4.17	Approve Discharge of Supervisory Board Member Stefan Scholz for Fiscal Year 2020	For	For
4.18	Approve Discharge of Supervisory Board Member Kirsten Voerkelfor Fiscal Year 2020	For	For
4.19	Approve Discharge of Supervisory Board Member Elke Volkmann for Fiscal Year 2020	For	For
4.20	Approve Discharge of Supervisory Board Member Siegfried Wolf for Fiscal Year 2020	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Continental AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2021	For	For
6	Amend Articles of Association	For	For
7	Approve Spin-Off and Takeover Agreement with Vitesco Technologies Group Aktiengesellschaft	For	For

# **Corning Incorporated**

Meeting Date: 04/29/2021

Country: USA

Meeting Type: Annual

Ticker: GLW

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructio
1a	Elect Director Donald W. Blair	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1b	Elect Director Leslie A. Brun	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1c	Elect Director Stephanie A. Burns	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1d	Elect Director Richard T. Clark	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1e	Elect Director Robert F. Cummings, Jr.	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1f	Elect Director Roger W. Ferguson, Jr.	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1g	Elect Director Deborah A. Henretta	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1h	Elect Director Daniel P. Huttenlocher	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1i	Elect Director Kurt M. Landgraf	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1j	Elect Director Kevin J. Martin	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		

Date range covered: 04/01/2021 to 04/30/2021

# **Corning Incorporated**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
1k	Elect Director Deborah D. Rieman	For	For		
	Blended Rationale: A vote FOR the director nominees is warranted.				
11	Elect Director Hansel E. Tookes, II	For	For		
	Blended Rationale: A vote FOR the director nominees is warranted.				
1m	Elect Director Wendell P. Weeks	For	For		
	Blended Rationale: A vote FOR the director nominees is warranted.				
1n	Elect Director Mark S. Wrighton	For	For		
	Blended Rationale: A vote FOR the director nominees is warranted.				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For		
	Blended Rationale: A vote FOR this proposal is warranted. While there are some concerns regarding the use of annual performance measurement periods under the LTI program and a common metric in STI and LTI, the annual cash incentives are based on financial goals and LTI awards are predominantly performance-based. Additionally, STI payouts for FY20 were capped at target and delivered in time-vesting equity, and a portion of base salaries was also paid in time-vested equity awards. Further, performance shares replaced a significant portion of LTI cash awards, strengthening the link between pay and shareholder returns.				
3	Ratify PricewaterhouseCoopers LLP as Auditors	For	For		
	Blended Rationale: A vote FOR this proposal to ratify the auditor is	warranted.			

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Donald W. Blair	For	For
1b	Elect Director Leslie A. Brun	For	For
1c	Elect Director Stephanie A. Burns	For	For
1d	Elect Director Richard T. Clark	For	For
1e	Elect Director Robert F. Cummings, Jr.	For	For
1f	Elect Director Roger W. Ferguson, Jr.	For	For
1g	Elect Director Deborah A. Henretta	For	For
1h	Elect Director Daniel P. Huttenlocher	For	For
1i	Elect Director Kurt M. Landgraf	For	For
1j	Elect Director Kevin J. Martin	For	For
1k	Elect Director Deborah D. Rieman	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Corning Incorporated**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
11	Elect Director Hansel E. Tookes, II	For	For
1m	Elect Director Wendell P. Weeks	For	For
1n	Elect Director Mark S. Wrighton	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	For	For
4	Approve Omnibus Stock Plan	For	For

### **CRH Plc**

Meeting Date: 04/29/2021

Country: Ireland

Meeting Type: Annual

Ticker: CRH

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
1	Accept Financial Statements and Statutory Reports	For	For	
2	Approve Final Dividend	For	For	
3	Approve Remuneration Report	For	For	
4a	Re-elect Richie Boucher as Director	For	For	
4b	Elect Caroline Dowling as Director	For	For	
4c	Elect Richard Fearon as Director	For	For	
4d	Re-elect Johan Karlstrom as Director	For	For	
4e	Re-elect Shaun Kelly as Director	For	For	
4f	Elect Lamar McKay as Director	For	For	
4g	Re-elect Albert Manifold as Director	For	For	
4h	Re-elect Gillian Platt as Director	For	For	
4i	Re-elect Mary Rhinehart as Director	For	For	
4j	Re-elect Siobhan Talbot as Director	For	For	
5	Authorise Board to Fix Remuneration of Auditors	For	For	
6	Ratify Deloitte Ireland LLP as Auditors	For	For	
7	Authorise Issue of Equity	For	For	

Date range covered: 04/01/2021 to 04/30/2021

### **CRH Plc**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
8	Authorise Issue of Equity without Pre-emptive Rights	For	For
9	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	For	For
10	Authorise Market Purchase of Ordinary Shares	For	For
11	Authorise Reissuance of Treasury Shares	For	For
12	Approve Scrip Dividend	For	For
13	Approve Savings-Related Share Option Schemes	For	For
14	Approve Cancellation of Share Premium Account	For	For

#### **Danone SA**

Meeting Date: 04/29/2021

Country: France

Meeting Type: Annual/Special

Ticker: BN

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
	Ordinary Business		
1	Approve Financial Statements and Statutory Reports	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	For	For
3	Approve Allocation of Income and Dividends of EUR 1.94 per Share	For	For
4	Reelect Guido Barilla as Director	For	For
5	Reelect Cecile Cabanis as Director	For	For
6	Reelect Michel Landel as Director	For	For
7	Reelect Serpil Timuray as Director	For	For
8	Ratify Appointment of Gilles Schnepp as Director	For	For
9	Approve Auditors' Special Report on Related-Party Transactions	For	For
10	Approve Compensation Report of Corporate Officers	For	For
11	Approve Compensation of Emmanuel Faber, Chairman and CEO	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **Danone SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
12	Approve Remuneration Policy of Corporate Officers	For	For
13	Approve Remuneration of Directors Aggregate Amount of EUR 1.25 Million	For	For
14	Approve Remuneration Policy of Directors	For	For
15	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For
	Extraordinary Business		
16	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 60 Million	For	For
17	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights with Binding Priority Right up to Aggregate Nominal Amount of EUR 17 Million	For	For
18	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Above	For	For
19	Authorize Capital Increase of Up to EUR 17 Million for Future Exchange Offers	For	For
20	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	For	For
21	Authorize Capitalization of Reserves of Up to EUR 43 Million for Bonus Issue or Increase in Par Value	For	For
22	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	For	For
23	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	For	For
24	Authorize up to 0.2 Percent of Issued Capital for Use in Restricted Stock Plans	For	For
25	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	For	For
	Ordinary Business		
26	Authorize Filing of Required Documents/Other Formalities	For	For
27	Approve Remuneration Policy of Executive Corporate Officers	For	For
28	Approve Compensation Report of Emmanuel Faber, Chairman and CEO Until 14 March 2021	For	For
	Shareholder Proposals		

Date range covered: 04/01/2021 to 04/30/2021

#### **Danone SA**

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction

29 Request Directors to Present to Shareholders the Following: Strategic Vision for the Group; Position on Corporate Purpose; Approach to Environmental Matters; Opinion on Companys Governance Organization

### **EFG International AG**

Meeting Date: 04/29/2021

Country: Switzerland

Meeting Type: Annual

Ticker: EFGN

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Distribution of Preferred Dividends by EFG Finance (Guernsey) Limited for Class B Shareholders	For	For
3.1	Approve Treatment of Net Loss	For	For
3.2	Approve Dividends of CHF 0.30 per Share from Capital Contribution Reserves	For	For
4	Approve Discharge of Board and Senior Management	For	For
5	Approve CHF 3.3 Million Conditional Share Capital Increase without Preemptive Rights	For	Against
6.1	Blended Rationale: A vote AGAINST this resolution is warranted plan may not be sufficiently long-term oriented;— The remuners The company failed to disclose whether options would be award Vesting of full value awards under current plans does not requirent information on potential criteria applying to future awards.  Approve Fixed Remuneration of Board of	ation committee has absolute discretion in determini rded at market price (currently no options are outsta	ing awards;- anding);-
0.1	Directors in the Amount of CHF 3.7 Million	roi	FOI
6.2	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 8 Million	For	For
6.3	Approve Variable Remuneration of Executive Committee in the Amount of CHF 3.4 Million	For	Against
	Blended Rationale: A vote AGAINST this proposal is warranted remuneration practices for executive management.	because there are concerns regarding the company	's
6.4	Approve Variable Long-Term Remuneration of Executive Committee in the Amount of CHF 4.2 Million	For	For
7.1a	Reelect Susanne Brandenberger as Director	For	For
7.1b	Reelect Emmanuel Bussetil as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **EFG International AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7.1c	Reelect Peter Fanconi as Director	For	For
7.1d	Reelect Mordehay Hayim as Director	For	For
7.1e	Reelect Roberto Isolani as Director	For	For
7.1f	Reelect Carlo Lombardini as Director	For	For
7.1g	Reelect Steven Jacobs as Director	For	For
7.1h	Reelect John Latsis as Director	For	For
7.1i	Reelect Pericles Petalas as Director	For	For
7.1j	Reelect Stuart Robertson as Director	For	For
7.1.k	Reelect Bernd-A. von Maltzan as Director	For	For
7.1.l	Reelect Yok Tak Amy Yip as Director	For	For
7.2	Reelect Peter Fanconi as Board Chairman	For	For
8.1	Reappoint Emmanuel Bussetil as Member of the Compensation and Nomination Committee	For	Against
	Blended Rationale: Votes AGAINST the non-independent nominees, Emmanuel L Pericles Petalas, are warranted due to failure to establish a majority-independent		
8.2	Reappoint Peter Fanconi as Member of the Compensation and Nomination Committee	For	For
8.3	Reappoint Mordehay Hayim as Member of the Compensation and Nomination Committee	For	Against
	Blended Rationale: Votes AGAINST the non-independent nominees, Emmanuel L Pericles Petalas, are warranted due to failure to establish a majority-independen		
8.4	Reappoint Steven Jacobs as Member of the Compensation and Nomination Committee	For	Against
	Blended Rationale: Votes AGAINST the non-independent nominees, Emmanuel L Pericles Petalas, are warranted due to failure to establish a majority-independent		
8.5	Reappoint Pericles Petalas as Member of the Compensation and Nomination Committee	For	Against
	Blended Rationale: Votes AGAINST the non-independent nominees, Emmanuel L Pericles Petalas, are warranted due to failure to establish a majority-independent		
8.6	Reappoint Bernd-A. von Maltzan as Member of the Compensation and Nomination Committee	For	For
9	Designate ADROIT Anwaelte as Independent Proxy	For	For
10	Ratify PricewaterhouseCoopers SA as Auditors	For	For
11	Additional Voting Instructions - Board of Directors Proposals (Voting)	For	Against

Blended Rationale: Votes AGAINST are warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

Date range covered: 04/01/2021 to 04/30/2021

#### **EFG International AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
12	Additional Voting Instructions - Shareholder Proposals (Voting)	Against	Against
	Blended Rationale: Votes AGAINST are warranted because:- This item concerns a		

the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

## **Empresas CMPC SA**

Meeting Date: 04/29/2021 Country: Chile

Meeting Type: Annual

Ticker: CMPC

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruc
a	Accept Financial Statements and Statutory Reports	For	For
b	Approve Dividend Distribution of CLP 3 per Share	For	For
С	Receive Report Regarding Related-Party Transactions	For	For
d	Appoint Auditors and Designate Risk Assessment Companies	For	For
е	Approve Remuneration of Directors; Approve Remuneration and Budget of Directors' Committee	For	For
f	Receive Dividend Policy and Distribution Procedures	For	For
g	Other Business	For	Against

agenda item.

#### **Enel Americas SA**

Meeting Date: 04/29/2021 Country: Chile

Meeting Type: Annual

Ticker: ENELAM

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

Date range covered: 04/01/2021 to 04/30/2021

### **Enel Americas SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
2	Approve Allocation of Income and Dividends	For	For
	Elect Directors. Votes Will Be Equally Distributed Amongst the Nominees You Voted FOR OR Contact Your Client Service Rep to Disproportionately Allocate Votes		
3.a	Elect Borja Acha B. as Director Nominated by Enel S.p.A.	For	For
3.b	Elect Domingo Cruzat A. as Director Nominated by Enel S.p.A.	For	For
3.c	Elect Giulia Genuardi as Director Nominated by Enel S.p.A.	For	Withhold
	Blended Rationale: A WITHHOLD vote for non-independent nominee Giulia Genu company has disclosed the names of its director nominees, the proposed board's Advisory Services policy fails to meet the growing expectations of institutional sh	s level of independence under Sustainability	
3.d	Elect Patricio Gomez S. as Director Nominated by Enel S.p.A.	For	For
3.e	Elect Francesca Gostinelli as Director Nominated by Enel S.p.A.	For	Withhold
	Blended Rationale: A WITHHOLD vote for non-independent nominee Francesca Company has disclosed the names of its director nominees, the proposed board's Advisory Services policy fails to meet the growing expectations of institutional sh	s level of independence under Sustainability	
3.f	Elect Hernan Somerville S. as Director Nominated by Enel S.p.A.	For	Withhold
	Blended Rationale: A WITHHOLD vote for non-independent nominee Hernan Gui although the company has disclosed the names of its director nominees, the pro Sustainability Advisory Services policy fails to meet the growing expectations of it	posed board's level of independence under	
3.g	Elect Jose Antonio Vargas as Director Nominated by Enel S.p.A.	For	Withhold
	Blended Rationale: A WITHHOLD vote for non-independent nominee Jose Antoni the company has disclosed the names of its director nominees, the proposed boa Advisory Services policy fails to meet the growing expectations of institutional sh	ard's level of independence under Sustainability	
4	Approve Remuneration of Directors	For	For
5	Approve Remuneration of Directors' Committee and Approve Their Budget for FY 2021	For	For
6	Present Board's Report on Expenses; Present Directors' Committee Report on Activities and Expenses		
7	Appoint Auditors	For	For
8	Designate Risk Assessment Companies	For	For
9	Approve Investment and Financing Policy	For	For
10	Present Dividend Policy and Distribution Procedures		
11	Receive Report Regarding Related-Party Transactions		

Date range covered: 04/01/2021 to 04/30/2021

### **Enel Americas SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
12	Present Report on Processing, Printing, and Mailing Information Required by Chilean Law		
13	Other Business	For	Against
	Blended Rationale: A vote AGAINST this request is warranted since it cannot be known what issues will be raised under this agenda item.		
14	Authorize Board to Ratify and Execute Approved Resolutions	For	For

## **Entegris, Inc.**

Meeting Date: 04/29/2021

Country: USA

Meeting Type: Annual

Ticker: ENTG

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Michael A. Bradley	For	For
1b	Elect Director R. Nicholas Burns	For	For
1c	Elect Director Rodney Clark	For	For
1d	Elect Director James F. Gentilcore	For	For
1e	Elect Director Yvette Kanouff	For	For
1f	Elect Director James P. Lederer	For	For
1g	Elect Director Bertrand Loy	For	For
1h	Elect Director Paul L.H. Olson	For	For
1i	Elect Director Azita Saleki-Gerhardt	For	For
1j	Elect Director Brian F. Sullivan	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify KPMG LLP as Auditors	For	For

## **EOG** Resources, Inc.

**Meeting Date:** 04/29/2021

Country: USA

Meeting Type: Annual

Ticker: EOG

Date range covered: 04/01/2021 to 04/30/2021

## **EOG** Resources, Inc.

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Janet F. Clark	For	For
1b	Elect Director Charles R. Crisp	For	For
1c	Elect Director Robert P. Daniels	For	For
1d	Elect Director James C. Day	For	For
1e	Elect Director C. Christopher Gaut	For	For
1f	Elect Director Michael T. Kerr	For	For
1g	Elect Director Julie J. Robertson	For	For
1h	Elect Director Donald F. Textor	For	For
1i	Elect Director William R. Thomas	For	For
2	Ratify Deloitte & Touche LLP as Auditors	For	For
3	Approve Omnibus Stock Plan	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

## **Flutter Entertainment Plc**

Meeting Date: 04/29/2021 Country: Ireland

Meeting Type: Annual

Ticker: FLTR

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructio
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Remuneration Report	For	Against
2	Blended Rationale: A vote AGAINST this resolution is warrant of 17.5% in light of the TSG merger; and- The Remuneration performance targets under the incentive schemes in light of the targets.	Committee has exercised discretion to retrospectively of the TSG merger, leading to payments at/or close to maximum.	adjust ximum.
3a	Re-elect Zillah Byng-Thorne as Director	For	For
3b	Re-elect Michael Cawley as Director	For	For
3c	Re-elect Nancy Cruickshank as Director	For	For
3d	Re-elect Richard Flint as Director	For	For
3e	Re-elect Andrew Higginson as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Flutter Entertainment Plc**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3f	Re-elect Jonathan Hill as Director	For	For
3g	Re-elect Alfred Hurley Jr as Director	For	For
3h	Re-elect Peter Jackson as Director	For	For
3i	Re-elect David Lazzarato as Director	For	For
3j	Re-elect Gary McGann as Director	For	For
3k	Re-elect Mary Turner as Director	For	For
4	Authorise Board to Fix Remuneration of Auditors	For	For
5	Authorise the Company to Call General Meeting with Two Weeks' Notice	For	For
6	Authorise Issue of Equity	For	For
7a	Authorise Issue of Equity without Pre-emptive Rights	For	For
7b	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Specified Capital Investment	For	For
8	Authorise Market Purchase of Ordinary Shares	For	For
9	Authorise the Company to Determine the Price Range at which Treasury Shares may be Re-issued Off-Market	For	For
10	Approve Bonus Issue of Shares	For	For
11	Approve Reduction of Capital	For	For

## **GAM Holding AG**

Meeting Date: 04/29/2021

Country: Switzerland

Meeting Type: Annual

Ticker: GAM

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Elect Chairman of Meeting	For	For
2.1	Accept Financial Statements and Statutory Reports	For	For
2.2	Approve Remuneration Report (Non-Binding)	For	For
3	Approve Treatment of Net Loss	For	For
4	Approve Discharge of Board and Senior Management	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **GAM Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5.1	Reelect David Jacob as Director and Board Chairman	For	For
5.2	Reelect Katia Coudray as Director	For	For
5.3	Reelect Jacqui Irvine as Director	For	For
5.4	Reelect Monika Machon as Director	For	For
5.5	Reelect Benjamin Meuli as Director	For	For
5.6	Reelect Nancy Mistretta as Director	For	For
5.7	Reelect Thomas Schneider as Director	For	For
6.1	Reappoint Katia Coudray as Member of the Compensation Committee	For	For
6.2	Reappoint Jacqui Irvine as Member of the Compensation Committee	For	For
6.3	Reappoint Nancy Mistretta as Member of the Compensation Committee	For	For
7.1	Approve Remuneration of Directors in the Amount of CHF 2 Million	For	For
7.2	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 3.3 Million	For	For
8	Ratify KPMG AG as Auditors	For	For
9	Designate Tobias Rohner as Independent Proxy	For	For
10	Approve Extension of Existing Capital Pool of CHF 798,412 without Preemptive Rights	For	For
11	Transact Other Business (Voting)	For	Against
	Blended Rationale: A vote AGAINST is warranted because:- This item concerns ac	dditional instructions from the shareholder to	

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

### **Genuine Parts Company**

Meeting Date: 04/29/2021 Country: USA

Meeting Type: Annual

Ticker: GPC

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Elizabeth W. Camp	For	For
1.2	Elect Director Richard Cox, Jr.	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Genuine Parts Company**

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

#### **Glencore Plc**

Meeting Date: 04/29/2021 Country: Jersey

Meeting Type: Annual

Ticker: GLEN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Reduction of Capital Contribution Reserves	For	For
3	Re-elect Anthony Hayward as Director	For	Against
	Blended Rationale: Significant risks to shareholders stemming company, which reflects a failure by the board to proficiently governance risks Votes AGAINST board chair Anthony (Tony ultimately shoulders the most responsibility amongst all board risks to the company and its shareholders, and should therefor risk exposures at the firm.	guard against and manage material environmental, social of the board of the managem.	and d eent of
4	Re-elect Ivan Glasenberg as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Glencore Plc**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
5	Re-elect Peter Coates as Director	For	Against	
	Blended Rationale: Significant risks to shareholders stemming from company, which reflects a failure by the board to proficiently guard governance risks. Votes AGAINST Peter (Pete) Coates are also const. Company's safety performance over recent years. In 2020 the Comport of zero fatalities has not been met in a single year since the Companient & Communities Committee the concern around to Coates re-election.			
6	Re-elect Martin Gilbert as Director	For	For	
7	Re-elect Gill Marcus as Director	For	For	
8	Re-elect Patrice Merrin as Director	For	For	
9	Re-elect Kalidas Madhavpeddi as Director	For	For	
10	Elect Cynthia Carroll as Director	For	For	
11	Reappoint Deloitte LLP as Auditors	For	For	
12	Authorise the Audit Committee to Fix Remuneration of Auditors	For	For	
13	Approve Incentive Plan	For	Against	
	Blended Rationale: A vote AGAINST this item is considered warrant Plan permits significant time-based restricted share awards that are Concerns are raised regarding the overall remuneration levels at the	e not subject to conventional performance conditions.	ive	
14	Approve Company's Climate Action Transition Plan	For	Against	
	Blended Rationale: Votes AGAINST this proposal are warranted:- For Company has not set any further near-term emissions targets;- The which is said to represent 10-15% of EBITDA in the medium-term; Science Based Targets Initiative.	ere are also no clear commitments around thermal coal,		
15	Approve Remuneration Policy	For	Against	
	Blended Rationale: A vote AGAINST this resolution is considered warranted:- The proposed pay package for the incoming CEO is high relative to peers, being driven by a competitively placed salary While a robust holding period is in place, the RSP permits significant time-based awards that are not subject to conventional performance conditions.			
16	Approve Remuneration Report	For	For	
17	Authorise Issue of Equity	For	For	
18	Authorise Issue of Equity without Pre-emptive Rights	For	For	
19	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	For	For	
20	Authorise Market Purchase of Ordinary Shares	For	For	

Date range covered: 04/01/2021 to 04/30/2021

## **Global Payments Inc.**

Meeting Date: 04/29/2021

Country: USA

Meeting Type: Annual

Ticker: GPN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct
1a	Elect Director F. Thaddeus Arroyo	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1b	Elect Director Robert H.B. Baldwin, Jr.	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1c	Elect Director John G. Bruno	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1d	Elect Director Kriss Cloninger, III	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1e	Elect Director William I Jacobs	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1f	Elect Director Joia M. Johnson	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1g	Elect Director Ruth Ann Marshall	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1h	Elect Director Connie D. McDaniel	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1i	Elect Director William B. Plummer	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1j	Elect Director Jeffrey S. Sloan	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1k	Elect Director John T. Turner	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
11	Elect Director M. Troy Woods	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

Blended Rationale: A vote FOR this proposal is warranted as CEO pay and company performance are reasonably aligned at the time. The CEO voluntarily waived his annual incentive award for the year in review and half of the company's regular equity awards are performance-conditioned. However, shareholders may wish to continue monitoring the company's practice of granting special one-time equity awards.

Date range covered: 04/01/2021 to 04/30/2021

## **Global Payments Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3	Ratify Deloitte & Touche LLP as Auditors	For	For
	Blended Rationale: A vote FOR this proposal to ratify the auditor is warranted.		
4	Provide Right to Act by Written Consent	Against	For
	Blended Rationale: A vote FOR this proposal is warranted given that the ability to shareholder rights.		

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director F. Thaddeus Arroyo	For	For
1b	Elect Director Robert H.B. Baldwin, Jr.	For	For
1c	Elect Director John G. Bruno	For	For
1d	Elect Director Kriss Cloninger, III	For	For
1e	Elect Director William I Jacobs	For	For
1f	Elect Director Joia M. Johnson	For	For
1g	Elect Director Ruth Ann Marshall	For	For
1h	Elect Director Connie D. McDaniel	For	For
1i	Elect Director William B. Plummer	For	For
1j	Elect Director Jeffrey S. Sloan	For	For
1k	Elect Director John T. Turner	For	For
11	Elect Director M. Troy Woods	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify Deloitte & Touche LLP as Auditors	For	For
4	Provide Right to Act by Written Consent	Against	For

Ticker: GLTR

Blended Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.

## **Globaltrans Investment Plc**

Meeting Date: 04/29/2021 Country: Cyprus

Meeting Type: Annual/Special

Date range covered: 04/01/2021 to 04/30/2021

### **Globaltrans Investment Plc**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Meeting for GDR Holders		
	Ordinary Resolutions		
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Dividends of RUB 28.00 Per Share	For	For
3	Ratify PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	For	For
4	Approve Discharge of Directors	For	For
5	Elect John Carroll Colley as Director and Approve His Remuneration	For	For
6	Elect Johann Franz Durrer as Director and Approve His Remuneration	For	Against
	Blended Rationale: A vote AGAINST the election of directors Malts Storozhev, Tarasov, Thomaides, Tolmachev, and Tofaros, is warra independent, and the board is less than one-third independent, withis market.	anted, because these nominees are not considered	
7	Elect Alexander Eliseev as Director	For	Against
	Blended Rationale: A vote AGAINST the election of directors Malts Storozhev, Tarasov, Thomaides, Tolmachev, and Tofaros, is warra independent, and the board is less than one-third independent, we this market.	anted, because these nominees are not considered	
8	Elect Andrey Gomon as Director	For	Against
	Blended Rationale: A vote AGAINST the election of directors Malts Storozhev, Tarasov, Thomaides, Tolmachev, and Tofaros, is warra independent, and the board is less than one-third independent, we this market.	anted, because these nominees are not considered	
9	Elect Vasilis P. Hadjivassiliou as Director and Approve His Remuneration	For	For
10	Elect Sergey Maltsev as Director	For	Against
	Blended Rationale: A vote AGAINST the election of directors Malts Storozhev, Tarasov, Thomaides, Tolmachev, and Tofaros, is warra independent, and the board is less than one-third independent, withis market.	anted, because these nominees are not considered	
11	Elect Elia Nicolaou as Director and Approve Her Remuneration	For	Against
	Blended Rationale: A vote AGAINST the election of directors Malts Storozhev, Tarasov, Thomaides, Tolmachev, and Tofaros, is warra independent, and the board is less than one-third independent, withis market.	anted, because these nominees are not considered	
12	Elect George Papaioannou as Director and Approve His Remuneration	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Globaltrans Investment Plc**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
13	Elect Melina Pyrgou as Director	For	Against	
	Storozhev, Tarasov, Thomaides, Tolmachev, and Tofaros	tors Maltsev, Durrer, Eliseev, Gomon, Nicolaou, Pyrgou, Shirokov, s, is warranted, because these nominees are not considered endent, which does not comply with the independence requirements in		
14	Elect Konstantin Shirokov as Director	For	Against	
	Storozhev, Tarasov, Thomaides, Tolmachev, and Tofaros	tors Maltsev, Durrer, Eliseev, Gomon, Nicolaou, Pyrgou, Shirokov, 5, is warranted, because these nominees are not considered endent, which does not comply with the independence requirements in		
15	Elect Alexander Storozhev as Director	For	Against	
	Storozhev, Tarasov, Thomaides, Tolmachev, and Tofaros	tors Maltsev, Durrer, Eliseev, Gomon, Nicolaou, Pyrgou, Shirokov, s, is warranted, because these nominees are not considered endent, which does not comply with the independence requirements in		
16	Elect Alexander Tarasov as Director	For	Against	
	Storozhev, Tarasov, Thomaides, Tolmachev, and Tofaros	tors Maltsev, Durrer, Eliseev, Gomon, Nicolaou, Pyrgou, Shirokov, s, is warranted, because these nominees are not considered endent, which does not comply with the independence requirements in		
17	Elect Michael Thomaides as Director	For	Against	
	Blended Rationale: A vote AGAINST the election of direct Storozhev, Tarasov, Thomaides, Tolmachev, and Tofaros independent, and the board is less than one-third independent this market.			
18	Elect Marios Tofaros as Director and Approve His Remuneration	For	Against	
	Storozhev, Tarasov, Thomaides, Tolmachev, and Tofaros	tors Maltsev, Durrer, Eliseev, Gomon, Nicolaou, Pyrgou, Shirokov, s, is warranted, because these nominees are not considered endent, which does not comply with the independence requirements in		
19	Elect Sergey Tolmachev as Director	For	Against	
	Blended Rationale: A vote AGAINST the election of direct Storozhev, Tarasov, Thomaides, Tolmachev, and Tofaros independent, and the board is less than one-third indepe			
	this market.			
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#### **Globe Life Inc.**

Meeting Date: 04/29/2021 Country: USA

Meeting Type: Annual Ticker: GL

Date range covered: 04/01/2021 to 04/30/2021

#### **Globe Life Inc.**

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

### **Grupo Bimbo SAB de CV**

Meeting Date: 04/29/2021

Country: Mexico

Meeting Type: Annual

Ticker: BIMBOA

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Individual and Consolidated Financial Statements and Statutory Reports	For	For
2	Approve Allocation of Income	For	For
3	Approve Dividends of MXN 1 Per Share	For	For
4	Elect or Ratify Directors and Approve their Remuneration	For	Against

Blended Rationale: A vote AGAINST these items is warranted because:- The proposed board and audit and corporate practices committee contains at least one nominee considered overboarded under Sustainability Advisory Services voting guidelines;- The proposed board's level of independence fails to meet the growing expectations of institutional shareholders; and- The company has bundled the election of directors under a single item, preventing shareholders from voting individually on the proposed nominees.

Date range covered: 04/01/2021 to 04/30/2021

# **Grupo Bimbo SAB de CV**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
5	Elect or Ratify Chairman and Members of Audit and Corporate Practices Committee and Approve their Remuneration	For	Against	
	Blended Rationale: A vote AGAINST these items is warranted because:- The proposed board and audit and corporate practices committee contains at least one nominee considered overboarded under Sustainability Advisory Services voting guidelines;- The proposed board's level of independence fails to meet the growing expectations of institutional shareholders; and- The company has bundled the election of directors under a single item, preventing shareholders from voting individually on the proposed nominees.			
6	Approve Report on Repurchase of Shares and Set Aggregate Nominal Amount of Share Repurchase Reserve	For	For	
7	Ratify Reduction in Share Capital and Consequently Cancellation of 17.43 Million Series A Repurchased Shares Held in Treasury	For	For	
8	Amend Articles	For	For	
9	Appoint Legal Representatives	For	For	

## **Hexagon AB**

Meeting Date: 04/29/2021

Country: Sweden

Meeting Type: Annual

Ticker: HEXA.B

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Elect Chairman of Meeting	For	For
2	Prepare and Approve List of Shareholders	For	For
3	Approve Agenda of Meeting	For	For
4.1	Designate Johannes Wingborg as Inspector of Minutes of Meeting	For	For
4.2	Designate Fredrik Skoglund as Inspector of Minutes of Meeting	For	For
5	Acknowledge Proper Convening of Meeting	For	For
6.a	Receive Financial Statements and Statutory Reports		
6.b	Receive Auditor's Report on Application of Guidelines for Remuneration for Executive Management		
6.c	Receive the Board's Dividend Proposal		
7.a	Accept Financial Statements and Statutory Reports	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Hexagon AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7.b	Approve Allocation of Income and Dividends of EUR 0.65 Per Share	For	For
7.c1	Approve Discharge of Gun Nilsson	For	For
7.c2	Approve Discharge of Marta Schorling Andreen	For	For
7.c3	Approve Discharge of John Brandon	For	For
7.c4	Approve Discharge of Sofia Schorling Hogberg	For	For
7.c5	Approve Discharge of Ulrika Francke	For	For
7.c6	Approve Discharge of Henrik Henriksson	For	For
7.c7	Approve Discharge of Patrick Soderlund	For	For
7.c8	Approve Discharge of President Ola Rollen	For	For
8	Determine Number of Members (8) and Deputy Members (0) of Board	For	For
9.1	Approve Remuneration of Directors in the Amount of SEK 1.9 Million for Chairman, and SEK 645,000 for Other Directors; Approve Remuneration for Committee Work	For	For
9.2	Approve Remuneration of Auditors	For	For
10.1	Reelect Marta Schorling Andreen as Director	For	For
10.2	Reelect John Brandon as Director	For	For
10.3	Reelect Sofia Schorling Hogberg as Director	For	Against
	Blended Rationale: A vote AGAINST candidate Sofia Schorling Hogberg is warrant audit and remuneration committees which have an insufficient level of independe	The state of the s	
10.4	Reelect Ulrika Francke as Director	For	For
10.5	Reelect Henrik Henriksson as Director	For	For
10.6	Reelect Ola Rollen as Director	For	For
10.7	Reelect Gun Nilsson as Director	For	Against
	Blended Rationale: A vote AGAINST candidates Gun Nilsson is warranted as s/he remuneration committees which have an insufficient level of independence. More also chairs the audit committee.		
10.8	Reelect Patrick Soderlund as Director	For	For
10.9	Reelect Gun Nilsson as Board Chairman	For	Against
	Blended Rationale: A vote AGAINST this item is warranted because the election o supported.	f Gun Nilsson to the board of directors is not	
10.10	Ratify PricewaterhouseCoopers as Auditors	For	For
11	Reelect Mikael Ekdahl (Chair), Caroline Forsberg and Anders Oscarsson, and Elect Jan Dworsky as Members of Nominating Committee	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **Hexagon AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
12	Approve Remuneration Report	For	For
13	Approve Performance Share Plan for Key Employees	For	Against
	Blended Rationale: A vote AGAINST this plan is warranted as the company has a performance criteria.	not disclosed the targets attached to the	
14	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	For	For
15	Approve Issuance of up to 10 Percent of Issued Shares without Preemptive Rights	For	For
16	Approve 7:1 Stock Split; Amend Articles Accordingly; Set Minimum (1.4 Billion) and Maximum (5.6 Billion) Number of Shares; Proxies and Postal Voting	For	For

### **Hindustan Unilever Limited**

Meeting Date: 04/29/2021

Country: India

Meeting Type: Special

Ticker: 500696

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Postal Ballot		
1	Approve Increase in Overall Limits of Remuneration for Whole-time Director(s)	For	For
2	Elect Ritesh Tiwari as Director and Approve Appointment and Remuneration of Ritesh Tiwari as Whole-time Director	For	Against

Blended Rationale: A vote AGAINST this resolution is considered warranted because:- The board has discretionary powers over variable pay and perquisites to be paid to the executive.- There is no clarity on the performance metrics and targets.

## **Horizon Therapeutics Public Limited Company**

Meeting Date: 04/29/2021

Country: Ireland

Meeting Type: Annual

Ticker: HZNP

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director William F. Daniel	For	Do Not Vote

Date range covered: 04/01/2021 to 04/30/2021

# **Horizon Therapeutics Public Limited Company**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1b	Elect Director H. Thomas Watkins	For	Do Not Vote
1c	Elect Director Pascale Witz	For	Do Not Vote
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	For	Do Not Vote
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Do Not Vote
4	Authorize Market Purchases or Overseas Market Purchases of Ordinary Shares	For	Do Not Vote
5	Amend Omnibus Stock Plan	For	Do Not Vote

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director William F. Daniel	For	For
1b	Elect Director H. Thomas Watkins	For	For
1c	Elect Director Pascale Witz	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
4	Authorize Market Purchases or Overseas Market Purchases of Ordinary Shares	For	For
5	Amend Omnibus Stock Plan	For	For

# **Huntington Ingalls Industries, Inc.**

Meeting Date: 04/29/2021 Country: USA

Meeting Type: Annual

Ticker: HII

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

Date range covered: 04/01/2021 to 04/30/2021

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

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.4	Elect Director Victoria D. Harker	For	For
1.5	Elect Director Anastasia D. Kelly	For	For
1.6	Elect Director Tracy B. McKibben	For	For
1.7	Elect Director Stephanie L. O'Sullivan	For	For
1.8	Elect Director C. Michael Petters	For	For
1.9	Elect Director Thomas C. Schievelbein	For	For
1.10	Elect Director John K. Welch	For	For
1.11	Elect Director Stephen R. Wilson	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify Deloitte & Touche LLP as Auditors	For	For
4	Eliminate Supermajority Vote Requirement	For	For

# **Inspire Medical Systems, Inc.**

**Meeting Date:** 04/29/2021

Country: USA

Meeting Type: Annual

Ticker: INSP

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Marilyn Carlson Nelson	For	Withhold
	Blended Rationale: WITHHOLD vote is warranted for director nominee Marilyn Nelson given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impact shareholder rights.		
1.2	Elect Director Jerry C. Griffin	For	Withhold
	Blended Rationale: WITHHOLD vote is warranted for director nominee Jerry Griffin given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impact shareholder rights.		
1.3	Elect Director Casey M. Tansey	For	Withhold
	Blended Rationale: WITHHOLD vote is warranted for director nominee Casey Tansey given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impact shareholder rights		
2	Ratify Ernst & Young LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **ITV Plc**

Meeting Date: 04/29/2021

Country: United Kingdom

Meeting Type: Annual

Ticker: ITV

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
1	Accept Financial Statements and Statutory Reports	For	For	
2	Approve Remuneration Report	For	For	
3	Approve Remuneration Policy	For	For	
4	Re-elect Salman Amin as Director	For	For	
5	Re-elect Peter Bazalgette as Director	For	For	
6	Re-elect Edward Bonham Carter as Director	For	For	
7	Elect Graham Cooke as Director	For	For	
8	Re-elect Margaret Ewing as Director	For	For	
9	Re-elect Mary Harris as Director	For	For	
10	Re-elect Chris Kennedy as Director	For	For	
11	Re-elect Anna Manz as Director	For	For	
12	Re-elect Carolyn McCall as Director	For	For	
13	Elect Sharmila Nebhrajani as Director	For	For	
14	Re-elect Duncan Painter as Director	For	For	
15	Appoint PricewaterhouseCoopers LLP as Auditors	For	For	
16	Authorise Board to Fix Remuneration of Auditors	For	For	
17	Authorise UK Political Donations and Expenditure	For	For	
18	Authorise Issue of Equity	For	For	
19	Authorise Issue of Equity without Pre-emptive Rights	For	For	
20	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	For	For	
21	Authorise Market Purchase of Ordinary Shares	For	For	
22	Authorise the Company to Call General Meeting with Two Weeks' Notice	For	For	
23	Adopt New Articles of Association	For	For	
24	Approve Executive Share Plan	For	For	

Date range covered: 04/01/2021 to 04/30/2021

## **Janus Henderson Group Plc**

Meeting Date: 04/29/2021

Country: Jersey

Meeting Type: Annual

Ticker: JHG

roposal umber	Proposal Text	Mgmt Rec	Vote Instruction	
1	Accept Financial Statements and Statutory Reports	For	For	
2	Elect Director Alison Davis	For	For	
3	Elect Director Kalpana Desai	For	For	
4	Elect Director Jeffrey Diermeier	For	For	
5	Elect Director Kevin Dolan	For	For	
6	Elect Director Eugene Flood, Jr.	For	For	
7	Elect Director Richard Gillingwater	For	For	
8	Elect Director Lawrence Kochard	For	For	
9	Elect Director Glenn Schafer	For	For	
10	Elect Director Angela Seymour-Jackson	For	For	
11	Elect Director Richard Weil	For	For	
12	Approve PricewaterhouseCoopers LLP as Auditors and Authorise Audit Committee to Fix Their Remuneration	For	For	
13	Authorise Market Purchase of Ordinary Shares	For	For	
14	Authorise Market Purchase of CDIs	For	For	

## **JBG SMITH Properties**

Meeting Date: 04/29/2021

Country: USA

Meeting Type: Annual

Ticker: JBGS

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Phyllis R. Caldwell	For	For
1b	Elect Director Scott A. Estes	For	For
1c	Elect Director Alan S. Forman	For	For
1d	Elect Director Michael J. Glosserman	For	For
1e	Elect Director Charles E. Haldeman, Jr.	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **JBG SMITH Properties**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
1f	Elect Director W. Matthew Kelly	For	For		
1g	Elect Director Alisa M. Mall	For	For		
1h	Elect Director Carol A. Melton	For	For		
1i	Elect Director William J. Mulrow	For	For		
1j	Elect Director Steven Roth	For	Against		
	Blended Rationale: A vote AGAINST Steven Roth is warranted for serving or CEO of an outside company, and for failing to attend at least 75 percent of review without disclosing the reason for the absences. A vote FOR the remains	his total board held during the fiscal year under			
1k	Elect Director D. Ellen Shuman	For	For		
11	Elect Director Robert A. Stewart	For	For		
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For		
3	Ratify Deloitte & Touche LLP as Auditors	For	For		
4	Amend Omnibus Stock Plan	For	Against		
	Blanded Detironts Based on replaction of the estimated and relatives and constraints which Facility Bland				

Blended Rationale: Based on evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors:- The plan cost is excessive;- The estimated duration of available and proposed shares exceeds six years;- The disclosure of change-in-control ("CIC") vesting treatment is incomplete (or is otherwise considered discretionary); and- The plan allows broad discretion to accelerate vesting.

#### **KAZ Minerals Plc**

Meeting Date: 04/29/2021 Country: United Kingdom

Meeting Type: Annual

Ticker: KAZ

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Remuneration Report	For	For
3	Re-elect Oleg Novachuk as Director	For	For

Blended Rationale: Item 3-4, 8: Re-elect DirectorsA vote FOR this candidate is warranted as no significant concerns have been identified. Items 5-7 & 9-10: Re-elections of Independent DirectorsA vote FOR the re-election of these Directors is considered warranted, although it is not without concern for shareholders:- Concerns are raised around the governance and dynamics of the Board and specifically the Independent Committee in connection with the bid process. The Independent Committee recommended the first offer to minority shareholders by Nova at 640 pence per share. The final offer is 850 pence per share together with a special dividend of 27 cents per share in aggregate, this represents a difference in valuation of over GBP 1 billion (or an increase of approximately 36%). The main reasons for support are:- A stronger stance is not considered warranted, given that the offer price has been raised to a level that gained acceptance from more than 75% of the issued share capital after initial resistance from minority shareholders and in view of the pending delisting of the Company.

Date range covered: 04/01/2021 to 04/30/2021

## **KAZ Minerals Plc**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
4	Re-elect Andrew Southam as Director	For	For		
	Blended Rationale: Item 3-4, 8: Re-elect DirectorsA vote FOR this candidate is warranted as no significant concerns have been identified. Items 5-7 & 9-10: Re-elections of Independent DirectorsA vote FOR the re-election of these Directors is considered warranted, although it is not without concern for shareholders:- Concerns are raised around the governance and dynamics of the Board and specifically the Independent Committee in connection with the bid process. The Independent Committee recommended the first offer to minority shareholders by Nova at 640 pence per share. The final offer is 850 pence per share together with a special dividend of 27 cents per share in aggregate, this represents a difference in valuation of over GBP 1 billion (or an increase of approximately 36%). The main reasons for support are:- A stronger stance is not considered warranted, given that the offer price has been raised to a level that gained acceptance from more than 75% of the issued share capital after initial resistance from minority shareholders and in view of the pending delisting of the Company.				
5	Re-elect Michael Lynch-Bell as Director	For	Against		
	identified. Items 5-7 & 9-10: Re-elections of Independent Di warranted, although it is not without concern for sharehold the Board and specifically the Independent Committee in recommended the first offer to minority shareholders by No together with a special dividend of 27 cents per share in a billion (or an increase of approximately 36%). The main reas	evel that gained acceptance from more than 75% of the issued share			
6	Re-elect Lynda Armstrong as Director	For	For		
	Blended Rationale: Item 3-4, 8: Re-elect DirectorsA vote FOR this candidate is warranted as no significant concerns have been identified. Items 5-7 & 9-10: Re-elections of Independent DirectorsA vote FOR the re-election of these Directors is considered warranted, although it is not without concern for shareholders:- Concerns are raised around the governance and dynamics of the Board and specifically the Independent Committee in connection with the bid process. The Independent Committee recommended the first offer to minority shareholders by Nova at 640 pence per share. The final offer is 850 pence per share together with a special dividend of 27 cents per share in aggregate, this represents a difference in valuation of over GBP 1 billion (or an increase of approximately 36%). The main reasons for support are:- A stronger stance is not considered warranted, given that the offer price has been raised to a level that gained acceptance from more than 75% of the issued share capital after initial resistance from minority shareholders and in view of the pending delisting of the Company.				
7	Re-elect Alison Baker as Director	For	For		
	Blended Rationale: Item 3-4, 8: Re-elect DirectorsA vote FOR this candidate is warranted as no significant concerns have been identified. Items 5-7 & 9-10: Re-elections of Independent DirectorsA vote FOR the re-election of these Directors is considered warranted, although it is not without concern for shareholders:- Concerns are raised around the governance and dynamics of the Board and specifically the Independent Committee in connection with the bid process. The Independent Committee recommended the first offer to minority shareholders by Nova at 640 pence per share. The final offer is 850 pence per share together with a special dividend of 27 cents per share in aggregate, this represents a difference in valuation of over GBP 1 billion (or an increase of approximately 36%). The main reasons for support are:- A stronger stance is not considered warranted, given that the offer price has been raised to a level that gained acceptance from more than 75% of the issued share capital after initial resistance from minority shareholders and in view of the pending delisting of the Company.				
8	Re-elect Vladimir Kim as Director	For	For		
	identified. Items 5-7 & 9-10: Re-elections of Independent Di warranted, although it is not without concern for sharehold the Board and specifically the Independent Committee in recommended the first offer to minority shareholders by No together with a special dividend of 27 cents per share in a billion (or an increase of approximately 36%). The main reas	evel that gained acceptance from more than 75% of the issued share			

Date range covered: 04/01/2021 to 04/30/2021

## **KAZ Minerals Plc**

Number	Proposal Text	Mgmt Rec	Vote Instruction	
9	Re-elect John MacKenzie as Director	For	For	
	identified. Items 5-7 & 9-10: Re-elections of Independent Direct warranted, although it is not without concern for shareholders: the Board and specifically the Independent Committee in cor- recommended the first offer to minority shareholders by Nova together with a special dividend of 27 cents per share in aggri- billion (or an increase of approximately 36%). The main reasons	nnection with the bid process. The Independent Committee at 640 pence per share. The final offer is 850 pence per share egate, this represents a difference in valuation of over GBP 1 is for support are:- A stronger stance is not considered that gained acceptance from more than 75% of the issued share		
10	Re-elect Charles Watson as Director	For	For	
	identified.Items 5-7 & 9-10: Re-elections of Independent Direct warranted, although it is not without concern for shareholders: the Board and specifically the Independent Committee in cor- recommended the first offer to minority shareholders by Nova together with a special dividend of 27 cents per share in aggri- billion (or an increase of approximately 36%). The main reasons	- Concerns are raised around the governance and dynamics of nnection with the bid process. The Independent Committee at 640 pence per share. The final offer is 850 pence per share egate, this represents a difference in valuation of over GBP 1 is for support are:- A stronger stance is not considered that gained acceptance from more than 75% of the issued share		
11	Reappoint KPMG LLP as Auditors	For	For	
12	Authorise the Audit Committee to Fix Remuneration of Auditors	For	For	
40	Authorise Issue of Equity	For	For	
13				
13 14	Authorise Issue of Equity without Pre-emptive Rights	For	For	
	• •	For	For For	
14	Rights  Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or			

# **Kerry Group Plc**

Meeting Date: 04/29/2021 Country: Ireland

Meeting Type: Annual Ticker: KRZ

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

Date range covered: 04/01/2021 to 04/30/2021

## **Kerry Group Plc**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3a	Elect Emer Gilvarry as Director	For	For
3b	Elect Jinlong Wang as Director	For	For
4a	Re-elect Gerry Behan as Director	For	For
4b	Re-elect Dr Hugh Brady as Director	For	For
4c	Re-elect Gerard Culligan as Director	For	For
4d	Re-elect Dr Karin Dorrepaal as Director	For	For
4e	Re-elect Marguerite Larkin as Director	For	For
4f	Re-elect Tom Moran as Director	For	For
4g	Re-elect Con Murphy as Director	For	For
4h	Re-elect Christopher Rogers as Director	For	For
4i	Re-elect Edmond Scanlon as Director	For	For
4j	Re-elect Philip Toomey as Director	For	For
5	Authorise Board to Fix Remuneration of Auditors	For	For
6	Approve Remuneration Report	For	For
7	Approve Remuneration Policy	For	For
8	Authorise Issue of Equity	For	For
9	Authorise Issue of Equity without Pre-emptive Rights	For	For
10	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Specified Capital Investment	For	For
11	Authorise Market Purchase of A Ordinary Shares	For	For
12	Approve Long Term Incentive Plan	For	For

# **Kimberly-Clark Corporation**

Meeting Date: 04/29/2021 Country: USA

Meeting Type: Annual

Ticker: KMB

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director John W. Culver	For	For

Blended Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2021 to 04/30/2021

# **Kimberly-Clark Corporation**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.2	Elect Director Robert W. Decherd	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.3	Elect Director Michael D. Hsu	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.4	Elect Director Mae C. Jemison	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.5	Elect Director S. Todd Maclin	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.6	Elect Director Sherilyn S. McCoy	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.7	Elect Director Christa S. Quarles	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.8	Elect Director Ian C. Read	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.9	Elect Director Dunia A. Shive	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.10	Elect Director Mark T. Smucker	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1.11	Elect Director Michael D. White	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
2	Ratify Deloitte & Touche LLP as Auditors	For	For
	Blended Rationale: A vote FOR this proposal to ratify the auditor is warran	nted.	
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
	Blended Rationale: After a review of the company's compensation program warranted, as pay is reasonably aligned with performance at this time.	m and practices, a vote FOR this proposal is	
4	Approve Omnibus Stock Plan	For	For
	Blended Rationale: Based on the Equity Plan Scorecard evaluation (EPSC)	, a vote FOR this proposal is warranted.	
5	Approve Non-Employee Director Omnibus Stock Plan	For	For

Blended Rationale: A vote FOR this proposal is warranted given that:\* The shareholder value transfer appears to be within a reasonable range;\* The plan does not allow for repricing of stock options without prior shareholder approval; and\* The equity burn rate is reasonable.

Date range covered: 04/01/2021 to 04/30/2021

# **Kimberly-Clark Corporation**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
6	Reduce Ownership Threshold for Shareholders to Call Special Meeting	For	For
	Blended Rationale: A vote FOR this proposal is warranted, as re 25 percent to 15 percent of outstanding shares would enhance	ng from	
7	Provide Right to Act by Written Consent	Against	For
	Blended Rationale: A vote FOR this proposal is warranted, as a additional means of acting in between annual meetings.	an	

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director John W. Culver	For	For
1.2	Elect Director Robert W. Decherd	For	For
1.3	Elect Director Michael D. Hsu	For	For
1.4	Elect Director Mae C. Jemison	For	For
1.5	Elect Director S. Todd Maclin	For	For
1.6	Elect Director Sherilyn S. McCoy	For	For
1.7	Elect Director Christa S. Quarles	For	For
1.8	Elect Director Ian C. Read	For	For
1.9	Elect Director Dunia A. Shive	For	For
1.10	Elect Director Mark T. Smucker	For	For
1.11	Elect Director Michael D. White	For	For
2	Ratify Deloitte & Touche LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
4	Approve Omnibus Stock Plan	For	For
5	Approve Non-Employee Director Omnibus Stock Plan	For	For
6	Reduce Ownership Threshold for Shareholders to Call Special Meeting	For	For
7	Provide Right to Act by Written Consent	Against	For

Blended Rationale: A vote FOR this proposal is warranted, as a written consent right would provide shareholders with an additional means of acting in between annual meetings.

Date range covered: 04/01/2021 to 04/30/2021

#### **Kinnevik AB**

**Meeting Date:** 04/29/2021

Country: Sweden

Meeting Type: Annual

Ticker: KINV.B

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Elect Chairman of Meeting	For	For
2	Prepare and Approve List of Shareholders	For	For
3	Approve Agenda of Meeting	For	For
4	Designate Inspector(s) of Minutes of Meeting	For	For
5	Acknowledge Proper Convening of Meeting	For	For
6	Receive Financial Statements and Statutory Reports		
7	Accept Financial Statements and Statutory Reports	For	For
8	Approve Allocation of Income and Omission of Dividends	For	For
9.a	Approve Discharge of Susanna Campbell	For	For
9.b	Approve Discharge of Dame Amelia Fawcett	For	For
9.c	Approve Discharge of Wilhelm Klingspor	For	For
9.d	Approve Discharge of Brian McBride	For	For
9.e	Approve Discharge of Henrik Poulsen	For	For
9.f	Approve Discharge of Cecilia Qvist	For	For
9.g	Approve Discharge of Charlotte Stromberg	For	For
9.h	Approve Discharge of Georgi Ganev	For	For
10	Approve Remuneration Report	For	Against
	Blended Rationale: A vote AGAINST this item is warranted because of the lack of the bonus.	finformation on the criteria for 50 percent of	
11	Determine Number of Members (6) and Deputy Members of Board	For	For
12.a	Approve Remuneration of Directors in the Aggregate Amount of SEK 4.8 Million	For	For
12.b	Approve Remuneration of Auditors	For	For
13.a	Reelect Susanna Campbell as Director	For	For
13.b	Reelect Brian McBride as Director	For	For
13.c	Reelect Cecilia Qvist as Director	For	For
13.d	Reelect Charlotte Stromberg as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Kinnevik AB**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
13.e	Elect James Anderson as New Director	For	For
13.f	Elect Harald Mix as New Director	For	For
14	Elect James Anderson as Board Chairman	For	For
15.a	Amend Articles Re: Auditor	For	For
15.b	Ratify KPMG as Auditors	For	For
16.a	Approve Nomination Committee Procedures	For	For
16.b	Elect Anders Oscarsson (Chairman), Hugo Stenbeck, Marie Klingspor, Lawrence Burns and Board Chairman James Anderson as Members of Nominating Committee	For	For
17.a	Amend Articles Re: Set Minimum (474 Million) and Maximum (1.9 Billion) Number of Shares	For	For
17.b	Approve 2:1 Stock Split	For	For
17.c	Amend Articles Re: Set Minimum (237 Million) and Maximum (948 Million) Number of Shares	For	For
17.d	Approve Reduction of Share Capital through Redemption of Shares	For	For
17.e	Approve Capitalization of Reserves of SEK 13.9 Million	For	For
17.f	Approve SEK 25,000 Reduction in Share Capital via Reduction of Par Value for Transfer to Unrestricted Equity	For	For
18	Approve Special Dividends to Holders of Incentive Shares of Class D	For	For
19	Approve Transfer of Own Class B Shares to Cover Costs for Outstanding Long-Term Incentive Plans	For	For
20.a	Authorize New Class of Common Stock of Class X	For	For
20.b	Approve Equity Plan Financing Through Issue of Class X Shares	For	For
20.c	Approve Equity Plan Financing Through Repurchase of Class X Shares	For	For

## **Lien Viet Post Commercial Joint Stock Bank**

 Meeting Date: 04/29/2021
 Country: Vietnam

 Meeting Type: Annual
 Ticker: LPB

Date range covered: 04/01/2021 to 04/30/2021

## **Lien Viet Post Commercial Joint Stock Bank**

roposal umber	Proposal Text	Mgmt Rec	Vote Instruc
1	Approve Meeting Regulations	For	For
2	Approve Meeting Agenda	For	For
3	Approve Meeting Presidium, Secretariat and Vote-Counting Committee	For	For
4	Approve Report of Board of Directors for Financial Year 2020	For	For
5	Approve Report of Managing Director on Business Performance of Financial Year 2020 and Business Plan for Financial Year 2021	For	For
6	Approve Report of Supervisory Board for Financial Year 2020 on Performance of Supervisory Board and Its Members	For	For
7	Approve Report of Supervisory Board for Financial Year 2020 on Business Performance of the Bank, and of Directors and Managing Director	For	For
8	Approve Auditors	For	For
9	Approve Audited Financial Statements of Financial Year 2020	For	For
10	Approve Income Allocation of Financial Year 2020	For	For
11	Approve Issuance of Shares to Increase Charter Capital	For	Against
	Blended Rationale: A vote AGAINST this resolution is warranted	d due to the lack of information.	
12	Authorize Board of Directors to Amend Articles of Association, Corporate Governance Regulations, and Regulations on Operation of Board of Directors and Supervisory Board	For	For
13	Approve Election of Directors	For	Against
	Blended Rationale: A vote AGAINST these resolutions is warran	ted due to lack of information on the nominees.	
14	Approve Remuneration of Board of Directors and Supervisory Board for Financial Year 2021	For	Against
	Blended Rationale: A vote AGAINST this resolution is warranted of remuneration.	d due to lack of disclosure on the proposed remuneration of	or level
15	Authorize Board of Directors to Make Decision on and Execute Other Business Matters under Power of Shareholder Meeting	For	Against
	Blended Rationale: A vote AGAINST this resolution is warranted decision.	d given the lack of information to make an informed voting	7
16	Approve Voting and Election Regulations	For	Against

Date range covered: 04/01/2021 to 04/30/2021

# **Lien Viet Post Commercial Joint Stock Bank**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
17	Elect Directors	For	Against
	Blended Rationale: A vote AGAINST these resolutions is warranted due to lack of	information on the nominees.	
18	Approve Meeting Minutes and Resolutions	For	For
19	Other Business	For	Against
	Blended Rationale: A vote AGAINST this resolution is warranted because the compother matters that will be taken up under this resolution.	pany did not disclose the other business or	

# Lithia Motors, Inc.

Meeting Date: 04/29/2021

Country: USA

Meeting Type: Annual

Ticker: LAD

Proposal	Duranced Tout	Marris Dan	Vote
Number	Proposal Text	Mgmt Rec	Instruction
1a	Elect Director Sidney B. DeBoer	For	For
1b	Elect Director Susan O. Cain	For	For
1c	Elect Director Bryan B. DeBoer	For	For
1d	Elect Director Shauna F. McIntyre	For	For
1e	Elect Director Louis P. Miramontes	For	For
1f	Elect Director Kenneth E. Roberts	For	For
1g	Elect Director David J. Robino	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify KPMG LLP as Auditors	For	For
4	Eliminate Class B Common Stock, Class A Common Stock and Series M Preferred Stock, and to Reclassify Class A Common Stock as Common Stock	For	For

# **Lojas Renner SA**

Meeting Date: 04/29/2021

Country: Brazil

Meeting Type: Annual

Ticker: LREN3

Date range covered: 04/01/2021 to 04/30/2021

# **Lojas Renner SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For
2	Approve Allocation of Income and Dividends	For	For
3	Fix Number of Directors at Eight	For	For
4	Do You Wish to Adopt Cumulative Voting for the Election of the Members of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	None	Abstain
	Blended Rationale: Under these items, the company presents shareholders with the election of directors under the terms of Article 141 of the Brazilian Corporate Law voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for ABSTAIN vote recommendation is warranted for Item 4 (Do You Wish to Adopt Community of the Brazilian publicly-available information, disclosed in a timely manner, regarding a cumulative statement of the Brazilian publicly-available information, disclosed in a timely manner, regarding a cumulative statement of the Brazilian publicly-available information, disclosed in a timely manner, regarding a cumulative statement of the Brazilian publicly-available information.	or, in accordance with the rules of the remote or all publicly-traded Brazilian companies.An Cumulative Voting for the Election of the on Corporate Law?) in the absence of	
5.1	Elect Jose Gallo as Director	For	For
5.2	Elect Osvaldo Burgos Schirmer as Independent Director	For	For
5.3	Elect Carlos Fernando Couto de Oliveira Souto as Independent Director	For	For
5.4	Elect Fabio de Barros Pinheiro as Independent Director	For	For
5.5	Elect Thomas Bier Herrmann as Independent Director	For	For
5.6	Elect Juliana Rozenbaum Munemori as Independent Director	For	For
5.7	Elect Christiane Almeida Edington as Independent Director	For	For
5.8	Elect Alexandre Vartuli Gouvea as Independent Director	For	For
6	In Case Cumulative Voting Is Adopted, Do You Wish to Equally Distribute Your Votes Amongst the Nominees below?	None	For
	IF CUMULATIVE VOTE IS ADOPTED - If Voting FOR Item 6: Votes Are Distributed in Equal % Amongst Nominees Voted FOR. An AGAINST Vote Is Required If Supporting Candidate(s) Under Cumulative and Not Supporting Any Director(s)/Slate Under Majority Voting		
7.1	Percentage of Votes to Be Assigned - Elect Jose Gallo as Director	None	For
7.2	Percentage of Votes to Be Assigned - Elect Osvaldo Burgos Schirmer as Independent Director	None	For

Date range covered: 04/01/2021 to 04/30/2021

# **Lojas Renner SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7.3	Percentage of Votes to Be Assigned - Elect Carlos Fernando Couto de Oliveira Souto as Independent Director	None	For
7.4	Percentage of Votes to Be Assigned - Elect Fabio de Barros Pinheiro as Independent Director	None	For
7.5	Percentage of Votes to Be Assigned - Elect Thomas Bier Herrmann as Independent Director	None	For
7.6	Percentage of Votes to Be Assigned - Elect Juliana Rozenbaum Munemori as Independent Director	None	For
7.7	Percentage of Votes to Be Assigned - Elect Christiane Almeida Edington as Independent Director	None	For
7.8	Percentage of Votes to Be Assigned - Elect Alexandre Vartuli Gouvea as Independent Director	None	For
8	Approve Remuneration of Company's Management	For	For
9	Fix Number of Fiscal Council Members at Three	For	For
10.1	Elect Joarez Jose Piccinini as Fiscal Council Member and Roberto Zeller Branchi as Alternate	For	For
10.2	Elect Roberto Frota Decourt as Fiscal Council Member and Vanderlei Dominguez da Rosa as Alternate	For	For
10.3	Elect Estela Maris Vieira De Souza as Fiscal Council Member and Isabel Cristina Bittencourt Santiago as Alternate	For	For
11	Approve Remuneration of Fiscal Council Members	For	For

## **LSR Group PJSC**

Meeting Date: 04/29/2021 Country: Russia

Meeting Type: Annual

Ticker: LSRG

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Annual Report	For	For
2	Approve Financial Statements	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **LSR Group PJSC**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
3	Approve Allocation of Income and Dividends of RUB 39 per Share	For	For		
4	Fix Number of Directors at Nine	For	For		
	Elect Directors by Cumulative Voting				
5.1	Elect Dmitrii Goncharov as Director	None	Against		
	Blended Rationale: Votes FOR Aleksei Makhnev, Natalia Nikiforova, Vitalii Podolsi 5.8 and 5.9) are warranted because these nominees can be classified as indeper candidates to act in all shareholders' interest. Votes AGAINST the remaining nom	ndent, making them the most likely of all the			
5.2	Elect Igor Levit as Director	None	Against		
	Blended Rationale: Votes FOR Aleksei Makhnev, Natalia Nikiforova, Vitalii Podols. 5.8 and 5.9) are warranted because these nominees can be classified as indeper candidates to act in all shareholders' interest. Votes AGAINST the remaining nom	ndent, making them the most likely of all the			
5.3	Elect Aleksei Makhnev as Director	None	For		
	Blended Rationale: Votes FOR Aleksei Makhnev, Natalia Nikiforova, Vitalii Podols. 5.8 and 5.9) are warranted because these nominees can be classified as indeper candidates to act in all shareholders' interest. Votes AGAINST the remaining nom	ndent, making them the most likely of all the			
5.4	Elect Andrei Molchanov as Director	None	Against		
	Blended Rationale: Votes FOR Aleksei Makhnev, Natalia Nikiforova, Vitalii Podols. 5.8 and 5.9) are warranted because these nominees can be classified as indeper candidates to act in all shareholders' interest. Votes AGAINST the remaining nom	ndent, making them the most likely of all the			
5.5	Elect Egor Molchanov as Director	None	Against		
	Blended Rationale: Votes FOR Aleksei Makhnev, Natalia Nikiforova, Vitalii Podolskii and Aleksandr Prisiazhniuk (Items 5.3, 5.6, 5.8 and 5.9) are warranted because these nominees can be classified as independent, making them the most likely of all the candidates to act in all shareholders' interest. Votes AGAINST the remaining nominees are warranted.				
5.6	Elect Natalia Nikiforova as Director	None	For		
	Blended Rationale: Votes FOR Aleksei Makhnev, Natalia Nikiforova, Vitalii Podolsi 5.8 and 5.9) are warranted because these nominees can be classified as indeper candidates to act in all shareholders' interest. Votes AGAINST the remaining nom	ndent, making them the most likely of all the			
5.7	Elect Aleksandr Pogorletskii as Director	None	Against		
	Blended Rationale: Votes FOR Aleksei Makhnev, Natalia Nikiforova, Vitalii Podolsi 5.8 and 5.9) are warranted because these nominees can be classified as indeper candidates to act in all shareholders' interest. Votes AGAINST the remaining nominees can be classified as independent of the control of the cont	ndent, making them the most likely of all the			
5.8	Elect Vitalii Podolskii as Director	None	For		
	Blended Rationale: Votes FOR Aleksei Makhnev, Natalia Nikiforova, Vitalii Podolsi 5.8 and 5.9) are warranted because these nominees can be classified as indeper candidates to act in all shareholders' interest. Votes AGAINST the remaining nom	ndent, making them the most likely of all the			
5.9	Elect Aleksandr Prisiazhniuk as Director	None	For		
	Blended Rationale: Votes FOR Aleksei Makhnev, Natalia Nikiforova, Vitalii Podolsi 5.8 and 5.9) are warranted because these nominees can be classified as indeper candidates to act in all shareholders' interest. Votes AGAINST the remaining nom	ndent, making them the most likely of all the			
	Elect Three Members of Audit Commission				
6.1	Elect Natalia Klevtsova as Member of Audit Commission	For	For		

Date range covered: 04/01/2021 to 04/30/2021

# **LSR Group PJSC**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
6.2	Elect Denis Siniugin as Member of Audit Commission	For	For
6.3	Elect Liudmila Fradina as Member of Audit Commission	For	For
7.1	Ratify Audit-Service SPb as RAS Auditor	For	Against
	Blended Rationale: Votes AGAINST these items are warranted because the compatible audit firms during the last fiscal year.	any has not disclosed the fees paid to each of	
7.2	Ratify KPMG as IFRS Auditor	For	Against
	Blended Rationale: Votes AGAINST these items are warranted because the compatible audit firms during the last fiscal year.	any has not disclosed the fees paid to each of	

# **LSR Group PJSC**

Meeting Date: 04/29/2021

Country: Russia

Meeting Type: Annual

Ticker: LSRG

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct
	Meeting for GDR Holders		
1	Approve Annual Report	For	For
2	Approve Financial Statements	For	For
3	Approve Allocation of Income and Dividends of RUB 39 per Share	For	For
4	Fix Number of Directors at Nine	For	For
	Elect Directors by Cumulative Voting		
5.1	Elect Dmitrii Goncharov as Director	None	Against
	Blended Rationale: Votes FOR Aleksei Makhnev, Natalia Nikiford 5.8 and 5.9) are warranted because these nominees can be cla candidates to act in all shareholders' interest.	,	the
5.2	Elect Igor Levit as Director	None	Against
5.2	Elect Igor Levit as Director  Blended Rationale: Votes FOR Aleksei Makhnev, Natalia Nikiford 5.8 and 5.9) are warranted because these nominees can be cla- candidates to act in all shareholders' interest.	ova, Vitalii Podolskii and Aleksandr Prisiazhniuk (Items 5.3,	· ·

Blended Rationale: Votes FOR Aleksei Makhnev, Natalia Nikiforova, Vitalii Podolskii and Aleksandr Prisiazhniuk (Items 5.3, 5.6, 5.8 and 5.9) are warranted because these nominees can be classified as independent, making them the most likely of all the candidates to act in all shareholders' interest.

Date range covered: 04/01/2021 to 04/30/2021

# **LSR Group PJSC**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
5.4	Elect Andrei Molchanov as Director	None	Against	
	•	forova, Vitalii Podolskii and Aleksandr Prisiazhniuk (Items 5.3, 5.6, classified as independent, making them the most likely of all the		
5.5	Elect Egor Molchanov as Director	None	Against	
	•	forova, Vitalii Podolskii and Aleksandr Prisiazhniuk (Items 5.3, 5.6, classified as independent, making them the most likely of all the		
5.6	Elect Natalia Nikiforova as Director	None	For	
	•	forova, Vitalii Podolskii and Aleksandr Prisiazhniuk (Items 5.3, 5.6, classified as independent, making them the most likely of all the		
5.7	Elect Aleksandr Pogorletskii as Director	None	Against	
		forova, Vitalii Podolskii and Aleksandr Prisiazhniuk (Items 5.3, 5.6, classified as independent, making them the most likely of all the		
5.8	Elect Vitalii Podolskii as Director	None	For	
	•	forova, Vitalii Podolskii and Aleksandr Prisiazhniuk (Items 5.3, 5.6, classified as independent, making them the most likely of all the		
5.9	Elect Aleksandr Prisiazhniuk as Director	None	For	
		forova, Vitalii Podolskii and Aleksandr Prisiazhniuk (Items 5.3, 5.6, classified as independent, making them the most likely of all the		
	Elect Three Members of Audit Commission			
6.1	Elect Natalia Klevtsova as Member of Audit Commission	For	For	
6.2	Elect Denis Siniugin as Member of Audit Commission	For	For	
6.3	Elect Liudmila Fradina as Member of Audit Commission	For	For	
7.1	Ratify Audit-Service SPb as RAS Auditor	For	Against	
	Blended Rationale: Votes AGAINST these items are warrante the audit firms during the last fiscal year.	d because the company has not disclosed the fees paid to each of		

# Megacable Holdings SAB de CV

Meeting Date: 04/29/2021 Country: Mexico

Meeting Type: Annual Ticker: MEGACPO

Date range covered: 04/01/2021 to 04/30/2021

# Megacable Holdings SAB de CV

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct
	Only Mexican Nationals Who hold A and CPO Shares Can Vote		
1	Approve CEO's Report	For	For
2	Receive Directors' Opinions on CEO's Report	For	For
3	Approve Board of Directors' Report	For	For
4	Approve Reports of Corporate Practices and Audit Committees Chairmen	For	For
5	Approve Allocation of Income	For	For
6	Approve Repurchase Transactions of CPOs	For	For
7	Set Maximum Amount of Share Repurchase Reserve	For	For
8	Elect or Ratify Directors, Secretary and their Respective Alternates	For	Against
	Blended Rationale: A vote AGAINST these items is warranted by disclosed; The company has bundled the election of directors election proposals disenfranchise shareholders voting by proxy.	into a single voting item; and- Undisclosed bundled directo	or
9	Classification of Principal and Alternate Board Members' Independence	For	Against
	Blended Rationale: A vote AGAINST these items is warranted by disclosed; The company has bundled the election of directors election proposals disenfranchise shareholders voting by proxy.	into a single voting item; and- Undisclosed bundled directo	or
10	Elect or Ratify Chairman of Audit Committee and Corporate Practices Committee	For	Against
	Blended Rationale: A vote AGAINST these items is warranted b disclosed;- The company has bundled the election of directors election proposals disenfranchise shareholders voting by proxy.	into a single voting item; and- Undisclosed bundled directo	or
11	Approve Remuneration of Directors, Secretary, and Members of Audit and Corporate Practices Committees	For	For
12	Authorize Board to Ratify and Execute Approved Resolutions	For	For

# **Meggitt Plc**

**Meeting Date:** 04/29/2021 **Country:** United Kingdom

Meeting Type: Annual Ticker: MGGT

Date range covered: 04/01/2021 to 04/30/2021

# **Meggitt Plc**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Remuneration Policy	For	Against
	Blended Rationale: A vote AGAINST this item is warranted because:- The revised restricted shares within the compensation mix, in addition to a proposed increase compelling rationale has been provided to support this design decision given that the benefits typically associated with restricted shares regarding their simplicity as	e in the normal maximum LTIP opportunity. No t performance shares are also featured, and	
3	Approve Remuneration Report	For	For
4	Re-elect Sir Nigel Rudd as Director	For	For
5	Re-elect Tony Wood as Director	For	For
6	Re-elect Guy Berruyer as Director	For	For
7	Re-elect Louisa Burdett as Director	For	For
8	Re-elect Colin Day as Director	For	For
9	Re-elect Nancy Gioia as Director	For	For
10	Re-elect Alison Goligher as Director	For	For
11	Re-elect Guy Hachey as Director	For	For
12	Re-elect Caroline Silver as Director	For	For
13	Reappoint PricewaterhouseCoopers LLP as Auditors	For	For
14	Authorise the Audit Committee to Fix Remuneration of Auditors	For	For
15	Authorise Issue of Equity	For	For
16	Authorise Issue of Equity without Pre-emptive Rights	For	For
17	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	For	For
18	Authorise UK Political Donations and Expenditure	For	For
19	Authorise Market Purchase of Ordinary Shares	For	For
20	Authorise the Company to Call General Meeting with Two Weeks' Notice	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **MGIC Investment Corporation**

Meeting Date: 04/29/2021

Country: USA

Meeting Type: Annual

Ticker: MTG

roposal umber	Proposal Text	Mgmt Rec	Vote Instruction	
1.1	Elect Director Analisa M. Allen	For	For	
1.2	Elect Director Daniel A. Arrigoni	For	For	
1.3	Elect Director C. Edward Chaplin	For	For	
1.4	Elect Director Curt S. Culver	For	For	
1.5	Elect Director Jay C. Hartzell	For	For	
1.6	Elect Director Timothy A. Holt	For	For	
1.7	Elect Director Jodeen A. Kozlak	For	For	
1.8	Elect Director Michael E. Lehman	For	For	
1.9	Elect Director Melissa B. Lora	For	For	
1.10	Elect Director Timothy J. Mattke	For	For	
1.11	Elect Director Gary A. Poliner	For	For	
1.12	Elect Director Sheryl L. Sculley	For	For	
1.13	Elect Director Mark M. Zandi	For	For	
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	
3	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	

# **Motherson Sumi Systems Limited**

Meeting Date: 04/29/2021

Country: India

Meeting Type: Court

Ticker: 517334

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Court-Ordered Meeting for Equity Shareholders		
1	Approve Composite Scheme of Amalgamation and Arrangement	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Motherson Sumi Systems Limited**

Meeting Date: 04/29/2021

Country: India

Meeting Type: Special

Ticker: 517334

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Related Party Transactions to be Undertaken by Motherson Sumi Wiring India Limited with the Company, Sumitomo Wiring Systems Limited and Other Related Parties	For	For

# **Novolipetsk Steel**

Meeting Date: 04/29/2021

Country: Russia

Meeting Type: Annual

classified as independent, making them the most likely of all the candidates to act in all shareholders' interest.

Ticker: NLMK

osal ber	Proposal Text	Mgmt Rec	Vote Instruction
	Approve Annual Report	For	For
	Approve Annual Financial Statements	For	For
	Approve Allocation of Income and Dividends of RUB 21.64 per Share	For	For
	Elect Nine Directors via Cumulative Voting		
4.1	Elect Oleg Bagrin as Director	None	Against
	, 3	valishina, Sergei Kravchenko, Joachim Limberg, Maria (Marjan)	
,	, 3	4.8 and 4.10) are warranted because these nominees can be	For
,	Oudeman and Stanislav Shekshnia (Items 4.2, 4.4, 4.5, 4.6, classified as independent, making them the most likely of all Elect Thomas Veraszto as Director  Blended Rationale: Votes FOR Thomas Veraszto, Evgeniia Za	4.8 and 4.10) are warranted because these nominees can be the candidates to act in all shareholders' interest.  None  avalishina, Sergei Kravchenko, Joachim Limberg, Maria (Marjan) 4.8 and 4.10) are warranted because these nominees can be	For
	Oudeman and Stanislav Shekshnia (Items 4.2, 4.4, 4.5, 4.6, classified as independent, making them the most likely of all Elect Thomas Veraszto as Director  Blended Rationale: Votes FOR Thomas Veraszto, Evgeniia Za Oudeman and Stanislav Shekshnia (Items 4.2, 4.4, 4.5, 4.6,	4.8 and 4.10) are warranted because these nominees can be the candidates to act in all shareholders' interest.  None  avalishina, Sergei Kravchenko, Joachim Limberg, Maria (Marjan) 4.8 and 4.10) are warranted because these nominees can be	For
	Oudeman and Stanislav Shekshnia (Items 4.2, 4.4, 4.5, 4.6, classified as independent, making them the most likely of all Elect Thomas Veraszto as Director  Blended Rationale: Votes FOR Thomas Veraszto, Evgeniia Za Oudeman and Stanislav Shekshnia (Items 4.2, 4.4, 4.5, 4.6, classified as independent, making them the most likely of all Elect Nikolai Gagarin as Director  Blended Rationale: Votes FOR Thomas Veraszto, Evgeniia Za	4.8 and 4.10) are warranted because these nominees can be the candidates to act in all shareholders' interest.  None  avalishina, Sergei Kravchenko, Joachim Limberg, Maria (Marjan) 4.8 and 4.10) are warranted because these nominees can be the candidates to act in all shareholders' interest.  None  avalishina, Sergei Kravchenko, Joachim Limberg, Maria (Marjan) 4.8 and 4.10) are warranted because these nominees can be	<u> </u>

Date range covered: 04/01/2021 to 04/30/2021

# **Novolipetsk Steel**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4.5	Elect Sergei Kravchenko as Director	None	For
	Blended Rationale: Votes FOR Thomas Veraszto, Evgeniia Za Oudeman and Stanislav Shekshnia (Items 4.2, 4.4, 4.5, 4.6, classified as independent, making them the most likely of all		
4.6	Elect Joachim Limberg as Director	None	For
	Blended Rationale: Votes FOR Thomas Veraszto, Evgeniia Za Oudeman and Stanislav Shekshnia (Items 4.2, 4.4, 4.5, 4.6, classified as independent, making them the most likely of all		
4.7	Elect Vladimir Lisin as Director	None	Against
	Blended Rationale: Votes FOR Thomas Veraszto, Evgeniia Za Oudeman and Stanislav Shekshnia (Items 4.2, 4.4, 4.5, 4.6, classified as independent, making them the most likely of all		
4.8	Elect Marjan Oudeman as Director	None	For
	Blended Rationale: Votes FOR Thomas Veraszto, Evgeniia Za Oudeman and Stanislav Shekshnia (Items 4.2, 4.4, 4.5, 4.6, classified as independent, making them the most likely of all		
4.9	Elect Karen Sarkisov as Director	None	Against
	Blended Rationale: Votes FOR Thomas Veraszto, Evgeniia Za Oudeman and Stanislav Shekshnia (Items 4.2, 4.4, 4.5, 4.6, classified as independent, making them the most likely of all	•	
4.10	Elect Stanislav Shekshnia as Director	None	For
	Blended Rationale: Votes FOR Thomas Veraszto, Evgeniia Za Oudeman and Stanislav Shekshnia (Items 4.2, 4.4, 4.5, 4.6, classified as independent, making them the most likely of all	•	
4.11	Elect Benedict Sciortino as Director	None	Against
	Blended Rationale: Votes FOR Thomas Veraszto, Evgeniia Za Oudeman and Stanislav Shekshnia (Items 4.2, 4.4, 4.5, 4.6, classified as independent, making them the most likely of all	•	
5	Elect Grigorii Fedorishin as President	For	For
6	Approve Remuneration of Directors	For	For
7.1	Ratify PricewaterhouseCoopers Audit as RAS Auditor	For	For
7.2	Ratify PricewaterhouseCoopers Audit as IFRS Auditor	For	For

# NRG Energy, Inc.

Meeting Date: 04/29/2021 Country: USA

Meeting Type: Annual

Ticker: NRG

Date range covered: 04/01/2021 to 04/30/2021

## NRG Energy, Inc.

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director E. Spencer Abraham	For	For
1b	Elect Director Antonio Carrillo	For	For
1c	Elect Director Matthew Carter, Jr.	For	For
1d	Elect Director Lawrence S. Coben	For	For
1e	Elect Director Heather Cox	For	For
1f	Elect Director Elisabeth B. Donohue	For	For
1g	Elect Director Mauricio Gutierrez	For	For
1h	Elect Director Paul W. Hobby	For	For
1i	Elect Director Alexandra Pruner	For	For
1j	Elect Director Anne C. Schaumburg	For	For
1k	Elect Director Thomas H. Weidemeyer	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify KPMG LLP as Auditors	For	For

# **Oversea-Chinese Banking Corporation Limited**

Meeting Date: 04/29/2021

Country: Singapore

Meeting Type: Annual

Ticker: 039

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructi
1	Adopt Financial Statements and Directors' and Auditors' Reports	For	For
2a	Elect Chua Kim Chiu as Director	For	For
2b	Elect Pramukti Surjaudaja as Director	For	Against
	Blended Rationale: A vote AGAINST the election of Pramukti Surj. committee and the company, under the leadership of a non-indep independent director and independent directors do not represent	pendent chairman, has not appointed a lead/senior	ninating
2c	Elect Tan Ngiap Joo as Director	For	Against

Blended Rationale: A vote AGAINST the election of Ngiap Joo Tan is warranted given that s/he serve on the nominating committee and the company, under the leadership of a non-independent chairman, has not appointed a lead/senior independent director and independent directors do not represent majority of the board.

Date range covered: 04/01/2021 to 04/30/2021

## **Oversea-Chinese Banking Corporation Limited**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3	Elect Andrew Khoo Cheng Hoe as Director	For	For
4	Approve Final Dividend	For	For
5a	Approve Directors' Remuneration	For	For
5b	Approve Allotment and Issuance of Remuneration Shares to the Directors	For	For
6	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	For	For
7	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	For	For
8	Approve Grant of Options and/or Rights and Issuance of Shares Pursuant to the OCBC Share Option Scheme 2001 and OCBC Employee Share Purchase Plan	For	Against
	Blended Rationale: A vote AGAINST this resolution is warranted given the follow mature company, and the limit under the Scheme, the Plan, and all outstanding company, will increase to 10 percent of the company's issued capital following the 11 The company has not disclosed the performance conditions, if there is any, under the Scheme.	share-based incentive schemes of the he approval of the proposed share plan in Item	
9	Approve Issuance of Shares Pursuant to the Oversea-Chinese Banking Corporation Limited Scrip Dividend Scheme	For	For
10	Authorize Share Repurchase Program	For	For
11	Approve OCBC Deferred Share Plan 2021	For	Against
	Blended Rationale: A vote AGAINST this resolution is warranted given the follows		

Blended Rationale: A vote AGAINST this resolution is warranted given the following:- The company could be considered a mature company, and the limit under the share plan, together with other outstanding share incentive schemes of the company, is 10 percent of the company's issued capital.- The lack of performance conditions attached during the vesting period of awards granted under the share plan would reduce the incentive rationale of the plan.

#### **PIERER Mobility AG**

Meeting Date: 04/29/2021 Country: Austria

Meeting Type: Annual Ticker: PMAG

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2020 (Non-Voting)		
2	Approve Allocation of Income and Dividends of EUR 0.50 Per Share	For	For
3	Approve Discharge of Management Board for Fiscal Year 2020	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **PIERER Mobility AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
4	Approve Discharge of Supervisory Board for Fiscal Year 2020	For	For		
5	Approve Remuneration of Supervisory Board Members	For	For		
6	Approve Remuneration Report	For	Against		
	Blended Rationale: A vote AGAINST the remuneration report is warra incentive plan, therefore not creating a sufficient alignment with long the variable incentive plan, whereas it appears that payout is based	g-term interest of shareholders There is no clear cap on			
7	Ratify KPMG Austria GmbH as Auditors for Fiscal Year 2021	For	For		
8	Elect Ernst Chalupsky and Josef Blazicek as Supervisory Board Members	For	Against		
	Blended Rationale: A vote AGAINST this item is warranted because:- Josef Blazicek serves as incumbent board chair and there is a lack of gender diversity on the board The reelection of the proposed nominees would not contribute to the establishment of an independent board.				
9.1	New/Amended Proposals from Management and Supervisory Board	None	Against		
	Blended Rationale: Votes AGAINST these items are warranted becaushareholder to the proxy in case new or amended voting items are in supervisory boards (Item 9.1) or shareholders (Item 9.2); and The known at this time. Therefore, it is in shareholders' best interest to warranteest to warrant	ntroduced at the meeting by the management and/or content of these new items or counterproposals is not			
9.2	New/Amended Proposals from Shareholders	None	Against		
	Blended Rationale: Votes AGAINST these items are warranted because shareholder to the proxy in case new or amended voting items are in supervisory boards (Item 9.1) or shareholders (Item 9.2); and The known at this time. Therefore, it is in shareholders' best interest to very supervisory boards.	ntroduced at the meeting by the management and/or content of these new items or counterproposals is not			

## **Polaris Inc.**

Meeting Date: 04/29/2021 Country: USA

Meeting Type: Annual

Ticker: PII

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Kevin M. Farr	For	For
1b	Elect Director John P. Wiehoff	For	For
2	Ratify Ernst & Young LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Postal Savings Bank of China Co., Ltd.**

Meeting Date: 04/29/2021

Country: China

Meeting Type: Special

Ticker: 1658

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	EGM BALLOT FOR HOLDERS OF H SHARES		
1	Approve Change in Registered Capital	For	For
2	Amend Articles of Association	For	For
3	Approve the Issuance of Write-down Eligible Tier 2 Capital Instruments	For	For
4	Approve Formulation of the Measures for Equity Management	For	For
5	Elect Han Wenbo as Director	For	For
6	Elect Chen Donghao as Director	For	For
7	Elect Wei Qiang as Director	For	For

# **Prologis, Inc.**

Meeting Date: 04/29/2021

Country: USA

Meeting Type: Annual

Ticker: PLD

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Hamid R. Moghadam	For	For
1b	Elect Director Cristina G. Bita	For	For
1c	Elect Director George L. Fotiades	For	For
1d	Elect Director Lydia H. Kennard	For	For
1e	Elect Director Irving F. Lyons, III	For	For
1f	Elect Director Avid Modjtabai	For	For
1g	Elect Director David P. O'Connor	For	For
1h	Elect Director Olivier Piani	For	For
1i	Elect Director Jeffrey L. Skelton	For	For
1j	Elect Director Carl B. Webb	For	For
1k	Elect Director William D. Zollars	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Prologis, Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	
	Blended Rationale: A vote AGAINST this proposal is warranted. The mitigates concerns over the sizable year-over-year increase in the v and PPP awards increased by 21 percent year-over-year to \$19.5 m of \$12.4 million. The structure of the annual LTI program also raise based on individual performance, while the relative metric targets in from multiple long-term incentive programs raises some concern, as program under which the CEO's award values have increased substimitigated by the modest improvements to the annual program, or to CEO's STI award and salary are less than the increase in the value of annual program lacks complete disclosure of quantified targets.	alue of outperformance awards. The value of the C villion, which is significantly larger than his annual L is some concern, as up to half of the award may be nerely the median. In addition, the complex structu is it is particularly difficult to assess the rigor of the antially for a number of years. These concerns are the structure of the CEO's salary. The combined value	TEO's POP TI award e earned re arising ppp not ue of the	
3	Ratify KPMG LLP as Auditors	For	For	

# SailPoint Technologies Holdings, Inc.

Meeting Date: 04/29/2021 Country: USA

Meeting Type: Annual Ticker: SAIL

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Mark D. McClain	For	Withhold
	Blended Rationale: WITHHOLD votes are warranted for director nominees Mark I failure to remove, or subject to a sunset requirement, the supermajority vote requirement documents and the classified board, each of which adversely impacts and the classified board, each of which adversely impacts and the classified board, each of which adversely impacts and the classified board, each of which adversely impacts are supported by the control of	nuirement to enact certain changes to the	
1.2	Elect Director Tracey E. Newell	For	Withhold
	Blended Rationale: WITHHOLD votes are warranted for director nominees Mark if failure to remove, or subject to a sunset requirement, the supermajority vote requirement documents and the classified board, each of which adversely impacts.	uirement to enact certain changes to the	
2	Ratify Grant Thornton LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

## **Schroders Plc**

Meeting Date: 04/29/2021 Country: United Kingdom

Meeting Type: Annual Ticker: SDR

Date range covered: 04/01/2021 to 04/30/2021

## **Schroders Plc**

Number   Proposal Text   Pro				
Reports Approve Remuneration Report For Approve Remuneration Report Resided Michael Coloison as Director Resided Rationatic A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Resided Rationatic A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Resided Rationate: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Resided Rationate: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Resided Rationate: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Resided Rationate: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Resided Rationate: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Resided Rationate: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Resided Rationate: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Resided Rationate: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Resided Rationate: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Resided Rationate: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Resided Rationate: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Resided Rationate: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Resided Rationate: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Resided Rationate: A vote FOR a		Proposal Text	Mgmt Rec	
Approve Remuneration Report For For Releast Michael Dobson as Director For For Blanded Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  For Blanded Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Richard Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Ian King as Director For For For Bull candidates is considered warranted, in the absence of any significant concerns.  Re-elect Sir Damon Buffini as Director For For For Blanded Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Sir Damon Buffini as Director For For For Blanded Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Rahin Davies as Director For For For Blanded Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Rahin Goss-Custant as Director For For For Blanded Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Rakin Goss-Custant as Director For For For Blanded Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Deborah Waterhouse as Director For For For Blanded Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Galianale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Galianale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Galianale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Quite Howard as Director For For For For Blanded Rationale: A vote FOR all candidates is considered warranted, in the absence of a	1		For	For
Re-elect Michael Dobson as Director For For  Blended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Richard Keers as Director For For Blended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Tan King as Director For For For Blended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Tan King as Director For For For Blended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Tan King as Director For For For Blended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Deborah Waterhouse as Director For For For Blended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Claire Howard as Director For For For Bended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Claire Howard as Director For For For For Rended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Rationale: A vote FOR all candidates is considered warrante	2	Approve Final Dividend	For	For
Blended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Pater Harrison as Director For For Bended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Richard Keers as Director For For Bended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Richard Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Richard Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Richard Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Rationale: A vote FOR all candidates is considered warranted, in the absenc	3	Approve Remuneration Report	For	For
Re-elect Peter Harrison as Director   For   Blended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.	4	Re-elect Michael Dobson as Director	For	For
Blended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Richard Keens as Director For For Blended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Ian King as Director For For Blended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Sir Damon Buffini as Director For For Blended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Deborah Waterhouse as Director For For Bended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Claire Howard as Director For For Bended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Claire Howard as Director For For Bended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Claire Howard as Director For For For Repulsed Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Claire Howard as Director For For For Repulse Repulse Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Authorise the Audit and Risk Committee to Fix For For Repulse Rep		Blended Rationale: A vote FOR all candidates is considered warran	nted, in the absence of any significant concerns.	
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Blended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect. Ian King as Director For For Blended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect. Sir Damon Buffini as Director For For Belended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Per Blended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect. Rakhi Goss-Custard as Director For For Belended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect. Rakhi Goss-Custard as Director For For Belended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect. Deborah Waterhouse as Director For For For Belended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect. Hatthew Westerman as Director For For For Belended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect. Claire Howard as Director For For For For Belended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect. Leonie Schroder as Director For For For For Relended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect. Leonie Schroder as Director For For For For Relended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect. Leonie Schroder as Director For For For For Remuneration of Auditors For For For For Remuneration of Auditors For For For Remuneration of Auditors For For For For Remuneration of Auditors For For For For Remuneration of Auditors For For For For For Ruthorise Issue of Equity without Pre-emptive		Blended Rationale: A vote FOR all candidates is considered warran	nted, in the absence of any significant concerns.	
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Blended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Sir Damon Buffini as Director  For Blended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Per Re-elect Rhian Davies as Director  Re-elect Rakin Goss-Custand as Director  For Blended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Rakin Goss-Custand as Director  For Blended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Deborah Waterhouse as Director  For Blended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Matthew Westerman as Director  For Blended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Claire Howard as Director  For Blended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Leonie Schroder as Director  For Blended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Leonie Schroder as Director  For For Blended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Leonie Schroder as Director  For For Blended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Leonie Schroder as Director  For For For Blended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Authorise the Audit and Risk Committee to Fix For For Authorise the Audit and Risk Committee to Fix Re-elect Leonie Schroder as Director For For For		Blended Rationale: A vote FOR all candidates is considered warran	nted, in the absence of any significant concerns.	
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Blended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Claire Howard as Director For For Blended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Re-elect Leonie Schroder as Director For For Blended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  Reappoint Ernst & Young LLP as Auditors For For For Authorise the Audit and Risk Committee to Fix Remuneration of Auditors For For For Authorise Issue of Equity without Pre-emptive For For For		Blended Rationale: A vote FOR all candidates is considered warran	nted, in the absence of any significant concerns.	
Re-elect Claire Howard as Director For For  Blended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  For  For  Re-elect Leonie Schroder as Director For  Blended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  For  Reappoint Ernst & Young LLP as Auditors For  Authorise the Audit and Risk Committee to Fix Remuneration of Auditors  Authorise Issue of Equity  Authorise Issue of Equity without Pre-emptive For  For  For	12	Re-elect Matthew Westerman as Director	For	For
Blended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  14 Re-elect Leonie Schroder as Director For For  Blended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  15 Reappoint Ernst & Young LLP as Auditors For For  16 Authorise the Audit and Risk Committee to Fix Remuneration of Auditors For For  17 Authorise Issue of Equity For For  18 Authorise Issue of Equity without Pre-emptive For For		Blended Rationale: A vote FOR all candidates is considered warrai	nted, in the absence of any significant concerns.	
Re-elect Leonie Schroder as Director  Blended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  For  Reappoint Ernst & Young LLP as Auditors  For  Authorise the Audit and Risk Committee to Fix Remuneration of Auditors  Authorise Issue of Equity  For  For  For  Authorise Issue of Equity without Pre-emptive  For  For	13	Re-elect Claire Howard as Director	For	For
Blended Rationale: A vote FOR all candidates is considered warranted, in the absence of any significant concerns.  For  Reappoint Ernst & Young LLP as Auditors  For  Authorise the Audit and Risk Committee to Fix Remuneration of Auditors  Authorise Issue of Equity  For  For  Authorise Issue of Equity without Pre-emptive  For  For		Blended Rationale: A vote FOR all candidates is considered warral	nted, in the absence of any significant concerns.	
Reappoint Ernst & Young LLP as Auditors For For  Authorise the Audit and Risk Committee to Fix Remuneration of Auditors For For  Authorise Issue of Equity For For  Authorise Issue of Equity without Pre-emptive For For	14	Re-elect Leonie Schroder as Director	For	For
Authorise the Audit and Risk Committee to Fix Remuneration of Auditors  For For Remuneration of Auditors  Authorise Issue of Equity For		Blended Rationale: A vote FOR all candidates is considered warral	nted, in the absence of any significant concerns.	
Remuneration of Auditors  17 Authorise Issue of Equity For For  18 Authorise Issue of Equity without Pre-emptive For For	15	Reappoint Ernst & Young LLP as Auditors	For	For
18 Authorise Issue of Equity without Pre-emptive For For	16		For	For
···	17	Authorise Issue of Equity	For	For
·	18	Authorise Issue of Equity without Pre-emptive Rights	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **Schroders Plc**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
19	Authorise Market Purchase of Non-Voting Ordinary Shares	For	For
20	Adopt New Articles of Association	For	For
21	Authorise the Company to Call General Meeting with Two Weeks' Notice	For	For

## **Simpar SA**

Meeting Date: 04/29/2021

Country: Brazil

Meeting Type: Special

Ticker: SIMH3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Remuneration of Company's Management	For	Against
	Blended Rationale: A vote AGAINST this item is warranted by	ecause the lack of rationale for the material year-over-yea	r

Blended Rationale: A vote AGAINST this item is warranted because the lack of rationale for the material year-over-year increase proposed for the 2021 global compensation cap and the lack of transparency in the company's remuneration disclosure prevents shareholders from having a clear understanding of the company's compensation practices.

## **Simpar SA**

Meeting Date: 04/29/2021

Country: Brazil

Meeting Type: Annual

Ticker: SIMH3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For
2	Approve Allocation of Income and Dividends	For	For
3	Do You Wish to Request Installation of a Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	None	For

## **Snap-on Incorporated**

Meeting Date: 04/29/2021

Country: USA

Meeting Type: Annual

Ticker: SNA

Date range covered: 04/01/2021 to 04/30/2021

# **Snap-on Incorporated**

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

# **Sunstone Hotel Investors, Inc.**

Meeting Date: 04/29/2021

Country: USA

Meeting Type: Annual

Ticker: SHO

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director John V. Arabia	For	For
1b	Elect Director W. Blake Baird	For	For
1c	Elect Director Andrew Batinovich	For	For
1d	Elect Director Monica S. Digilio	For	For
1e	Elect Director Kristina M. Leslie	For	For
1f	Elect Director Murray J. McCabe	For	For
1g	Elect Director Verett Mims	For	For
1h	Elect Director Douglas M. Pasquale	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **Sunstone Hotel Investors, Inc.**

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

## The Goldman Sachs Group, Inc.

Meeting Date: 04/29/2021

Country: USA

Meeting Type: Annual

Ticker: GS

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
1a	Elect Director M. Michele Burns	For	For	
1b	Elect Director Drew G. Faust	For	For	
1c	Elect Director Mark A. Flaherty	For	For	
1d	Elect Director Ellen J. Kullman	For	For	
1e	Elect Director Lakshmi N. Mittal	For	For	
1f	Elect Director Adebayo O. Ogunlesi	For	Against	
	Blended Rationale: Votes AGAINST Lead Director Adebayo Ogunlesi is warranted as a signal to the board that stronger independent oversight and board management of climate risks at the company are necessary.			
1g	Elect Director Peter Oppenheimer	For	For	
1h	Elect Director David M. Solomon	For	Against	
	Blended Rationale: Votes AGAINST Chairman David Solomon is warranted as a significant of climate risks at the company are necessary.	gnal to the board that stronger independent		
1i	Elect Director Jan E. Tighe	For	For	
1j	Elect Director Jessica R. Uhl	For	For	
1k	Elect Director David A. Viniar	For	For	
11	Elect Director Mark O. Winkelman	For	For	
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	
3	Amend Omnibus Stock Plan	For	Against	

Blended Rationale: Based on 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 equity program is estimated to be excessively dilutive (overriding factor)- The plan cost is excessive- The three-year average burn rate is excessive- The estimated duration of available and proposed shares exceeds six years- The disclosure of change-in-control ("CIC") vesting treatment is incomplete (or is otherwise considered discretionary)- The plan permits liberal recycling of shares-The plan allows broad discretion to accelerate vesting

Date range covered: 04/01/2021 to 04/30/2021

# The Goldman Sachs Group, Inc.

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4	Ratify PricewaterhouseCoopers LLP as Auditors	For	For
5	Provide Right to Act by Written Consent	Against	For
	Blended Rationale: A vote FOR this proposal is warranted given shareholder rights.	that the ability to act by written consent would improve	•
6	Report on the Impacts of Using Mandatory Arbitration	Against	For
	Blended Rationale: A vote FOR this resolution is warranted as additional information on the company's policies regarding mandatory arbitration for harassment and discrimination cases would shed light on the practice and could result in improved recruitment and retention and also allow shareholders to better assess the risks associated with the company's use of arbitration agreements.		
7	Amend Certificate of Incorporation to Become a Public Benefit Corporation	Against	Against
8	Report on Racial Equity Audit	Against	For

## **The Weir Group Plc**

Meeting Date: 04/29/2021

Country: United Kingdom

Meeting Type: Annual

Ticker: WEIR

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructi
1	Accept Financial Statements and Statutory	For	For
1	Reports	101	101
2	Approve Remuneration Report	For	Against
	Blended Rationale: "Given our view of the business, we believe particularly on ROCE, should be applied. The current targets as supporting the remuneration report and policy"		
3	Approve Remuneration Policy	For	Against
	Blended Rationale: "Given our view of the business, we believe particularly on ROCE, should be applied. The current targets an supporting the remuneration report and policy"		
4	Elect Ben Magara as Director	For	For
5	Elect Srinivasan Venkatakrishnan as Director	For	For
6	Re-elect Charles Berry as Director	For	Against
	Blended Rationale: Votes AGAINST incumbent Nominating Condiversity on the board.	nmittee chair Charles Berry are warranted for lack of ger	nder
7	Re-elect Jon Stanton as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **The Weir Group Plc**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
8	Re-elect John Heasley as Director	For	For
9	Re-elect Barbara Jeremiah as Director	For	For
10	Re-elect Clare Chapman as Director	For	For
11	Re-elect Engelbert Haan as Director	For	For
12	Re-elect Mary Jo Jacobi as Director	For	For
13	Re-elect Sir Jim McDonald as Director	For	For
14	Re-elect Stephen Young as Director	For	For
15	Reappoint PricewaterhouseCoopers LLP as Auditors	For	For
16	Authorise the Audit Committee to Fix Remuneration of Auditors	For	For
17	Authorise Issue of Equity	For	For
18	Authorise Issue of Equity without Pre-emptive Rights	For	For
19	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	For	For
20	Authorise Market Purchase of Ordinary Shares	For	For
21	Authorise the Company to Call General Meeting with Two Weeks' Notice	For	For

## **UCB SA**

Meeting Date: 04/29/2021 Country: Belgium

Meeting Type: Annual

Ticker: UCB

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda		
	Ordinary Part		
1	Receive Directors' Reports (Non-Voting)		
2	Receive Auditors' Reports (Non-Voting)		
3	Receive Consolidated Financial Statements and Statutory Reports (Non-Voting)		
4	Approve Financial Statements, Allocation of Income, and Dividends of EUR 1.27 per Share	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **UCB SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5	Approve Remuneration Report	For	For
6	Approve Remuneration Policy	For	For
7	Approve Discharge of Directors	For	For
8	Approve Discharge of Auditors	For	For
9.1.A	Elect Stefan Oschmann as Director	For	For
9.1.B	Indicate Stefan Oschmann as Independent Director	For	For
9.2	Elect Fiona du Monceau as Director	For	For
9.3.A	Ratify the Co-optation of Susan Gasser as Independent Director	For	For
9.3.B	Elect Susan Gasser as Director	For	For
9.3.C	Indicate Susan Gasser as Independent Director	For	For
9.4.A	Elect Jonathan Peacock as Director	For	For
9.4.B	Indicate Jonathan Peacock as Independent Director	For	For
9.5.A	Reelect Albrecht De Graeve as Director	For	For
9.5.B	Indicate Albrecht De Graeve as Independent Director	For	For
9.6.A	Elect Viviane Monges as Director	For	For
9.6.B	Indicate Viviane Monges as Independent Director	For	For
10	Ratify Mazars as Auditors	For	For
	Special Part		
11	Approve Long-Term Incentive Plans - Program of Free Allocation of Shares	For	For
12.1	Approve Change-of-Control Clause Re: EMTN Program	For	For

#### **Umicore**

Meeting Date: 04/29/2021 Country: Belgium

Meeting Type: Annual/Special

Ticker: UMI

Proposal		Vote
Number Proposal Text	Mgmt Rec	Instruction

Date range covered: 04/01/2021 to 04/30/2021

## **Umicore**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Ordinary Shareholders' Meeting Agenda		
1	Receive Directors' and Auditors' Reports (Non-Voting)		
2	Approve Remuneration Report	For	For
3	Approve Financial Statements, Allocation of Income, and Dividends of EUR 0.75 per Share	For	For
4	Approve Grant of an Identical Profit Premium to Umicore Employees	For	For
5	Receive Consolidated Financial Statements and Statutory Reports (Non-Voting)		
6	Approve Discharge of Members of the Supervisory Board	For	For
7	Approve Discharge of Auditors	For	For
8.1	Reelect Thomas Leysen as Member of the Supervisory Board	For	For
8.2	Reelect Koenraad Debackere as an Independent Member of the Supervisory Board	For	For
8.3	Reelect Mark Garrett as an Independent Member of the Supervisory Board	For	For
8.4	Reelect Eric Meurice as an Independent Member of the Supervisory Board	For	For
8.5	Elect Birgit Behrendt as an Independent Member of the Supervisory Board	For	For
9	Approve Remuneration of the Members of the Supervisory Board	For	For
10.1	Ratify EY BV as Auditors	For	For
10.2	Approve Auditors' Remuneration	For	For
	Special Meeting Agenda		
1.1	Approve Change-of-Control Clause Re: Finance Contract with European Investment Bank	For	For
1.2	Approve Change-of-Control Clause Re: Revolving Facility Agreement with J.P. Morgan AG	For	For
1.3	Approve Change-of-Control Clause Re: Convertible Bonds Maturing on 23 June 2025 (ISIN BE6322623669)	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Valero Energy Corporation**

Meeting Date: 04/29/2021

Country: USA

Meeting Type: Annual

Ticker: VLO

Proposal Vote			
Number	Proposal Text	Mgmt Rec	Instruction
1a	Elect Director H. Paulett Eberhart	For	For
1b	Elect Director Joseph W. Gorder	For	For
1c	Elect Director Kimberly S. Greene	For	For
1d	Elect Director Deborah P. Majoras	For	For
1e	Elect Director Eric D. Mullins	For	For
1f	Elect Director Donald L. Nickles	For	For
1g	Elect Director Philip J. Pfeiffer	For	For
1h	Elect Director Robert A. Profusek	For	For
1i	Elect Director Stephen M. Waters	For	For
1j	Elect Director Randall J. Weisenburger	For	For
1k	Elect Director Rayford Wilkins, Jr.	For	For
2	Ratify KPMG LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

# **Varia US Properties AG**

Meeting Date: 04/29/2021

Country: Switzerland

Meeting Type: Annual

Ticker: VARN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Allocation of Income and Dividends	For	For
3	Approve Remuneration Report	For	For
4	Approve Extension and Increase in Authorized Capital to CHF 2.5 Million Pool of Capital with Preemptive Rights	For	For
5	Approve Discharge of Board and Senior Management	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Varia US Properties AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
6.1.1	Reelect Manuel Leuthold as Director	For	Against
	Blended Rationale: Vote AGAINST incumbent board chair Manuel Leuthold are w	arranted for a lack of diversity on the board.	
6.1.2	Reelect Jaume Sabater as Director	For	For
6.1.3	Reelect Patrick Richard as Director	For	For
6.1.4	Reelect Taner Alicehic as Director	For	Against
	Blended Rationale: A vote AGAINST the executive nominee Taner Alicehic is war a key committee (audit committee).	ranted because he is an executive who sits on	
6.1.5	Reelect Stefan Buser as Director	For	For
6.1.6	Reelect Dany Roizman as Director	For	For
6.1.7	Reelect Beat Schwab as Director	For	For
6.1.8	Reelect Pierre Baudin as Director	For	For
6.2	Reelect Manuel Leuthold as Board Chairman	For	Against
	Blended Rationale: Vote AGAINST incumbent board chair Manuel Leuthold are w	varranted for a lack of diversity on the board.	
6.3.1	Reappoint Stefan Buser as Member of the Compensation Committee	For	For
6.3.2	Reappoint Beat Schwab as Member of the Compensation Committee	For	For
6.4	Ratify KPMG SA as Auditors	For	For
6.5	Designate Buis Buergi AG as Independent Proxy	For	For
7.1	Approve Remuneration of Directors in the Amount of CHF 600,000	For	For
7.2	Approve Remuneration of Executive Committee in the Amount of CHF 35,000	For	For
8	Transact Other Business (Voting)	For	Against
	Blended Rationale: A vote AGAINST is warranted because:- This item concerns a	additional instructions from the shareholder to	

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these any new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

# **Venture Corporation Limited**

**Meeting Date:** 04/29/2021 **Country:** Singapore

Meeting Type: Annual

Ticker: V03

Date range covered: 04/01/2021 to 04/30/2021

### **Venture Corporation Limited**

oposal ımber	Proposal Text	Mgmt Rec	Vote Instruc	
	Adopt Financial Statements and Directors' and Auditors' Reports	For	For	
	Approve Final Dividend	For	For	
	Elect Goon Kok Loon as Director	For	Against	
	Blended Rationale: A vote AGAINST the election of Kok Loon Go serving as the audit committee chair.	oon is warranted given that he is a non-independent dire	ctor	
	Elect Wong Yew Meng as Director	For	For	
	Elect Kay Kuok Oon Kwong as Director	For	For	
	Elect Wong-Yeo Siew Eng as Director	For	For	
	Approve Directors' Fees	For	For	
	Approve Deloitte & Touche LLP as Auditors and Authorize Board to Fix Their Remuneration	For	For	
	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	For	For	
	Approve Grant of Options and Issuance of Shares Under the Venture Corporation Executives' Share Option Scheme 2015	For	Against	
	Blended Rationale: A vote AGAINST these proposals is warranted given the following:- The company could be considered a mature company, and the maximum dilution level for the ESOS 2015, RSP 2021, together with other share incentive schemes of the company, exceeds 5 percent of the company's issued capital. The company has set an annual grant limit of 0.4 percent and 0.75 percent of the company's issued share capital under the ESOS 2015 and RSP 2021, respectively. Nonetheless, when aggregated, the said annual grant limits would exceed the recommended 0.5 percent for a mature company, thereby failing to mitigate concerns on dilution Performance conditions and meaningful vesting periods have not been disclosed.			
1	Authorize Share Repurchase Program	For	For	
	Adopt Venture Corporation Restricted Share Plan 2021	For	Against	

Ticker: VPB

Blended Rationale: A vote AGAINST these proposals is warranted given the following:- The company could be considered a mature company, and the maximum dilution level for the ESOS 2015, RSP 2021, together with other share incentive schemes of the company, exceeds 5 percent of the company's issued capital. The company has set an annual grant limit of 0.4 percent and 0.75 percent of the company's issued share capital under the ESOS 2015 and RSP 2021, respectively. Nonetheless, when aggregated, the said annual grant limits would exceed the recommended 0.5 percent for a mature company, thereby failing to mitigate concerns on dilution.- Performance conditions and meaningful vesting periods have not been disclosed.

## **Vietnam Prosperity Joint-Stock Commercial Bank**

Meeting Date: 04/29/2021 Country: Vietnam

Meeting Type: Annual

Date range covered: 04/01/2021 to 04/30/2021

## **Vietnam Prosperity Joint-Stock Commercial Bank**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Audited Financial Statements of Financial Year 2020	For	For
2	Approve Report on Business Performance of Financial Year 2020 and Business Plan for Financial Year 2021	For	For
3	Approve Report of Board of Directors	For	For
4	Approve Report of Supervisory Board	For	For
5	Approve Allocation of Income of Financial Year 2020	For	For
6	Approve Matters in Relation to Repurchased Shares of the Company	For	Against
	Blended Rationale: A vote AGAINST these resolutions is warranted		
7	Approve Employee Share Ownership Plan 2021 and Issuance of Shares under the Plan	For	Against
	Blended Rationale: A vote AGAINST these resolutions is warranted		
8	Approve Remuneration and Operating Budget of Board of Directors and Supervisory Board in Financial Year 2021	For	For
9	Authorize Board of Directors to Execute Various Business Matters	For	Against
	Blended Rationale: A vote AGAINST this resolution is warranted given on material transactions.	the blanket authority reduces shareholders'	right to vote
10	Amend Operating License and Approve Additional Business Lines	For	For
11	Amend Articles of Association	For	For
12	Amend Regulations on Operation of Board of Directors	For	For
13	Amend Regulations on Operation of Supervisory Board	For	For
14	Amend Corporate Governance Regulations	For	For
15	Other Business	For	Against

Blended Rationale: A vote AGAINST this resolution is warranted because the company did not disclose the other business or other matters that will be taken up under this resolution.

## **V-ZUG Holding AG**

Meeting Date: 04/29/2021 Country: Switzerland
Meeting Type: Annual

Ticker: VZUG

Date range covered: 04/01/2021 to 04/30/2021

## **V-ZUG Holding AG**

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
1.1	Accept Financial Statements and Statutory Reports	For	For
1.2	Approve Remuneration Report	For	For
2	Approve Allocation of Income and Omission of Dividends	For	For
3	Approve Discharge of Board and Senior Management	For	For
4.1.1	Reelect Oliver Riemenschneider as Director	For	For
4.1.2	Reelect Annelies Buhofer as Director	For	For
4.1.3	Reelect Prisca Hafner as Director	For	For
4.1.4	Reelect Tobias Knechtle as Director	For	For
4.1.5	Reelect Petra Rumpf as Director	For	For
4.1.6	Reelect Juerg Werner as Director	For	For
4.2	Reelect Oliver Riemenschneider as Board Chairman	For	For
4.3.1	Reappoint Prisca Hafner as Member of the Personnel and Compensation Committee	For	For
4.3.2	Reappoint Juerg Werner as Member of the Personnel and Compensation Committee	For	For
4.4	Designate Blum & Partner AG as Independent Proxy	For	For
4.5	Ratify Ernst & Young AG as Auditors	For	For
5.1	Approve Fixed Remuneration of Directors in the Amount of CHF 750,000	For	For
5.2	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 4 Million	For	For
5.3	Approve Variable Remuneration of Executive Committee in the Amount of CHF 700,000	For	For
6	Transact Other Business (Voting)	For	Against
	Blended Rationale: A vote AGAINST is warranted because:-	This item concerns additional instructions from the shareholde	r to

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

### Yamana Gold Inc.

Meeting Date: 04/29/2021 Country: Canada

Meeting Type: Annual Ticker: YRI

Date range covered: 04/01/2021 to 04/30/2021

## Yamana Gold Inc.

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director John Begeman	For	For
1.2	Elect Director Christiane Bergevin	For	For
1.3	Elect Director Alexander Davidson	For	For
1.4	Elect Director Richard Graff	For	For
1.5	Elect Director Kimberly Keating	For	For
1.6	Elect Director Peter Marrone	For	For
1.7	Elect Director Daniel Racine	For	For
1.8	Elect Director Jane Sadowsky	For	For
1.9	Elect Director Dino Titaro	For	For
2	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	For	For
3	Advisory Vote on Executive Compensation Approach	For	For

## **Zur Rose Group AG**

Meeting Date: 04/29/2021

Country: Switzerland

Meeting Type: Annual

Ticker: ROSE

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Allocation of Income and Omission of Dividends	For	For
3	Approve Discharge of Board and Senior Management	For	For
4	Approve Creation of CHF 31.6 Million Pool of Capital without Preemptive Rights	For	For
5	Approve Creation of CHF 31.6 Million Pool of Conditional Capital for Bonds or Similar Debt Instruments	For	For
6	Amend Articles Re: Designation of the Compensation Committee	For	For
7.1	Reelect Stefan Feuerstein as Director and Board Chairman	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Zur Rose Group AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7.2	Reelect Volker Amelung as Director	For	For
7.3	Reelect Christian Mielsch as Director	For	For
7.4	Reelect Walter Oberhaensli as Director	For	For
7.5	Reelect Thomas Schneider as Director	For	For
7.6	Reelect Florian Seubert as Director	For	For
7.7	Elect Andrea Belliger as Director	For	For
8.1	Reappoint Stefan Feuerstein as Member of the Compensation Committee	For	For
8.2	Reappoint Thomas Schneider as Member of the Compensation Committee	For	For
8.3	Reappoint Florian Seubert as Member of the Compensation Committee	For	For
9	Designate Fuerer Partner Advocaten KIG as Independent Proxy	For	For
10	Ratify Ernst & Young AG as Auditors	For	For
11.1	Approve Remuneration Report	For	For
11.2	Approve Fixed Remuneration of Directors in the Amount of CHF 1 Million	For	For
11.3	Approve Short-Term and Long-Term Variable Remuneration of Executive Committee in the Amount of CHF 2.5 Million	For	For
11.4	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 3.9 Million	For	For
12	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

## **Admiral Group Plc**

Meeting Date: 04/30/2021 Country: United Kingdom

Meeting Type: Annual

Ticker: ADM

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

Date range covered: 04/01/2021 to 04/30/2021

## **Admiral Group Plc**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3	Approve Remuneration Policy	For	For
4	Approve Final Dividend	For	For
5	Elect Jayaprakasa Rangaswami as Director	For	For
6	Elect Milena Mondini-de-Focatiis as Director	For	For
7	Re-elect Geraint Jones as Director	For	For
8	Re-elect Annette Court as Director	For	For
9	Re-elect Jean Park as Director	For	For
10	Re-elect George Manning Rountree as Director	For	For
11	Re-elect Owen Clarke as Director	For	For
12	Re-elect Justine Roberts as Director	For	For
13	Re-elect Andrew Crossley as Director	For	For
14	Re-elect Michael Brierley as Director	For	For
15	Re-elect Karen Green as Director	For	For
16	Reappoint Deloitte LLP as Auditors	For	For
17	Authorise the Audit Committee to Fix Remuneration of Auditors	For	For
18	Amend Discretionary Free Share Scheme	For	For
19	Authorise UK Political Donations and Expenditure	For	For
20	Authorise Issue of Equity	For	For
21	Authorise Issue of Equity without Pre-emptive Rights	For	For
22	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	For	For
23	Approve Matters Relating to the Relevant Distributions	None	For
24	Authorise Market Purchase of Ordinary Shares	For	For
25	Authorise the Company to Call General Meeting with Two Weeks' Notice	For	For

# **Advanced Energy Industries, Inc.**

Meeting Date: 04/30/2021 Country: USA

Meeting Type: Annual

Ticker: AEIS

Date range covered: 04/01/2021 to 04/30/2021

## **Advanced Energy Industries, Inc.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
1.1	Elect Director Grant H. Beard	For	For	
1.2	Elect Director Frederick A. Ball	For	For	
1.3	Elect Director Anne T. DelSanto	For	For	
1.4	Elect Director Tina M. Donikowski	For	For	
1.5	Elect Director Ronald C. Foster	For	For	
1.6	Elect Director Edward C. Grady	For	For	
1.7	Elect Director Stephen D. Kelley	For	For	
1.8	Elect Director Lanesha T. Minnix	For	For	
1.9	Elect Director Thomas M. Rohrs	For	For	
1.10	Elect Director John A. Roush	For	For	
2	Ratify Ernst & Young LLP as Auditors	For	For	
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	
4	Amend Qualified Employee Stock Purchase Plan	For	For	

# **Agnico Eagle Mines Limited**

Meeting Date: 04/30/2021

Country: Canada

Meeting Type: Annual/Special

Ticker: AEM

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Director Leona Aglukkaq	For	For
1.2	Elect Director Sean Boyd	For	For
1.3	Elect Director Martine A. Celej	For	For
1.4	Elect Director Robert J. Gemmell	For	For
1.5	Elect Director Mel Leiderman	For	For
1.6	Elect Director Deborah McCombe	For	For
1.7	Elect Director James D. Nasso	For	For
1.8	Elect Director Sean Riley	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Agnico Eagle Mines Limited**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.9	Elect Director J. Merfyn Roberts	For	For
1.10	Elect Director Jamie C. Sokalsky	For	For
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	For	For
3	Amend Stock Option Plan	For	For
4	Advisory Vote on Executive Compensation Approach	For	For

### **AltaGas Ltd.**

Meeting Date: 04/30/2021

Country: Canada

Meeting Type: Annual

Ticker: ALA

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	For	For
2.1	Elect Director Victoria A. Calvert	For	For
2.2	Elect Director David W. Cornhill	For	For
2.3	Elect Director Randall L. Crawford	For	For
2.4	Elect Director Jon-Al Duplantier	For	For
2.5	Elect Director Robert B. Hodgins	For	For
2.6	Elect Director Cynthia Johnston	For	For
2.7	Elect Director Pentti O. Karkkainen	For	For
2.8	Elect Director Phillip R. Knoll	For	For
2.9	Elect Director Terry D. McCallister	For	For
2.10	Elect Director Linda G. Sullivan	For	For
2.11	Elect Director Nancy G. Tower	For	For
3	Advisory Vote on Executive Compensation Approach	For	For

### **Altri SGPS SA**

Meeting Date: 04/30/2021 Count

Country: Portugal

Meeting Type: Annual

Ticker: ALTR

Date range covered: 04/01/2021 to 04/30/2021

## **Altri SGPS SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Individual and Consolidated Financial Statements and Statutory Reports	For	For
2	Approve Allocation of Income and Distribution of Reserves	For	For
3	Appraise Management and Supervision of Company and Approve Vote of Confidence to Corporate Bodies	For	For
4	Approve Distribution of Shares of GREENVOLT - Energias Renovaveis, S.A. as Dividends	For	For
5	Amend Articles	For	For
6	Appoint Ernst & Young Audit & Associados - SROC, S.A. as Auditor and Pedro Jorge Pinto Monteiro da Silva e Paiva as Alternate Auditor	For	For
7	Approve Remuneration Policy	For	For
8	Authorize Repurchase and Reissuance of Shares	For	For
9	Authorize Repurchase and Reissuance of Repurchased Debt Instruments	For	For

### **AMP Ltd.**

Meeting Date: 04/30/2021 Country: Australia

Meeting Type: Annual

Ticker: AMP

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
2	Elect Kathryn (Kate) McKenzie as Director	For	For	

Date range covered: 04/01/2021 to 04/30/2021

#### **AMP Ltd.**

Proposal Number Proposal Text		Mgmt Rec	Vote Instruction
3	Approve Remuneration Report	For	Against

Blended Rationale: A vote AGAINST the 2020 remuneration report is warranted due to concerns that the company's executive remuneration is misaligned with the company's performance and shareholder outcomes, and poor governance practices include:- A high level of concern identified in quantitative pay-for-performance analysis for misalignment of executive remuneration with company performance, peers and shareholder outcomes- Payment of one-off retention bonuses to executives valued at 100 percent of fixed remuneration being misaligned with the company's performance and shareholder returns, with much of it front-ended and offered in cash, in the absence of any substantive performance conditions except ongoing service, and "offered in recognition of the fact that no other incentive (short or long term) will be awarded during, or in respect of 2020."- Payment of an additional \$300,000 to the departing CEO in respect of additional work he undertook to support the AMP Capital business. - The annual STI award has been structure to be based primarily on undisclosed strategic initiatives, denying the ability for shareholders to discern the rigor of targets and alignment with shareholder interests. - The non-disclosure of specific and quantified targets and the weightings allocated to each of the performance objectives for the STI award, which is inconsistent with disclosure practices in the market and shareholder expectations for transparency and good governance.- Non-executive director remuneration remains high, and above the median of market cap and Sustainability Advisory Services-selected industry peer groups. - Departing executives appear to have been treated as good leavers and retain most of their equity or pro-rated equity awards.- Retrospective adjustment to Transformation awards for two executives is generous. Some positive features include- restraint in fixed remuneration increases for the CEO and executives, - Chair's fee reduced in FY20 from \$850,000 to \$660,000,- improved disclosure of linkage between performance outcomes and awards,- no STI or LTI awards granted for FY20,- an increased level of deferral of STI awards from 40 to 60 percent in FY21, andamended minimum shareholding guidelines.

4 \*\*\*Withdrawn Resolution\*\*\* Approve Grant of Performance Rights to Francesco De Ferrari

5 Approve the Spill Resolution Against

Against

#### **Aptiv PLC**

Meeting Date: 04/30/2021 Country: Jersey

Meeting Type: Annual

Ticker: APTV

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Kevin P. Clark	For	For
	Blended Rationale: Votes FOR the director nominees are warranted.		
1b	Elect Director Richard L. Clemmer	For	For
	Blended Rationale: Votes FOR the director nominees are warranted.		
1c	Elect Director Nancy E. Cooper	For	For
	Blended Rationale: Votes FOR the director nominees are warranted.		
1d	Elect Director Nicholas M. Donofrio	For	For
	Blended Rationale: Votes FOR the director nominees are warranted.		
1e	Elect Director Rajiv L. Gupta	For	For
	Planded Patiengle: Votes FOR the diverter naminaes are warmented		

Blended Rationale: Votes FOR the director nominees are warranted.

Date range covered: 04/01/2021 to 04/30/2021

# **Aptiv PLC**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1f	Elect Director Joseph L. Hooley	For	For
	Blended Rationale: Votes FOR the director nominees are warranted.		
1g	Elect Director Merit E. Janow	For	For
	Blended Rationale: Votes FOR the director nominees are warranted.		
1h	Elect Director Sean O. Mahoney	For	For
	Blended Rationale: Votes FOR the director nominees are warranted.		
1i	Elect Director Paul M. Meister	For	For
	Blended Rationale: Votes FOR the director nominees are warranted.		
1j	Elect Director Robert K. Ortberg	For	For
	Blended Rationale: Votes FOR the director nominees are warranted.		
1k	Elect Director Colin J. Parris	For	For
	Blended Rationale: Votes FOR the director nominees are warranted.		
11	Elect Director Ana G. Pinczuk	For	For
	Blended Rationale: Votes FOR the director nominees are warranted.		
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	For	For
	Blended Rationale: A vote FOR this proposal to ratify the auditor is warranted.		
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against
	Blended Rationale: A vote AGAINST this proposal is warranted. Excluding the incomodifications, CEO Clark's total pay declined year-over-year. Short-term incentive awards are mostly performance-based with multi-year goals. However, there are related modifications to incentive awards. Although the resulting STI payouts well closing-cycle LTI awards increased the earnouts significantly, and the committee in-progress performance shares. Such modifications to in-progress and closing-cyan appropriate reaction to COVID-19 by investors.	es are linked to financial goals and equity concerns regarding the significant COVID-19 re somewhat reasonable, the modifications to also adjusted the financial goals for	

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Kevin P. Clark	For	Do Not Vote
1b	Elect Director Richard L. Clemmer	For	Do Not Vote
1c	Elect Director Nancy E. Cooper	For	Do Not Vote
1d	Elect Director Nicholas M. Donofrio	For	Do Not Vote

Date range covered: 04/01/2021 to 04/30/2021

## **Aptiv PLC**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1e	Elect Director Rajiv L. Gupta	For	Do Not Vote
<b>1</b> f	Elect Director Joseph L. Hooley	For	Do Not Vote
1g	Elect Director Merit E. Janow	For	Do Not Vote
1h	Elect Director Sean O. Mahoney	For	Do Not Vote
1i	Elect Director Paul M. Meister	For	Do Not Vote
1j	Elect Director Robert K. Ortberg	For	Do Not Vote
1k	Elect Director Colin J. Parris	For	Do Not Vote
11	Elect Director Ana G. Pinczuk	For	Do Not Vote
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	For	Do Not Vote
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Do Not Vote

Blended Rationale: A vote AGAINST this proposal is warranted. Excluding the incremental value associated with equity award modifications, CEO Clark's total pay declined year-over-year. Short-term incentives are linked to financial goals and equity awards are mostly performance-based with multi-year goals. However, there are concerns regarding the significant COVID-19 related modifications to incentive awards. Although the resulting STI payouts were somewhat reasonable, the modifications to closing-cycle LTI awards increased the earnouts significantly, and the committee also adjusted the financial goals for in-progress performance shares. Such modifications to in-progress and closing-cycle equity awards are generally not viewed as an appropriate reaction to COVID-19 by investors.

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Kevin P. Clark	For	For
1b	Elect Director Richard L. Clemmer	For	For
1c	Elect Director Nancy E. Cooper	For	For
1d	Elect Director Nicholas M. Donofrio	For	For
1e	Elect Director Rajiv L. Gupta	For	For
1f	Elect Director Joseph L. Hooley	For	For
1g	Elect Director Merit E. Janow	For	For
1h	Elect Director Sean O. Mahoney	For	For
1i	Elect Director Paul M. Meister	For	For
1j	Elect Director Robert K. Ortberg	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### **Aptiv PLC**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1k	Elect Director Colin J. Parris	For	For
11	Elect Director Ana G. Pinczuk	For	For
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against

Blended Rationale: A vote AGAINST this proposal is warranted. Excluding the incremental value associated with equity award modifications, CEO Clark's total pay declined year-over-year. Short-term incentives are linked to financial goals and equity awards are mostly performance-based with multi-year goals. However, there are concerns regarding the significant COVID-19 related modifications to incentive awards. Although the resulting STI payouts were somewhat reasonable, the modifications to closing-cycle LTI awards increased the earnouts significantly, and the committee also adjusted the financial goals for in-progress performance shares. Such modifications to in-progress and closing-cycle equity awards are generally not viewed as an appropriate reaction to COVID-19 by investors.

#### AT&T Inc.

Meeting Date: 04/30/2021

Country: USA

Meeting Type: Annual

Ticker: ⊺

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director William E. Kennard	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1b	Elect Director Samuel A. Di Piazza, Jr.	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1c	Elect Director Scott T. Ford	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1d	Elect Director Glenn H. Hutchins	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1e	Elect Director Debra L. Lee	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1f	Elect Director Stephen J. Luczo	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1g	Elect Director Michael B. McCallister	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		

Date range covered: 04/01/2021 to 04/30/2021

### AT&T Inc.

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructi
1h	Elect Director Beth E. Mooney	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1i	Elect Director Matthew K. Rose	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1j	Elect Director John T. Stankey	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
1k	Elect Director Cynthia B. Taylor	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
11	Elect Director Geoffrey Y. Yang	For	For
	Blended Rationale: A vote FOR the director nominees is warranted.		
2	Ratify Ernst & Young LLP as Auditors	For	For
	Blended Rationale: A vote FOR this proposal to ratify the auditor is warranted.		
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against
	Blended Rationale: A vote AGAINST this proposal is warranted. Incentive progra- reduction in target pay for the new CEO in FY20. However, there are certain co- made in FY20. Specifically, incoming NEO Kilar's base salary was set at \$2.5 mi. former CEO. Also, NEO McAtee received a significant time-vesting "career reten for which is not considered compelling. Most concerning is the magnitude and s NEO Kilar, valued at \$48 million, which also lacks performance criteria and vest.	ncerns surrounding one-time pay decisions Ilion, which is above that of the current and tion grant", valued at \$9 million, the rationale structure of a sign-on equity award granted to	
4	Lower Ownership Threshold for Action by Written Consent	Against	For
	Blended Rationale: A vote FOR this proposal is warranted given that the reductionsent would enhance shareholder rights.	ion in the threshold required to exercise written	

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director William E. Kennard	For	For
1b	Elect Director Samuel A. Di Piazza, Jr.	For	For
1c	Elect Director Scott T. Ford	For	For
1d	Elect Director Glenn H. Hutchins	For	For
1e	Elect Director Debra L. Lee	For	For
1f	Elect Director Stephen J. Luczo	For	For
1g	Elect Director Michael B. McCallister	For	For
1h	Elect Director Beth E. Mooney	For	For

Date range covered: 04/01/2021 to 04/30/2021

### AT&T Inc.

oposal ımber	Proposal Text	Mgmt Rec	Vote Instruction
1i	Elect Director Matthew K. Rose	For	For
1j	Elect Director John T. Stankey	For	For
1k	Elect Director Cynthia B. Taylor	For	For
11	Elect Director Geoffrey Y. Yang	For	For
2	Ratify Ernst & Young LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against
	Blended Rationale: A vote AGAINST this proposal is warranted. Incentive programs are performance-based and there was a reduction in target pay for the new CEO in FY20. However, there are certain concerns surrounding one-time pay decisions made in FY20. Specifically, incoming NEO Kilar's base salary was set at \$2.5 million, which is above that of the current and former CEO. Also, NEO McAtee received a significant time-vesting "career retention grant", valued at \$9 million, the rationale for which is not considered compelling. Most concerning is the magnitude and structure of a sign-on equity award granted to NEO Kilar, valued at \$48 million, which also lacks performance criteria and vests solely over time.		ile
4	Lower Ownership Threshold for Action by Written Consent	Against	For

biended kationale: A vote FUK this proposal is warranted given that the reduction in the threshold required to exercise writter consent would enhance shareholder rights.

# **Baloise Holding AG**

Meeting Date: 04/30/2021

Country: Switzerland

Meeting Type: Annual

Ticker: BALN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Accept Financial Statements and Statutory Reports	For	For
1.2	Approve Remuneration Report (Non-Binding)	For	For
2	Approve Discharge of Board and Senior Management	For	For
3	Approve Allocation of Income and Dividends of CHF 6.40 per Share	For	For
4.1	Approve CHF 300,000 Reduction in Share Capital via Cancellation of Repurchased Shares	For	For
4.2	Approve Creation of CHF 400,000 Pool of Capital without Preemptive Rights	For	For
5.1a	Reelect Thomas von Planta as Director and Board Chairman	For	For
5.1b	Reelect Andreas Beerli as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Baloise Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5.1c	Reelect Christoph Gloor as Director	For	For
5.1d	Reelect Hugo Lasat as Director	For	For
5.1f	Reelect Christoph Maeder as Director	For	For
5.1g	Reelect Markus Neuhaus as Director	For	For
5.1h	Reelect Thomas Pleines as Director	For	For
5.1i	Reelect Hans-Joerg Schmidt-Trenz as Director	For	For
5.1j	Reelect Marie-Noelle Venturi - Zen-Ruffinen as Director	For	For
5.1k	Elect Karin Diedenhofen as Director	For	For
5.2.1	Appoint Christoph Maeder as Member of the Compensation Committee	For	For
5.2.2	Appoint Markus Neuhaus as Member of the Compensation Committee	For	For
5.2.3	Appoint Thomas Pleines as Member of the Compensation Committee	For	For
5.2.4	Appoint Hans-Joerg Schmidt-Trenz as Member of the Compensation Committee	For	For
5.3	Designate Christophe Sarasin as Independent Proxy	For	For
5.4	Ratify Ernst & Young AG as Auditors	For	For
6.1	Approve Remuneration of Directors in the Amount of CHF 3.4 Million	For	For
6.2.1	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 4 Million	For	For
6.2.2	Approve Variable Remuneration of Executive Committee in the Amount of CHF 4.8 Million	For	For
7	Transact Other Business (Voting)	For	Against
	Plandad Patianala, A vota ACAINCT is warranted because. This item concerns as	Iditional instructions from the shareholder to	

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

## **Budweiser Brewing Company APAC Limited**

**Meeting Date:** 04/30/2021 **Country:** Cayman Islands

Meeting Type: Annual Ticker: 1876

Date range covered: 04/01/2021 to 04/30/2021

## **Budweiser Brewing Company APAC Limited**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct		
1	Accept Financial Statements and Statutory Reports	For	For		
2	Approve Final Dividend	For	For		
3a	Elect Katherine Barrett as Director	For	For		
3b	Elect Nelson Jamel as Director	For	For		
3c	Elect Martin Cubbon as Director	For	For		
3d	Authorize Board to Fix Remuneration of Directors	For	For		
4	Approve PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	For	For		
5	Authorize Repurchase of Issued Share Capital	For	For		
6	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	For	Against		
	Blended Rationale: A vote AGAINST these resolutions is warranted for the following:- The aggregate share issuance limit is greater than 10 percent of the relevant class of shares The company has not specified the discount limit.				
7	Authorize Reissuance of Repurchased Shares	For	Against		
	Blended Rationale: A vote AGAINST these resolutions is warranted for the following:- The aggregate share issuance limit is greater than 10 percent of the relevant class of shares The company has not specified the discount limit.				
8	Approve Specific Mandate to Issue New Shares to the Trustee of the Company's Share Award Schemes in Relation to the Grant of Restricted Share Units and Locked-Up Shares to the Non-Connected Participants	For	Against		
	Blended Rationale: A vote AGAINST these resolutions is warran company and the limit under the Share Award Schemes exceed not disclose the details of the performance conditions and vesti- value over time; and- the directors eligible to receive awards or administration of the Share Award Schemes.	ls 5 percent of the company's issued capital;- the company ding periods that reward executives for enhancing shareholder			
9	Approve Specific Mandate to Issue New Shares to the Trustee in Relation to the Grant of Restricted Share Units and Locked-Up Shares to the Non-Connected Participants During the Applicable Period  Blended Rationale: A vote AGAINST these resolutions is warran	For	Against		

Blended Rationale: A vote AGAINST these resolutions is warranted given that:- the company could be considered a mature company and the limit under the Share Award Schemes exceeds 5 percent of the company's issued capital;- the company did not disclose the details of the performance conditions and vesting periods that reward executives for enhancing shareholder value over time; and- the directors eligible to receive awards or options under the Share Award Schemes are involved in the administration of the Share Award Schemes.

Date range covered: 04/01/2021 to 04/30/2021

## **Budweiser Brewing Company APAC Limited**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
10	Approve Specific Mandate to Issue New	For	Against	
	Shares to the Trustee in Relation to the Grant			
	of Restricted Share Units and Locked-Up			
	Shares to the Connected Participants			
	company and the limit under the Share Award Schemes exceed not disclose the details of the performance conditions and vesti- value over time; and- the directors eligible to receive awards or administration of the Share Award Schemes.	der		
11	Approve Specific Mandate to Issue New	For	Against	
	Shares to the Trustee in Relation to the Grant			
	of Restricted Share Units and Locked-Up			
	Shares to the Connected Participants During			

company and the limit under the Share Award Schemes exceeds 5 percent of the company's issued capital;- the company did not disclose the details of the performance conditions and vesting periods that reward executives for enhancing shareholder value over time; and- the directors eligible to receive awards or options under the Share Award Schemes are involved in the administration of the Share Award Schemes.

## **BWX Technologies, Inc.**

Meeting Date: 04/30/2021

Country: USA

Meeting Type: Annual

Ticker: BWXT

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Jan A. Bertsch	For	For
1b	Elect Director Gerhard F. Burbach	For	For
1c	Elect Director Rex D. Geveden	For	For
1d	Elect Director James M. Jaska	For	For
1e	Elect Director Kenneth J. Krieg	For	For
1f	Elect Director Leland D. Melvin	For	For
1g	Elect Director Robert L. Nardelli	For	For
1h	Elect Director Barbara A. Niland	For	For
1i	Elect Director John M. Richardson	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify Deloitte & Touche LLP as Auditors	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Central Pattana Public Company Limited**

Meeting Date: 04/30/2021 Country: Thailand

Meeting Type: Annual Ticker: CPN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Acknowledge Minutes of Previous Meeting		
2	Acknowledge Performance Results		
3	Approve Financial Statements	For	For
4	Approve Dividend Payment	For	For
5.1	Elect Karun Kittisataporn as Director	For	For
5.2	Elect Jotika Savanananda as Director	For	For
5.3	Elect Suthikiati Chirathivat as Director	For	For
5.4	Elect Prin Chirathivat as Director	For	For
6	Approve Remuneration of Directors	For	For
7	Approve KPMG Poomchai Audit Limited as Auditors and Authorize Board to Fix Their Remuneration	For	For
8	Other Business	For	Against
	Planded Pationales A vote ACAINCT this resolution is warranted given the lack of	information	

Blended Rationale: A vote AGAINST this resolution is warranted given the lack of information.

## **Charoen Pokphand Foods Public Co. Ltd.**

Meeting Date: 04/30/2021 Country: Thailand

Meeting Type: Annual

I Ticker: CPF

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Minutes of Previous Meeting	For	For
2	Acknowledge Operating Results		
3	Approve Financial Statements	For	For
4	Approve Allocation of Income and Dividend Payment	For	For
5.1	Elect Phongthep Chiaravanont as Director	For	For
5.2	Elect Suphachai Chearavanont as Director	For	For
5.3	Elect Rungson Sriworasat as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Charoen Pokphand Foods Public Co. Ltd.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5.4	Elect Vatchari Vimooktayon as Director	For	For
5.5	Elect Prasit Boondoungprasert as Director	For	For
6	Approve Remuneration of Directors	For	For
7	Approve KPMG Phoomchai Audit Ltd. as Auditors and Authorize Board to Fix Their Remuneration	For	For
8	Other Business		

# **Choice Properties Real Estate Investment Trust**

Meeting Date: 04/30/2021

Country: Canada

Meeting Type: Annual/Special

Ticker: CHP.UN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Elect Trustee Kerry D. Adams	For	For
1.2	Elect Trustee Christie J.B. Clark	For	For
1.3	Elect Trustee L. Jay Cross	For	For
1.4	Elect Trustee Gordon A.M. Currie	For	For
1.5	Elect Trustee Graeme M. Eadie	For	For
1.6	Elect Trustee Karen Kinsley	For	For
1.7	Elect Trustee R. Michael Latimer	For	For
1.8	Elect Trustee Nancy H.O. Lockhart	For	For
1.9	Elect Trustee Dale R. Ponder	For	For
2	Approve KPMG LLP as Auditors and Authorize Trustees to Fix Their Remuneration	For	For
3	Advisory Vote on Executive Compensation Approach	For	For
4	Amend Declaration of Trust Re: Investment Guidelines	For	For
5	Amend Declaration of Trust Re: Operating Policies	For	For
6	Amend Declaration of Trust Re: Declaration of Non-Cash Distributions and Consolidation of Trust Units	For	For
7	Amend Declaration of Trust Re: Meetings of the Unitholders	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Choice Properties Real Estate Investment Trust**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
8	Amend Declaration of Trust Re: General	For	For

## **City Developments Limited**

Meeting Date: 04/30/2021

Country: Singapore

Meeting Type: Annual

Ticker: C09

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	For	For
2	Approve Final and Special Dividend	For	For
3	Approve Directors' Fees	For	For
4	Elect Philip Yeo Liat Kok as Director	For	For
5a	Elect Ong Lian Jin Colin as Director	For	For
5b	Elect Daniel Marie Ghislain Desbaillets as Director	For	For
5c	Elect Chong Yoon Chou as Director	For	For
5d	Elect Chan Swee Liang Carolina (Carol Fong) as Director	For	For
5e	Elect Lee Jee Cheng Philip as Director	For	For
6	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	For	For
7	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	For	For
8	Authorize Share Repurchase Program	For	For
9	Approve Mandate for Interested Person Transactions	For	For

## **CPFL Energia SA**

Meeting Date: 04/30/2021

Country: Brazil

Meeting Type: Special

Ticker: CPFE3

Date range covered: 04/01/2021 to 04/30/2021

# **CPFL Energia SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Amend Articles	For	For
2	Consolidate Bylaws	For	For
3	In the Event of a Second Call, the Voting Instructions Contained in this Remote Voting Card May Also be Considered for the Second Call?	None	For

## **CPFL Energia SA**

Meeting Date: 04/30/2021

Country: Brazil

Meeting Type: Annual

Ticker: CPFE3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructi
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For
2	Approve Allocation of Income and Dividends	For	For
3	Fix Number of Directors at Seven	For	For
4	Do You Wish to Adopt Cumulative Voting for the Election of the Members of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	None	Abstain
	Blended Rationale: Under these items, the company presents sharehold election of directors under the terms of Article 141 of the Brazilian Corp. voting card issued by the Brazilian Securities Regulator (CVM), and ma	porate Law, in accordance with the rules of the	-
	companies. ABSTAIN vote recommendations are warranted in the absetimely manner, regarding a cumulative voting request presented by sh	ence of publicly-available information, disclosed	in a
5	companies. ABSTAIN vote recommendations are warranted in the absel	ence of publicly-available information, disclosed	<i>in a</i> For
	companies.ABSTAIN vote recommendations are warranted in the absetimely manner, regarding a cumulative voting request presented by she Approve Classification of Antonio Kandir and Marcelo Amaral Moraes as Independent	ence of publicly-available information, disclosed nareholders.	
5	companies.ABSTAIN vote recommendations are warranted in the absetimely manner, regarding a cumulative voting request presented by she Approve Classification of Antonio Kandir and Marcelo Amaral Moraes as Independent Directors	ence of publicly-available information, disclosed nareholders. For For	For Against
	companies.ABSTAIN vote recommendations are warranted in the absetimely manner, regarding a cumulative voting request presented by she Approve Classification of Antonio Kandir and Marcelo Amaral Moraes as Independent Directors  Elect Bo Wen as Director	ence of publicly-available information, disclosed nareholders. For For	For Against
6.1	companies.ABSTAIN vote recommendations are warranted in the absettimely manner, regarding a cumulative voting request presented by she Approve Classification of Antonio Kandir and Marcelo Amaral Moraes as Independent Directors  Elect Bo Wen as Director  Blended Rationale: A vote AGAINST incumbent board chair Bo Wen is	ence of publicly-available information, disclosed hareholders.  For  For  warranted for lack of gender diversity on the b	For Against

Blended Rationale: A vote AGAINST non-independent director nominee Gustavo Estrella is warranted given the proposed board's lack of independence.

Date range covered: 04/01/2021 to 04/30/2021

timely manner, regarding a cumulative voting request presented by shareholders.

## **CPFL Energia SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
6.4	Elect Antonio Kandir as Independent Director	For	For	
6.5	Elect Marcelo Amaral Moraes as Independent Director	For	For	
6.6	Elect Li Hong as Director	For	Against	
	Blended Rationale: A vote AGAINST non-independent director nominee Li Hong independence.	is warranted given the proposed board's lack of		
6.7	Elect Anselmo Henrique Seto Leal as Director	For	Against	
	Blended Rationale: A vote AGAINST non-independent director nominee Anselm proposed board's lack of independence.	o Henrique Seto Leal is warranted given the		
7	In Case Cumulative Voting Is Adopted, Do You Wish to Equally Distribute Your Votes Amongst the Nominees below?	None	Abstain	
	Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies.ABSTAIN vote recommendations are warranted in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.			
	IF CUMULATIVE VOTE IS ADOPTED - If Voting FOR Item 7: Votes Are Distributed in Equal % Amongst Nominees Voted FOR. An AGAINST Vote Is Required If Supporting Candidate(s) Under Cumulative and Not Supporting Any Director(s)/Slate Under Majority Voting			
8.1	Percentage of Votes to Be Assigned - Elect Bo Wen as Director	None	Abstain	
	Blended Rationale: Under these items, the company presents shareholders with election of directors under the terms of Article 141 of the Brazilian Corporate Levoting card issued by the Brazilian Securities Regulator (CVM), and mandatory companies. ABSTAIN vote recommendations are warranted in the absence of putimely manner, regarding a cumulative voting request presented by shareholders.	aw, in accordance with the rules of the remote for all publicly-traded Brazilian ublicly-available information, disclosed in a		
8.2	Percentage of Votes to Be Assigned - Elect Yuehui Pan as Director	None	Abstain	
	Blended Rationale: Under these items, the company presents shareholders with election of directors under the terms of Article 141 of the Brazilian Corporate Levoting card issued by the Brazilian Securities Regulator (CVM), and mandatory companies. ABSTAIN vote recommendations are warranted in the absence of putimely manner, regarding a cumulative voting request presented by shareholders.	aw, in accordance with the rules of the remote for all publicly-traded Brazilian ublicly-available information, disclosed in a		
8.3	Percentage of Votes to Be Assigned - Elect Gustavo Estrella as Director	None	Abstain	
	Blended Rationale: Under these items, the company presents shareholders with election of directors under the terms of Article 141 of the Brazilian Corporate Lavoting card issued by the Brazilian Securities Regulator (CVM), and mandatory companies. ABSTAIN vote recommendations are warranted in the absence of putingly manner, regarding a cumulative voting request presented by shareholders.	aw, in accordance with the rules of the remote for all publicly-traded Brazilian ublicly-available information, disclosed in a		

Date range covered: 04/01/2021 to 04/30/2021

## **CPFL Energia SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
8.4	Percentage of Votes to Be Assigned - Elect Antonio Kandir as Independent Director	None	Abstain
	Blended Rationale: Under these items, the company presents si election of directors under the terms of Article 141 of the Brazili voting card issued by the Brazilian Securities Regulator (CVM), a companies.ABSTAIN vote recommendations are warranted in the timely manner, regarding a cumulative voting request presented	and mandatory for all publicly-traded Brazilian he absence of publicly-available information, disclosed in a	
8.5	Percentage of Votes to Be Assigned - Elect Marcelo Amaral Moraes as Independent Director	None	Abstain
	Blended Rationale: Under these items, the company presents si election of directors under the terms of Article 141 of the Brazili voting card issued by the Brazilian Securities Regulator (CVM), companies.ABSTAIN vote recommendations are warranted in the timely manner, regarding a cumulative voting request presented	and mandatory for all publicly-traded Brazilian re absence of publicly-available information, disclosed in a	
8.6	Percentage of Votes to Be Assigned - Elect Li Hong as Director	None	Abstain
	Blended Rationale: Under these items, the company presents si election of directors under the terms of Article 141 of the Brazili voting card issued by the Brazilian Securities Regulator (CVM), a companies.ABSTAIN vote recommendations are warranted in the timely manner, regarding a cumulative voting request presented	and mandatory for all publicly-traded Brazilian e absence of publicly-available information, disclosed in a	
8.7	Percentage of Votes to Be Assigned - Elect Anselmo Henrique Seto Leal as Director	None	Abstain
	Blended Rationale: Under these items, the company presents si election of directors under the terms of Article 141 of the Brazili voting card issued by the Brazilian Securities Regulator (CVM), of companies. ABSTAIN vote recommendations are warranted in the timely manner, regarding a cumulative voting request presented	and mandatory for all publicly-traded Brazilian e absence of publicly-available information, disclosed in a	
9	As an Ordinary Shareholder, Would You like to Request a Separate Minority Election of a Member of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	None	For
	You Can Only Vote On Item 10 If You Have Left Items 6, 7, 8 and 11 Blank and Have Chosen to Request the Separate Election of A Board Member in Item 9 and Have Voted "Against" or "Abstain" in Item 4. Vote For Only One of the Candidates in Item 10 OR 11		
10	Elect Antonio Kandir as Director Appointed by Minority Shareholder	None	Against

Blended Rationale: A vote AGAINST these items is warranted because:- The company proposes to elect a management nominee to a board seat that would be reserved for a minority shareholder representative; and- Minority shareholders may present a board nominee to be elected under a separate election up to the time of the meeting.

You Can Only Vote On Item 11 If You Have Left Items 6, 7, 8 and 11 Blank and Have Chosen to Request the Separate Election of A Board Member in Item 9 and Have Voted "Against" or "Abstain" in Item 4. Vote For Only One of the Candidates in Item 10 OR 11

Date range covered: 04/01/2021 to 04/30/2021

### **CPFL Energia SA**

oposal umber	Proposal Text	Mgmt Rec	Vote Instruction
11	Elect Marcelo Amaral Moraes as Director Appointed by Minority Shareholder	None	Against
	Blended Rationale: A vote AGAINST these items is warranted a nominee to a board seat that would be reserved for a minority present a board nominee to be elected under a separate elect	shareholder representative; and- Minority shareholders may	
12	Approve Remuneration of Company's Management	For	For
13.1	Elect Ricardo Florence dos Santos as Fiscal Council Member and Reginaldo FerreiraAlexandre as Alternate	For	Abstain
	Blended Rationale: An ABSTAIN vote recommendation is warra minority shareholders to concentrate their votes on the election under Items 15 and 16 of this meeting agenda.		,
13.2	Elect Vinicius Nishioka as Fiscal Council Member and Luiz Claudio Gomes do Nascimento as Alternate	For	Abstain
	Blended Rationale: An ABSTAIN vote recommendation is warra minority shareholders to concentrate their votes on the election under Items 15 and 16 of this meeting agenda.	-	,
13.3	Elect Ran Zhang as Fiscal Council Member and Li Ruijuan as Alternate	For	Abstain
	Blended Rationale: An ABSTAIN vote recommendation is warra minority shareholders to concentrate their votes on the election under Items 15 and 16 of this meeting agenda.	,	
14	As an Ordinary Shareholder, Would You Like to Request a Separate Election of a Member of the Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	None	For
	You Can Only Vote On Item 15 If You Have Left Item 13 Blank and Have Chosen to Request the Separate Election of A Fiscal Council Member in Item 14. Vote For Only One of the Candidates in Item 15 OR 16 OR 17		
15	Elect Ricardo Florence dos Santos as Fiscal Council Member and Reginaldo Ferreira Alexandre as Alternate Appointed by Minority Shareholder	None	Against

Blended Rationale: Under these items, the company disclosed competing nominees to occupy the single seat reserved for the ordinary minority shareholder representative (and alternate) on the fiscal council. Although there are no specific concerns regarding the candidates Ricardo Florence dos Santos and Reginaldo Ferreira Alexandre (alternate), they were appointed by management. Given that it would not be in the best interest of minority shareholders to support management nominees to serve as their representatives on the fiscal council, a vote AGAINST Item 15 is recommended. Institutional shareholders should provide explicit voting instructions if they seek to elect a specific candidate.

You Can Only Vote On Item 16 If You Have Left Item 13 Blank and Have Chosen to Request the Separate Election of A Fiscal Council Member in Item 14. Vote For Only One of the Candidates in Item 15 OR 16 OR

Date range covered: 04/01/2021 to 04/30/2021

# **CPFL Energia SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
16	Elect Marcio Prado as Fiscal Council Member and Paulo Nobrega Frade as Alternate Appointed by Minority Shareholder	None	For
17	Approve Remuneration of Fiscal Council Members	For	For
18	In the Event of a Second Call, the Voting Instructions Contained in this Remote Voting Card May Also be Considered for the Second Call?	None	For

## **Credit Suisse Group AG**

Meeting Date: 04/30/2021

Country: Switzerland

Meeting Type: Annual

Ticker: CSGN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.1	Approve Remuneration Report	For	For
1.2	Accept Financial Statements and Statutory Reports	For	For
2	Approve Discharge of Board and Senior Management [Item Withdrawn]	None	Abstain
	Blended Rationale: This item has been removed and is a non-voting	g item.	
3	Approve Allocation of Income and Dividends of CHF 0.10 per Share	For	For
4	Approve Creation of CHF 5 Million Pool of Capital without Preemptive Rights	For	For
5.1.a	Elect Antonio Horta-Osorio as Director and Board Chairman	For	For
5.1.b	Reelect Iris Bohnet as Director	For	For
5.1.c	Reelect Christian Gellerstad as Director	For	For
5.1.d	Reelect Andreas Gottschling as Director	For	For
5.1.e	Reelect Michael Klein as Director	For	For
5.1.f	Reelect Shan Li as Director	For	For
5.1.g	Reelect Seraina Macia as Director	For	For
5.1.h	Reelect Richard Meddings as Director	For	For
5.1.i	Reelect Kai Nargolwala as Director	For	For
5.1.j	Reelect Ana Pessoa as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Credit Suisse Group AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5.1.k	Reelect Severin Schwan as Director	For	For
5.1.l	Elect Clare Brady as Director	For	For
5.1.m	Elect Blythe Masters as Director	For	For
5.2.1	Reappoint Iris Bohnet as Member of the Compensation Committee	For	For
5.2.2	Reappoint Christian Gellerstad as Member of the Compensation Committee	For	For
5.2.3	Reappoint Michael Klein as Member of the Compensation Committee	For	For
5.2.4	Reappoint Kai Nargolwala as Member of the Compensation Committee	For	For
5.2.5	Appoint Blythe Masters as Member of the Compensation Committee	For	For
6.1	Approve Remuneration of Directors in the Amount of CHF 12 Million	For	For
6.2.1	Approve Short-Term Variable Remuneration of Executive Committee in the Amount of CHF 15.7 Million [Item Withdrawn]	None	Abstain
	Blended Rationale: This item have been removed and is non-voting.		
6.2.2	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 31 Million	For	For
6.2.3	Approve Long-Term Variable Remuneration of Executive Committee in the Amount of CHF 25.1 Million [Item Withdrawn]	None	Abstain
	Blended Rationale: This item have been removed and is non-voting.		
7.1	Ratify PricewaterhouseCoopers AG as Auditors	For	For
7.2	Ratify BDO AG as Special Auditors	For	For
7.3	Designate Keller KLG as Independent Proxy	For	For
8.1	Additional Voting Instructions - Shareholder Proposals (Voting)	Against	Against
8.2	Additional Voting Instructions - Board of Directors Proposals (Voting)	For	Against

Blended Rationale: Votes AGAINST are warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders (Item 8.1) or the board of directors (Item 8.2); and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

## **DISH Network Corporation**

Meeting Date: 04/30/2021 Country: USA

Meeting Type: Annual Ticker: DISH

Date range covered: 04/01/2021 to 04/30/2021

# **DISH Network Corporation**

oposal umber	Proposal Text	Mgmt Rec	Vote Instruct
1.1	Elect Director Kathleen Q. Abernathy	For	Withhold
		umbent Compensation Committee members George Brokaw, f chairman Ergen's stock option award. Additionally, the stock price ad.A vote FOR the remaining director nominees is warranted.	
1.2	Elect Director George R. Brokaw	For	Withhold
		umbent Compensation Committee members George Brokaw, f chairman Ergen's stock option award. Additionally, the stock price ed.A vote FOR the remaining director nominees is warranted.	
1.3	Elect Director James DeFranco	For	For
		mbent Compensation Committee members George Brokaw, f chairman Ergen's stock option award. Additionally, the stock price ad.A vote FOR the remaining director nominees is warranted.	
1.4	Elect Director Cantey M. Ergen	For	For
		mbent Compensation Committee members George Brokaw, f chairman Ergen's stock option award. Additionally, the stock price ed.A vote FOR the remaining director nominees is warranted.	
1.5	Elect Director Charles W. Ergen	For	For
	**	mbent Compensation Committee members George Brokaw, f chairman Ergen's stock option award. Additionally, the stock price ad.A vote FOR the remaining director nominees is warranted.	
1.6	Elect Director Afshin Mohebbi	For	For
	Blended Rationale: WITHHOLD votes are warranted for incumbent Compensation Committee members George Brokaw, Kathleen Abernathy, and Tom Ortolf given the magnitude of chairman Ergen's stock option award. Additionally, the stock price goals have a significantly long window of time to be achieved. A vote FOR the remaining director nominees is warranted.		
1.7	Elect Director Tom A. Ortolf	For	Withhold
		mbent Compensation Committee members George Brokaw, f chairman Ergen's stock option award. Additionally, the stock price ad.A vote FOR the remaining director nominees is warranted.	
.8	Elect Director Joseph T. Proietti	For	For
		umbent Compensation Committee members George Brokaw, of chairman Ergen's stock option award. Additionally, the stock price and A vote FOR the remaining director nominees is warranted.	
2	Ratify KPMG LLP as Auditors	For	For
	Blended Rationale: A vote FOR this proposal to ratify the au	ditor is warranted.	
	Amend Non-Employee Director Stock Option Plan	For	Against

Date range covered: 04/01/2021 to 04/30/2021

## **DISH Network Corporation**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
1.1	Elect Director Kathleen Q. Abernathy	For	Withhold		
	Kathleen Abernathy, and Tom Ortolf given the magnitude of	umbent Compensation Committee members George Brokaw, of chairman Ergen's stock option award. Additionally, the stock price ed.A vote FOR the remaining director nominees is warranted.			
1.2	Elect Director George R. Brokaw	For	Withhold		
	Kathleen Abernathy, and Tom Ortolf given the magnitude of	umbent Compensation Committee members George Brokaw, of chairman Ergen's stock option award. Additionally, the stock price ed.A vote FOR the remaining director nominees is warranted.			
1.3	Elect Director James DeFranco	For	For		
1.4	Elect Director Cantey M. Ergen	For	For		
1.5	Elect Director Charles W. Ergen	For	For		
1.6	Elect Director Afshin Mohebbi	For	For		
1.7	Elect Director Tom A. Ortolf	For	Withhold		
	Blended Rationale: WITHHOLD votes are warranted for incumbent Compensation Committee members George Brokaw, Kathleen Abernathy, and Tom Ortolf given the magnitude of chairman Ergen's stock option award. Additionally, the stock price goals have a significantly long window of time to be achieved. A vote FOR the remaining director nominees is warranted.				
1.8	Elect Director Joseph T. Proietti	For	For		
2	Ratify KPMG LLP as Auditors	For	For		
3	Amend Non-Employee Director Stock Option Plan	For	Against		

Blended Rationale: A vote AGAINST this proposal is warranted given that:- The plan permits repricing and/or exchange of grants without shareholder approval.- The plan permits cash buyout of awards without shareholder approval.

### **Endesa SA**

Meeting Date: 04/30/2021

Country: Spain

Meeting Type: Annual

Ticker: ELE

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Consolidated and Standalone Financial Statements	For	For
2	Approve Consolidated and Standalone Management Reports	For	For
3	Approve Non-Financial Information Statement	For	For
4	Approve Discharge of Board	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Endesa SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5	Approve Allocation of Income and Dividends	For	For
6.1	Add Article 26 ter Re: Allow Shareholder Meetings to be Held in Virtual-Only Format	For	For
6.2	Amend Articles Re: Allow Shareholder Meetings to be Held in Virtual-Only Format	For	For
6.3	Amend Article 40 Re: Director Remuneration	For	For
6.4	Amend Article 43 Re: Board Meetings to be Held in Virtual-Only Format	For	For
7.1	Add Article 10 ter of General Meeting Regulations Re: Allow Shareholder Meetings to be Held in Virtual-Only Format	For	For
7.2	Amend Articles of General Meeting Regulations Re: Allow Shareholder Meetings to be Held in Virtual-Only Format	For	For
8	Fix Number of Directors at 11	For	For
9	Approve Remuneration Report	For	For
10	Approve Remuneration Policy	For	For
11	Approve Strategic Incentive Plan	For	For
12	Authorize Board to Ratify and Execute Approved Resolutions	For	For

# **Equatorial Energia SA**

Meeting Date: 04/30/2021 Country: Brazil

Meeting Type: Annual

Ticker: EQTL3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructi
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For
2	Approve Allocation of Income and Dividends	For	For
3	Fix Number of Directors at Eight	For	For
4.1	Elect Carlos Augusto Leone Piani as Director	For	For
4.2	Elect Guilherme Mexias Ache as Director	For	Against
	Blended Rationale: A vote AGAINST non-independent director nominee Guilhern board's lack of independence.	ne Mexias Ache is warranted given the proposed	
4.3	Elect Tania Sztamfater Chocolat as Independent Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Equatorial Energia SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4.4	Elect Paulo Jeronimo Bandeira de Mello Pedrosa as Independent Director	For	For
4.5	Elect Luis Henrique de Moura Goncalves as Independent Director	For	For
4.6	Elect Eduardo Haiama as Director	For	Against
	Blended Rationale: A vote AGAINST non-independent director board's lack of independence.	nominee Eduardo Haiama is warranted given the proposed	d
4.7	Elect Augusto Miranda da Paz Junior as Director	For	Against
	Blended Rationale: A vote AGAINST non-independent director proposed board's lack of independence.	nominee Augusto Miranda da Paz Junior is warranted give	n the
4.8	Elect Tiago de Almeida Noel as Director	For	Against
	Blended Rationale: A vote AGAINST non-independent director board's lack of independence.	nominee Tiago de Almeida Noel is warranted given the pro	oposed
5	In Case Cumulative Voting Is Adopted, Do You Wish to Equally Distribute Your Votes Amongst the Nominees below?	None	Abstain
	Blended Rationale: Under these items, the company presented using cumulative voting, under the terms of Article 141 of the remote voting card issued by the Brazilian Securities Regulato companies. ABSTAIN vote recommendations are warranted for information, disclosed in a timely manner, regarding a cumula	Brazilian Corporate Law, in accordance with the rules of the r (CVM), and mandatory for all publicly-traded Brazilian or Items 5 and 6.1-6.8. in the absence of publicly-available	
	IF CUMULATIVE VOTE IS ADOPTED - If Voting FOR Item 5: Votes Are Distributed in Equal % Amongst Nominees Voted FOR. An AGAINST Vote Is Required If Supporting Candidate(s) Under Cumulative and Not Supporting Any Director(s)/Slate Under Majority Voting		
6.1	Percentage of Votes to Be Assigned - Elect Carlos Augusto Leone Piani as Director	None	Abstain
	Blended Rationale: Under these items, the company presented using cumulative voting, under the terms of Article 141 of the remote voting card issued by the Brazilian Securities Regulato companies. ABSTAIN vote recommendations are warranted for information, disclosed in a timely manner, regarding a cumula	Brazilian Corporate Law, in accordance with the rules of the r (CVM), and mandatory for all publicly-traded Brazilian Items 5 and 6.1-6.8. in the absence of publicly-available	
6.2	Percentage of Votes to Be Assigned - Elect	None	Abstain

Blended Rationale: Under these items, the company presented shareholders with the option to elect the board of directors using cumulative voting, under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN vote recommendations are warranted for Items 5 and 6.1-6.8. in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.

Date range covered: 04/01/2021 to 04/30/2021

# **Equatorial Energia SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
6.3	Percentage of Votes to Be Assigned - Elect Tania Sztamfater Chocolat as Independent Director	None	Abstain	
	. , , , ,	for Items 5 and 6.1-6.8. in the absence of publicly-available		
6.4	Percentage of Votes to Be Assigned - Elect Paulo Jeronimo Bandeira de Mello Pedrosa as Independent Director	None	Abstain	
		for Items 5 and 6.1-6.8. in the absence of publicly-available		
6.5	Percentage of Votes to Be Assigned - Elect Luis Henrique de Moura Goncalves as Independent Director	None	Abstain	
		for Items 5 and 6.1-6.8. in the absence of publicly-available		
6.6	Percentage of Votes to Be Assigned - Elect Eduardo Haiama as Director	None	Abstain	
		for Items 5 and 6.1-6.8. in the absence of publicly-available		
6.7	Percentage of Votes to Be Assigned - Elect Augusto Miranda da Paz Junior as Director	None	Abstain	
		for Items 5 and 6.1-6.8. in the absence of publicly-available		
6.8	Percentage of Votes to Be Assigned - Elect Tiago de Almeida Noel as Director	None	Abstain	
		for Items 5 and 6.1-6.8. in the absence of publicly-available		
7	Approve Remuneration of Company's Management	For	Against	
	Blended Rationale: A vote AGAINST this item is warranted b	necause the company's remuneration disclosure lacks transparency.		
8	Install Fiscal Council	For	For	

Date range covered: 04/01/2021 to 04/30/2021

## **Equatorial Energia SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
9	Fix Number of Fiscal Council Members at Three	For	For
10.1	Elect Saulo de Tarso Alves de Lara as Fiscal Council Member and Claudia Luciana Ceccatto de Trotta as Alternate	For	For
10.2	Elect Maria Salete Garcia Pinheiro as Fiscal Council Member and Paulo Roberto Franceschi as Alternate	For	For
10.3	Elect Vanderlei Dominguez da Rosa as Fiscal Council Member and Ricardo Bertucci as Alternate	For	For
11	Approve Remuneration of Fiscal Council Members	For	For
12	Authorize Board to Ratify and Execute Approved Resolutions	For	For

# **Equatorial Energia SA**

Meeting Date: 04/30/2021

Country: Brazil

Meeting Type: Special

Ticker: EQTL3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Authorize Capitalization of Reserves Without Issuance of Shares and Amend Article 6 Accordingly	For	For
2	Consolidate Bylaws	For	For
3	Authorize Board to Ratify and Execute Approved Resolutions	For	For

## Fibra Uno Administracion SA de CV

**Meeting Date:** 04/30/2021

Country: Mexico

Meeting Type: Annual

Ticker: FUNO11

Proposal		Vote
Number Proposal Text	Mgmt Rec	Instruction
	<u> </u>	

Meeting for Holders of REITs - ISIN MXCFFU000001

Date range covered: 04/01/2021 to 04/30/2021

## Fibra Uno Administracion SA de CV

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1.i	Accept Reports of Audit, Corporate Practices, Nominating and Remuneration Committees	For	For
1.ii	Accept Technical Committee Report on Compliance in Accordance to Article 172 of General Mercantile Companies Law	For	For
1.iii	Accept Report of Trust Managers in Accordance to Article 44-XI of Securities Market Law, Including Technical Committee's Opinion on that Report	For	For
1.iv	Accept Technical Committee Report on Operations and Activities Undertaken	For	For
2	Approve Financial Statements and Allocation of Income	For	For
3	Ratify Ignacio Trigueros Legarreta as Member of Technical Committee	For	For
4	Ratify Antonio Hugo Franck Cabrera as Member of Technical Committee	For	For
5	Ratify Ruben Goldberg Javkin as Member of Technical Committee	For	For
6	Ratify Herminio Blanco Mendoza as Member of Technical Committee	For	Against
	Blended Rationale: Votes AGAINST incumbent Nominating Committee chair Hermilack of gender diversity on the board.	inio Alonso Blanco Mendoza are warranted for	
7	Ratify Alberto Felipe Mulas Alonso as Member of Technical Committee	For	For
8	Approve Remuneration of Technical Committee Members	For	For
9	Receive Controlling's Report on Ratification of Members and Alternates of Technical Committee	For	Against
	Blended Rationale: A vote AGAINST is warranted because the company has not dibe presented under this resolution.	isclosed the technical committee nominees to	
10	Appoint Legal Representatives	For	For
11	Approve Minutes of Meeting	For	For

## **GEA Group AG**

Meeting Date: 04/30/2021 Country: Germany

Meeting Type: Annual Ticker: G1A

Date range covered: 04/01/2021 to 04/30/2021

## **GEA Group AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2020 (Non-Voting)		
2	Approve Allocation of Income and Dividends of EUR 0.85 per Share	For	For
3	Approve Discharge of Management Board for Fiscal Year 2020	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2020	For	For
5	Ratify KPMG AG as Auditors for Fiscal Year 2021	For	For
6.1	Elect Juergen Fleischer to the Supervisory Board	For	For
6.2	Elect Colin Hall to the Supervisory Board	For	For
6.3	Elect Klaus Helmrich to the Supervisory Board	For	For
6.4	Elect Annette Koehler to the Supervisory Board	For	For
6.5	Elect Holly Lei to the Supervisory Board	For	For
6.6	Elect Molly Zhang to the Supervisory Board	For	For
7	Approve Remuneration Policy	For	For
8	Approve Remuneration of Supervisory Board	For	For
9	Amend Articles Re: Supervisory Board Term of Office	For	For
10	Approve Creation of EUR 52 Million Pool of Authorized Capital I with Preemptive Rights	For	For
11	Approve Creation of EUR 52 Million Pool of Authorized Capital II with Partial Exclusion of Preemptive Rights	For	For
12	Approve Creation of EUR 52 Million Pool of Authorized Capital III with Partial Exclusion of Preemptive Rights	For	For
13	Approve Issuance of Warrants/Bonds with Warrants Attached/Convertible Bonds with Partial Exclusion of Preemptive Rights up to Aggregate Nominal Amount of EUR 750 Million; Approve Creation of EUR 52 Million Pool of Capital to Guarantee Conversion Rights	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Genomma Lab Internacional SAB de CV**

Meeting Date: 04/30/2021

Country: Mexico

Meeting Type: Annual

Ticker: LABB

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Financial Statements, Statutory Reports, Allocation of Income and Discharge Directors	For	Against
	Blended Rationale: A vote AGAINST this proposal is warranted because:- The convears, despite reporting positive net earnings, and the company has underperform in recent years, raising concerns regarding overall shareholder remuneration; and proposals under a single item, preventing shareholders from voting individually on	ned Mexico's main equity index on a TSR basis I- The company has bundled unrelated	
2	Elect or Ratify Directors, Secretaries, and Chairman of Audit and Corporate Governance Committee	For	For
3	Approve Remuneration of Directors, Secretaries and Members of Board Committees	For	For
4	Accept Report on Share Repurchase; Set Maximum Amount of Share Repurchase Reserve	For	Against
	Blended Rationale: A vote AGAINST this item is warranted because the company! market capitalization, the limit recommended under Sustainability Advisory Service		
5	Authorize Board to Ratify and Execute Approved Resolutions	For	For

## **Grupo Mateus SA**

Meeting Date: 04/30/2021

Country: Brazil

Meeting Type: Annual

Ticker: GMAT3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For
2	Approve Allocation of Income	For	For
3	Do You Wish to Request Installation of a Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	None	For
4	In the Event of a Second Call, the Voting Instructions Contained in this Remote Voting Card May Also be Considered for the Second Call?	None	For

Date range covered: 04/01/2021 to 04/30/2021

## **Grupo Mateus SA**

Meeting Date: 04/30/2021

Country: Brazil

Meeting Type: Special

Ticker: GMAT3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Remuneration of Company's Management	For	Against
	Blended Rationale: A vote AGAINST this proposal is warranted because the figure compensation of its highest-paid administrator does not appear inclusive of all ele		
2	Amend Article 6 to Reflect Changes in Capital and Consolidate Bylaws	For	For
3	In the Event of a Second Call, the Voting Instructions Contained in this Remote Voting Card May Also be Considered for the Second Call?	None	For

# **Grupo Mexico S.A.B. de C.V.**

Meeting Date: 04/30/2021

Country: Mexico

Meeting Type: Annual

Ticker: GMEXICOB

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Consolidated Financial Statements and Statutory Reports	For	For
2	Present Report on Compliance with Fiscal Obligations	For	For
3	Approve Allocation of Income	For	For
4	Approve Policy Related to Acquisition of Own Shares; Set Aggregate Nominal Amount of Share Repurchase Reserve	For	For
5	Approve Discharge of Board of Directors, Executive Chairman and Board Committees	For	For
6	Ratify Auditors	For	For
7	Elect or Ratify Directors; Verify Independence of Board Members; Elect or Ratify Chairmen and Members of Board Committees	For	Against
	Blended Rationale: A vote AGAINST this item is warranted because: The names of the company has bundled the election of directors into a single voting item; and proposals disenfranchise shareholders voting by proxy.	•	
8	Approve Remuneration of Directors and Members of Board Committees	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Grupo Mexico S.A.B. de C.V.**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
9	Authorize Board to Ratify and Execute Approved Resolutions	For	For

# **Hang Lung Properties Ltd.**

Meeting Date: 04/30/2021

Country: Hong Kong

Meeting Type: Annual

Ticker: 101

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Final Dividend	For	For
3a	Elect Ronnie Chichung Chan as Director	For	For
3b	Elect Weber Wai Pak Lo as Director	For	For
3c	Elect Hau Cheong Ho as Director	For	For
3d	Authorize Board to Fix the Remuneration of Directors	For	For
4	Approve KPMG as Auditors and Authorize Board to Fix Their Remuneration	For	For
5	Authorize Repurchase of Issued Share Capital	For	For
6	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	For	Against
	Blended Rationale: A vote AGAINST these resolutions is warrant greater than 10 percent of the relevant class of shares The cor	5 55 5	it is
7	Authorize Reissuance of Repurchased Shares	For	Against

# Hapvida Participacoes e Investimentos SA

Meeting Date: 04/30/2021

Country: Brazil

Meeting Type: Annual

greater than 10 percent of the relevant class of shares.- The company has not specified the discount limit.

Ticker: HAPV3

Date range covered: 04/01/2021 to 04/30/2021

# **Hapvida Participacoes e Investimentos SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For
2	Approve Allocation of Income and Dividends	For	For
3	Approve Remuneration of Company's Management	For	Against
	Blended Rationale: A vote AGAINST this proposal is warranted a compensation of its highest-paid administrator does not appear		tal
4	Do You Wish to Request Installation of a Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	None	For
	Blended Rationale: A vote FOR this item is warranted because to company's governance and bring greater corporate oversight.	the installation of a fiscal council could potentially impr	ove the
5	In the Event of a Second Call, the Voting Instructions Contained in this Remote Voting Card May Also be Considered for the Second Call?	None	For

Blended Rationale: A vote FOR this administrative request is warranted.

## **Hapvida Participacoes e Investimentos SA**

Meeting Date: 04/30/2021

Country: Brazil

Meeting Type: Special

Ticker: HAPV3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructio
1	Approve Restricted Stock Plan	For	Against
	Blended Rationale: A vote AGAINST this request is warranted the interests of its beneficiaries and those of the shareholders.	necause the proposed plan does not appear to adequate	ely align
2	Approve Stock Option Plan	For	Against
	Blended Rationale: A vote AGAINST this request is warranted to the interests of its beneficiaries and those of the shareholders.	necause the proposed plan does not appear to adequate	ely align
3	Approve Agreement to Acquire All Shares of Vida Saude Gestao S.A. (Vida Saude) by Ultra Som Servicos Medicos S.A. (Ultra Som) and Acquisition of All Shares of Ultra Som Servicos Medicos S.A. (Ultra Som) by the Company	For	For
4	Ratify Apsis Consultoria Empresarial Ltda. as Independent Firm to Appraise Proposed Transaction	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Hapvida Participacoes e Investimentos SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5	Approve Independent Firm's Appraisal	For	For
6	Approve Capital Increase in Connection with the Transaction	For	For
7	Amend Article 6 to Reflect Changes in Capital	For	For
8	Authorize Executives to Ratify and Execute Approved Resolutions	For	For
9	In the Event of a Second Call, the Voting Instructions Contained in this Remote Voting Card May Also be Considered for the Second Call?	None	For

Blended Rationale: A vote FOR this administrative request is warranted.

## **Helvetia Holding AG**

Meeting Date: 04/30/2021 Country: Switzerland

Meeting Type: Annual

Ticker: HELN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Discharge of Board and Senior Management	For	For
3	Approve Allocation of Income and Dividends of CHF 5.00 per Share	For	For
4.1	Reelect Doris Schurter as Director and Board Chairman	For	For
4.2.1	Reelect Beat Fellmann as Director	For	For
4.2.2	Reelect Jean-Rene Fournier as Director	For	For
4.2.3	Reelect Ivo Furrer as Director	For	For
4.2.4	Reelect Hans Kuenzle as Director	For	For
4.2.5	Reelect Christoph Lechner as Director	For	For
4.2.6	Reelect Gabriela Payer as Director	For	For
4.2.7	Reelect Thomas Schmueckli as Director	For	For
4.2.8	Reelect Andreas von Planta as Director	For	For
4.2.9	Reelect Regula Wallimann as Director	For	For
4.3.1	Reappoint Jean-Rene Fournier as Member of the Nomination and Compensation Committee	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Helvetia Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4.3.2	Reappoint Gabriela Payer as Member of the Nomination and Compensation Committee	For	For
4.3.3	Reappoint Andreas von Planta as Member of the Nomination and Compensation Committee	For	For
4.3.4	Reappoint Regula Wallimann as Member of the Nomination and Compensation Committee	For	For
5.1	Approve Fixed Remuneration of Directors in the Amount of CHF 3.1 Million	For	For
5.2	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 8.1 Million	For	For
5.3	Approve Variable Remuneration of Executive Committee in the Amount of CHF 3.5 Million	For	For
6	Designate Schmuki Bachmann as Independent Proxy	For	For
7	Ratify KPMG AG as Auditors	For	For
8	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

### **Itausa SA**

Meeting Date: 04/30/2021 Country: Brazil

Meeting Type: Annual

Ticker: ITSA4

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Approve Minutes of Meeting Summary	For	For
2	Approve Minutes of Meeting with Exclusion of Shareholder Names	For	For
3	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For
4	Approve Allocation of Income and Dividends	For	For
5	Fix Number of Directors at Nine	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Itausa SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction		
6	Do You Wish to Adopt Cumulative Voting for the Election of the Members of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	None	Abstain		
	election of directors under the terms of Article 141 of the Braz voting card issued by the Brazilian Securities Regulator (CVM) companies. ABSTAIN vote recommendations are warranted for	rilian Corporate Law, in accordance with the rules of the remote , and mandatory for all publicly-traded Brazilian r Items 6, 9-10.9 in the absence of publicly-available information,			
7	Elect Directors	For	For		
8	Blended Rationale: Under the series of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN vote recommendations are warranted for Items 6, 9-10.9 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.  Proposal Text  Mgmt Rec  None  None  None  Blended Rationale: Under the Board of the Board of the Population of	Against			
	impact the board's independence level in a way that cannot b	e anticipated by shareholders at this time. As such, due to the lack			
9	You Wish to Equally Distribute Your Votes	None	Abstain		
	election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN vote recommendations are warranted for Items 6, 9-10.9 in the absence of publicly-available information,				
	Voting FOR Item 9: Votes Are Distributed in Equal % Amongst Nominees Voted FOR. An AGAINST Vote Is Required If Supporting Candidate(s) Under Cumulative and Not Supporting Any Director(s)/Slate Under				
10.1	Alfredo Egydio Setubal as Director and	None	Abstain		
	election of directors under the terms of Article 141 of the Braz voting card issued by the Brazilian Securities Regulator (CVM) companies. ABSTAIN vote recommendations are warranted for	rilian Corporate Law, in accordance with the rules of the remote , and mandatory for all publicly-traded Brazilian r Items 6, 9-10.9 in the absence of publicly-available information,			
10.2	Roberto Egydio Setubal as Director and	None	Abstain		
	election of directors under the terms of Article 141 of the Brazilian Securities Regulator (CVM)	r Items 6, 9-10.9 in the absence of publicly-available information,			

disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.

Date range covered: 04/01/2021 to 04/30/2021

## **Itausa SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
10.3	Percentage of Votes to Be Assigned - Elect Ana Lucia de Mattos Barretto Villela as Director and Ricardo Villela Marino as Alternate	None	Abstain	
	election of directors under the terms of Article 141 of the Bravoting card issued by the Brazilian Securities Regulator (CVM)	or Items 6, 9-10.9 in the absence of publicly-available information,		
10.4	Percentage of Votes to Be Assigned - Elect Rodolfo Villela Marino as Director and Ricardo Villela Marino as Alternate	None	Abstain	
	election of directors under the terms of Article 141 of the Bravoting card issued by the Brazilian Securities Regulator (CVM)	or Items 6, 9-10.9 in the absence of publicly-available information,		
10.5	Percentage of Votes to Be Assigned - Elect Henri Penchas as Director	None	Abstain	
	election of directors under the terms of Article 141 of the Bravoting card issued by the Brazilian Securities Regulator (CVM)	or Items 6, 9-10.9 in the absence of publicly-available information,		
10.6	Percentage of Votes to Be Assigned - Elect Fernando Marques Oliveira as Independent Director	None	Abstain	
	election of directors under the terms of Article 141 of the Bravoting card issued by the Brazilian Securities Regulator (CVM)	or Items 6, 9-10.9 in the absence of publicly-available information,		
10.7	Percentage of Votes to Be Assigned - Elect Patricia de Moraes as Independent Director	None	Abstain	
	election of directors under the terms of Article 141 of the Bravoting card issued by the Brazilian Securities Regulator (CVM)	or Items 6, 9-10.9 in the absence of publicly-available information,		
10.8	Percentage of Votes to Be Assigned - Elect Vicente Furletti Assis as Independent Director	None	Abstain	
	Blended Rationale: Under these items, the company presents	s shareholders with the option to request cumulative voting for the nzilian Corporate Law, in accordance with the rules of the remote of the mandatory for all publicly-traded Brazilian		

Blended Rationale: Under these Items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN vote recommendations are warranted for Items 6, 9-10.9 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.

Date range covered: 04/01/2021 to 04/30/2021

### **Itausa SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
10.9	Percentage of Votes to Be Assigned - Elect Edson Carlos de Marchi as Director and Victorio Carlos de Marchi as Alternate	None	Abstain
	election of directors under the terms of Article 141 of the Brazilian Securities Regulator (CVM),	Items 6, 9-10.9 in the absence of publicly-available information,	
11	As an Ordinary Shareholder, Would You like to Request a Separate Minority Election of a Member of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	None	For
	Blended Rationale: A vote FOR this item is warranted because. minority board election up to the time of the meeting; and- Th would potentially improve the company's governance and prov	e election of a minority representative to the board of directors	
12	Elect Director and Alternate Appointed by Minority Shareholder	None	Abstain
	Blended Rationale: Minority shareholders may present the nam- lack of timely disclosure regarding minority shareholder nomine warranted at this time. Institutional shareholders should provide candidate.	ees, if any, to the board, an ABSTAIN vote recommendation is	
13	In Case Neither Class of Shares Reaches the Minimum Quorum Required by the Brazilian Corporate Law to Elect a Board Representative in Separate Elections, Would You Like to Use Your Votes to Elect the Candidate with More Votes to Represent Both Classes?	None	For
		ruse the combination of two classes of shares for the purposes of ative increases the likelihood of having minority representation at	
14	Elect Fiscal Council Members	For	For
15	In Case One of the Nominees Leaves the Fiscal Council Slate Due to a Separate Minority Election, as Allowed Under Articles 161 and 240 of the Brazilian Corporate Law, May Your Votes Still Be Counted for the Proposed Slate?	None	Against
	Blended Rationale: A vote AGAINST this request is warranted institutional investors from making an informed voting decision		
16	Elect Eduardo Rogatto Luque as Fiscal Council Member and Carlos Eduardo de Mori Luporini as Alternate Appointed by Minority Shareholder	None	Abstain
	Blended Rationale: An ABSTAIN vote recommendation is warra Fundacao Antonio e Helena Zerrenner Instituicao Nactional de agreement and, therefore, not considered an unaffiliated mino voting instructions if they seek to elect a specific candidate.	• • •	
17	Approve Remuneration of Company's Management	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Itausa SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
18	Approve Remuneration of Fiscal Council Members	For	For

### **Itausa SA**

Meeting Date: 04/30/2021

Country: Brazil

Meeting Type: Special

Ticker: ITSA4

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Amend Article 5	For	For
2	Amend Article 6	For	For
3	Consolidate Bylaws	For	For

#### **Itausa SA**

Meeting Date: 04/30/2021

Country: Brazil

Meeting Type: Annual

Ticker: ITSA4

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct
	Meeting for Preferred Shareholders		
1	Approve Minutes of Meeting Summary	For	For
2	Approve Minutes of Meeting with Exclusion of Shareholder Names	For	For
3	As a Preferred Shareholder, Would You like to Request a Separate Minority Election of a Member of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	None	For
	Blended Rationale: A vote FOR this item is warranted because:- separate minority board election up to the time of the meeting; directors would potentially improve the company's governance of	and- The election of a minority representative to the b	
4	Elect Director and Alternate Appointed by Preferred Shareholder	None	Abstain

Blended Rationale: Minority shareholders may present the names of their nominees up to the time of the meeting. Given lack of timely disclosure regarding minority preferred shareholder nominees, if any, to the board, an ABSTAIN recommendation is warranted at this time. Institutional shareholders should provide explicit voting instructions if they seek to elect a specific candidate.

Date range covered: 04/01/2021 to 04/30/2021

### **Itausa SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5	In Case Neither Class of Shares Reaches the	None	For
	Minimum Quorum Required by the Brazilian		
	Corporate Law to Elect a Board		
	Representative in Separate Elections, Would		
	You Like to Use Your Votes to Elect the		
	Candidate with More Votes to Represent Both		
	Classes?		
	Blended Rationale: A vote FOR this proposal is warranted becau establishing a separate election for a minority board representa the board level.		
6	establishing a separate election for a minority board representa		
6	establishing a separate election for a minority board representa the board level.	tive increases the likelihood of having minority representation	on at

# **Kellogg Company**

Meeting Date: 04/30/2021

Country: USA

Meeting Type: Annual

Ticker: K

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Carter Cast	For	For
1b	Elect Director Zack Gund	For	For
1c	Elect Director Don Knauss	For	For
1d	Elect Director Mike Schlotman	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	For	For
4	Reduce Supermajority Vote Requirement	For	For
5	Provide Right to Call A Special Meeting	None	For

## **Kingspan Group Plc**

Meeting Date: 04/30/2021

Country: Ireland

Meeting Type: Annual

Ticker: KRX

Date range covered: 04/01/2021 to 04/30/2021

# **Kingspan Group Plc**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructi
1	Accept Financial Statements and Statutory	For	For
2	Reports	_	_
2	Approve Final Dividend	For	For
3a	Re-elect Gene Murtagh as Director	For	Abstain
	been with the Company since 1993, on the Board since 1999, the failures in risk oversight, controls, and company culture w connection with the Grenfell Tower Inquiry. An abstention sig Grenfell Tower Inquiry when its final report is released in 202.	e on the re-election of CEO Gene Murtagh: Gene Murtaugh has and CEO since 2005. He is therefore ultimately accountable for hich have caused significant reputational harm to the Company in nals a level of concern to the Board, pending the outcome of the 2.A vote FOR this resolution is warranted for those shareholders for or against and who do not recognise abstention as a valid	
3b	Re-elect Geoff Doherty as Director	For	For
3c	Re-elect Russell Shiels as Director	For	For
3d	Re-elect Gilbert McCarthy as Director	For	For
3e	Re-elect Linda Hickey as Director	For	For
3f	Re-elect Michael Cawley as Director	For	For
3g	Re-elect John Cronin as Director	For	For
3h	Re-elect Jost Massenberg as Director	For	For
3i	Re-elect Anne Heraty as Director	For	For
4	Authorise Board to Fix Remuneration of Auditors	For	For
5	Approve Remuneration Report	For	Against
	Blended Rationale: A vote AGAINST this resolution is warrante Boards business, has been permitted to retain his outstanding upon his resignation from the role. There appears to be a cas recent "unacceptable conduct and historical process shortcom	LTIP awards, subject to pro-rating for time and performance, e for malus to have been applied to these awards, given the	
6	Approve Increase in the Limit for Non-executive Directors' Fees	For	For
7	Authorise Issue of Equity	For	For
8	Authorise Issue of Equity without Pre-emptive Rights	For	For
9	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	For	For
10	Authorise Market Purchase of Shares	For	For
11	Authorise Reissuance of Treasury Shares	For	For
12	Authorise the Company to Call EGM with Two Weeks' Notice	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Leidos Holdings, Inc.**

Meeting Date: 04/30/2021

Country: USA

Meeting Type: Annual

Ticker: LDOS

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Gregory R. Dahlberg	For	For
1b	Elect Director David G. Fubini	For	For
1c	Elect Director Miriam E. John	For	For
1d	Elect Director Frank Kendall, III	For	For
1e	Elect Director Robert C. Kovarik, Jr.	For	For
1f	Elect Director Harry M. J. Kraemer, Jr.	For	For
1g	Elect Director Roger A. Krone	For	For
1h	Elect Director Gary S. May	For	For
<b>1</b> i	Elect Director Surya N. Mohapatra	For	For
1j	Elect Director Robert S. Shapard	For	For
1k	Elect Director Susan M. Stalnecker	For	For
11	Elect Director Noel B. Williams	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify Deloitte & Touche LLP as Auditors	For	For

# **Louisiana-Pacific Corporation**

**Meeting Date:** 04/30/2021

Country: USA

Meeting Type: Annual

Ticker: LPX

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director F. Nicholas Grasberger, III	For	For
1b	Elect Director Ozey K. Horton, Jr.	For	For
1c	Elect Director W. Bradley Southern	For	For
2	Ratify Deloitte & Touche LLP as Auditor	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Metall Zug AG**

Meeting Date: 04/30/2021 Country: Switzerland

Meeting Type: Annual

Ticker: METN

umber	Proposal Text	Mgmt Rec	Vote Instruct
1.1	Accept Financial Statements and Statutory Reports	For	For
1.2	Approve Remuneration Report	For	Against
	Blended Rationale: A vote AGAINST the remuneration report is remuneration report does not allow for an independent assess a long-term incentive plan which would align executives to the chairman of the boards receives retirement benefits.	sment of remuneration practices. The company does not operation	te
2	Approve Allocation of Income and Dividends of CHF 1.70 per Registered Share Series A and CHF 17.00 per Registered Share Series B	For	For
3	Approve Discharge of Board and Senior Management	For	For
4.1a	Reelect Martin Wipfli as Director	For	Against
	because he is non-independent and is currently the chair of the 4.3.1-4.3.2)A vote FOR Peter Terwiesch is warranted due to a	,	
4.1b	because he is non-independent and is currently the chair of the	ne audit committee.Compensation committee elections (Items	For
4.1b 4.1c	because he is non-independent and is currently the chair of the 4.3.1-4.3.2)A vote FOR Peter Terwiesch is warranted due to a since his election to the board does not warrant support.	ne audit . ne audit committee.Compensation committee elections (Items lack of concerns.A vote AGAINST Heinz Buhofer is warranted	For Against
	because he is non-independent and is currently the chair of th. 4.3.1-4.3.2)A vote FOR Peter Terwiesch is warranted due to a since his election to the board does not warrant support.  Reelect Dominik Berchtold as Director  Reelect Heinz Buhofer as Director  Blended Rationale: Board elections (Items 4.1a-4.2)Votes FOR	ne audit committee. Compensation committee elections (Items lack of concerns. A vote AGAINST Heinz Buhofer is warranted  For  R the proposed nominees Dominik Berchtold, Sandra Emme, a lack of concerns. Votes AGAINST Martin Wipfli are warranted isted companies. A vote AGAINST Heinz Buhofer is warranted are audit committee. Compensation committee elections (Items	
	because he is non-independent and is currently the chair of th. 4.3.1-4.3.2)A vote FOR Peter Terwiesch is warranted due to a since his election to the board does not warrant support.  Reelect Dominik Berchtold as Director  Reelect Heinz Buhofer as Director  Blended Rationale: Board elections (Items 4.1a-4.2)Votes FOR Claudia Pletscher, and Peter Terwiesch are warranted due to a because he would hold an excessive number of mandates at libecause he is non-independent and is currently the chair of th. 4.3.1-4.3.2)A vote FOR Peter Terwiesch is warranted due to a	ne audit committee. Compensation committee elections (Items lack of concerns. A vote AGAINST Heinz Buhofer is warranted  For  R the proposed nominees Dominik Berchtold, Sandra Emme, a lack of concerns. Votes AGAINST Martin Wipfli are warranted isted companies. A vote AGAINST Heinz Buhofer is warranted are audit committee. Compensation committee elections (Items	
4.1c	because he is non-independent and is currently the chair of th. 4.3.1-4.3.2)A vote FOR Peter Terwiesch is warranted due to a since his election to the board does not warrant support.  Reelect Dominik Berchtold as Director  Reelect Heinz Buhofer as Director  Blended Rationale: Board elections (Items 4.1a-4.2)Votes FOR Claudia Pletscher, and Peter Terwiesch are warranted due to a because he would hold an excessive number of mandates at his because he is non-independent and is currently the chair of th. 4.3.1-4.3.2)A vote FOR Peter Terwiesch is warranted due to a since his election to the board does not warrant support.	ne audit committee. Compensation committee elections (Items lack of concerns. A vote AGAINST Heinz Buhofer is warranted  For  For  R the proposed nominees Dominik Berchtold, Sandra Emme, a lack of concerns. Votes AGAINST Meinz Buhofer is warranted isted companies. A vote AGAINST Heinz Buhofer is warranted are audit committee. Compensation committee elections (Items lack of concerns. A vote AGAINST Heinz Buhofer is warranted	Against
4.1c	because he is non-independent and is currently the chair of th. 4.3.1-4.3.2)A vote FOR Peter Terwiesch is warranted due to a since his election to the board does not warrant support.  Reelect Dominik Berchtold as Director  Reelect Heinz Buhofer as Director  Blended Rationale: Board elections (Items 4.1a-4.2)Votes FOR Claudia Pletscher, and Peter Terwiesch are warranted due to a because he would hold an excessive number of mandates at Il because he is non-independent and is currently the chair of th. 4.3.1-4.3.2)A vote FOR Peter Terwiesch is warranted due to a since his election to the board does not warrant support.  Reelect Sandra Emme as Director	ne audit committee. Compensation committee elections (Items lack of concerns. A vote AGAINST Heinz Buhofer is warranted  For  R the proposed nominees Dominik Berchtold, Sandra Emme, a lack of concerns. Votes AGAINST Martin Wipfli are warranted isted companies. A vote AGAINST Heinz Buhofer is warranted he audit committee. Compensation committee elections (Items lack of concerns. A vote AGAINST Heinz Buhofer is warranted  For	Against
4.1c 4.1d 4.1e	because he is non-independent and is currently the chair of th. 4.3.1-4.3.2)A vote FOR Peter Terwiesch is warranted due to a since his election to the board does not warrant support.  Reelect Dominik Berchtold as Director  Reelect Heinz Buhofer as Director  Blended Rationale: Board elections (Items 4.1a-4.2)Votes FOR Claudia Pletscher, and Peter Terwiesch are warranted due to a because he would hold an excessive number of mandates at his because he is non-independent and is currently the chair of th. 4.3.1-4.3.2)A vote FOR Peter Terwiesch is warranted due to a since his election to the board does not warrant support.  Reelect Sandra Emme as Director  Reelect Claudia Pletscher as Director	The audit committee. Compensation committee elections (Items elack of concerns. A vote AGAINST Heinz Buhofer is warranted  For  For  R the proposed nominees Dominik Berchtold, Sandra Emme, elack of concerns. Votes AGAINST Martin Wipfli are warranted isted companies. A vote AGAINST Heinz Buhofer is warranted are audit committee. Compensation committee elections (Items elack of concerns. A vote AGAINST Heinz Buhofer is warranted  For  For	Against For For

Blended Rationale: Board elections (Items 4.1a-4.2)Votes FOR the proposed nominees Dominik Berchtold, Sandra Emme, Claudia Pletscher, and Peter Terwiesch are warranted due to a lack of concerns. Votes AGAINST Martin Wipfli are warranted because he would hold an excessive number of mandates at listed companies. A vote AGAINST Heinz Buhofer is warranted because he is non-independent and is currently the chair of the audit committee. Compensation committee elections (Items 4.3.1-4.3.2)A vote FOR Peter Terwiesch is warranted due to a lack of concerns. A vote AGAINST Heinz Buhofer is warranted since his election to the board does not warrant support.

Date range covered: 04/01/2021 to 04/30/2021

## **Metall Zug AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4.3.1	Reappoint Heinz Buhofer as Member of the Personnel and Compensation Committee	For	Against
	Blended Rationale: Board elections (Items 4.1a-4.2)Votes FOR Claudia Pletscher, and Peter Terwiesch are warranted due to a because he would hold an excessive number of mandates at lis because he is non-independent and is currently the chair of the 4.3.1-4.3.2)A vote FOR Peter Terwiesch is warranted due to a listince his election to the board does not warrant support.	lack of concerns.Votes AGAINST Martin Wipfli are warrant ted companies.A vote AGAINST Heinz Buhofer is warrante audit committee.Compensation committee elections (Iten	ed d ns
4.3.2	Reappoint Peter Terwiesch as Member of the Personnel and Compensation Committee	For	For
4.4	Designate Blum & Partner AG as Independent Proxy	For	For
4.5	Ratify Ernst & Young AG as Auditors	For	For
5.1	Approve Fixed Remuneration of Directors in the Amount of CHF 1.2 Million	For	For
5.2	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 1 Million	For	For
5.3	Approve Variable Remuneration of Executive Committee in the Amount of CHF 150,000	For	For
6	Transact Other Business (Voting)	For	Against

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

## **MPM Corporeos SA**

Meeting Date: 04/30/2021 Country: Brazil

Meeting Type: Annual

Ticker: ESPA3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For
2	Accept Management Statements for Fiscal Year Ended Dec. 31, 2020	For	For
3	Approve Capital Budget	For	For
4	Approve Allocation of Income and Dividends	For	For
5	Approve Remuneration of Company's Management	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **MPM Corporeos SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
6	Do You Wish to Request Installation of a Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	None	For

# **MPM Corporeos SA**

Meeting Date: 04/30/2021

Country: Brazil

Meeting Type: Special

Ticker: ESPA3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Amend Article 5 to Reflect Changes in Capital	For	For
2	Consolidate Bylaws	For	For
3	Authorize Board to Ratify and Execute Approved Resolutions	For	For

### Oil Search Ltd.

Meeting Date: 04/30/2021

Elect Eileen Doyle as Director

3с

Country: Papua New Guinea

Meeting Type: Annual

Ticker: OSH

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
2	Approve Remuneration Report	For	Against
	Blended Rationale: A vote AGAINST the remuneration report is warranted, given the following corporate governance concerns: High level of concern identified in quantitative pay-for-performance analysis for misalignment of CEO remuneration with company performance, and shareholder outcomes. STI bonuses were materially higher in FY20, being materially misaligned with the company's loss-making year and shareholder outcomes which saw a material decline of near 50 percent in shareholder value. The STI has a low weighting to financial measures and non-disclosure of STI performance targets being misaligned with market practices and making it difficult to independently assess the extent to which targets are aligned with shareholder expectations and whether bonus outcomes are reasonable. Non-executive director fees are higher than market medians and director travel allowances are excessive. The termination arrangements for the departing CEO were excessive. Given the significant capital raising undertaken during the year, materially reduced dividends, a loss-making year and materially negative shareholder value outcomes, consideration of higher bonuses is not appropriate. For some balance, the company's executive remuneration structure is broadly in line with market to the extent that it has a mix of fixed and variable remuneration with minimum shareholding requirements to align executives and directors with shareholders to some extent.		
3a	Elect Musje Werror as Director	For	For
3b	Elect Richard Lee as Director	For	For

For

For

Date range covered: 04/01/2021 to 04/30/2021

#### Oil Search Ltd.

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3d	Elect Susan Cunningham as Director	For	For
3e	Elect Bakheet Al Katheeri as Director	For	For
4	Approve Temporary Increase in the Maximum Number of Directors from 9 to 10	For	For
5	Elect Michael Utsler as Director	For	For
6	Approve Grant of Restricted Shares, Alignment Rights and Performance Rights to Keiran Wulff	For	Against

Blended Rationale: A vote AGAINST the grant of equity to CEO Keiran Wulff is warranted. Corporate governance concerns are observed including:- The introduction of new "Alignment Rights", which represent a reduction in "at risk" remuneration and are essentially a "deferred fixed pay increase". It may be regarded as a misnomer that such rights are aligned with shareholder interests or improved company performance, given- the higher certainty of vesting irrespective of shareholder outcomes, and-an absence of adequate performance measures which are expected in this market for vesting of long-term equity bonuses.- There is limited and inadequate disclosure of how the performance conditions that are disclosed to be in existence are to be assessed or what target measures exist. It appears that the disclosed measures are core "day job" responsibilities of a CEO which further increase the likelihood of vesting.- The new ROCE measure may be seen to have been set at an insufficiently challenging level.- The value of the proposed FY21 LTI award is not materially reduced, to account for the increased certainty of vesting for the Alignment Rights, which are analogous to common Restricted Shares Units and essentially with time-based vesting.- The combined value of Alignment Rights and Performance Rights has increased in the FY21 grant compared with FY20, which appears inconsistent with the performance and prospects of the company.- The company has represented that the proposed equity grant represents a reduction in the CEO's LTI award with an improved alignment with shareholders through the Alignment Rights. However, it was not disclosed in the first instance that the bonus opportunity was in fact increased by 50 percent (from 100% to 150% of fixed remuneration) immediately prior to the decision to introduce the Alignment Rights.

7 Approve Grant of Non-Executive Director Rights to Michael Utsler For

For

Approve Capital Protection

Against

For

Blended Rationale: A vote FOR this proposal is warranted given that shareholders are likely to benefit from a regular review and additional disclosure on how the company's capital expenditure and operations are managed in a manner consistent with the climate goals of the Paris Agreement.

#### Park Hotels & Resorts Inc.

Meeting Date: 04/30/2021

8

Country: USA

Meeting Type: Annual

Ticker: PK

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1A	Elect Director Thomas J. Baltimore, Jr.	For	For
1B	Elect Director Gordon M. Bethune	For	For
1C	Elect Director Patricia M. Bedient	For	For
1D	Elect Director Thomas D. Eckert	For	For
1E	Elect Director Geoffrey M. Garrett	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### Park Hotels & Resorts Inc.

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1F	Elect Director Christie B. Kelly	For	For
1G	Elect Director Joseph I. Lieberman	For	For
1H	Elect Director Thomas A. Natelli	For	For
1I	Elect Director Timothy J. Naughton	For	For
1J	Elect Director Stephen I. Sadove	For	For
2	Amend Non-Employee Director Omnibus Stock Plan	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against

Blended Rationale: A vote AGAINST this proposal is warranted. CEO total pay significantly increased year-over-year due to sizeable one-time equity awards. Concerns are also raised regarding disclosure under the FY20 STI program. Although the STI payouts were below target, the determination was largely based on qualitative objectives for which specific achievements were not disclosed. Additionally, half of the acquisition-related one-time equity awards were time-based, while the other half, although forfeited, were based on one-year goals. Further, the stock price hurdles for November PSUs are not particularly rigorous compared the pre-pandemic levels. Lastly, the relative TSR metric under the regular LTI program targets only median performance with no disclosed cap if absolute TSR is negative.

Ratify Ernst & Young LLP as Auditors

For

For

#### **Pearson Plc**

Meeting Date: 04/30/2021

Country: United Kingdom

Meeting Type: Annual

Ticker: PSON

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Final Dividend	For	For
3	Elect Andy Bird as Director	For	For
4	Re-elect Elizabeth Corley as Director	For	For
5	Re-elect Sherry Coutu as Director	For	For
6	Re-elect Sally Johnson as Director	For	For
7	Re-elect Linda Lorimer as Director	For	For
8	Re-elect Graeme Pitkethly as Director	For	For
9	Re-elect Tim Score as Director	For	For
10	Re-elect Sidney Taurel as Director	For	For
11	Re-elect Lincoln Wallen as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

### **Pearson Plc**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
12	Approve Remuneration Report	For	Against
	Blended Rationale: A vote AGAINST this item is warranted beca Bird's remuneration package, including the salary rate and the of September 2020. While shareholders were provided a vote on to the resolution were to be defeated, Bird would not agree to be faced heavy shareholder dissent, with 33% of votes cast agains primarily to augment the underpin conditions, which is a welcon significant deviation from good practice in the UK market.	one-off co-investment award approved at the Company's G the co-investment award, they did so with the knowledge th come CEO, leading to further instability Despite this, the v at the proposal. The Company's response to this vote was	M in mat if
13	Reappoint PricewaterhouseCoopers LLP as Auditors	For	For
14	Authorise the Audit Committee to Fix Remuneration of Auditors	For	For
15	Authorise Issue of Equity	For	For
16	Authorise Issue of Equity without Pre-emptive Rights	For	For
17	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	For	For
18	Authorise Market Purchase of Ordinary Shares	For	For
19	Authorise the Company to Call General Meeting with Two Weeks' Notice	For	Against
	Blended Rationale: A vote AGAINST this resolution is considered general meeting on less than 21 clear days' notice to seek sharn is not considered to be an appropriate use of the shorter notice	cholder approval for the new CEO's remuneration package.	This
20	Adopt New Articles of Association	For	For

# **Qualicorp Consultoria e Corretora de Seguros SA**

Meeting Date: 04/30/2021

Country: Brazil

Meeting Type: Annual

Ticker: QUAL3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For
2	Approve Allocation of Income and Dividends	For	For
3	Fix Number of Directors at Seven	For	For

Date range covered: 04/01/2021 to 04/30/2021

# **Qualicorp Consultoria e Corretora de Seguros SA**

timely manner, regarding a cumulative voting request presented by shareholders.

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4	Do You Wish to Adopt Cumulative Voting for the Election of the Members of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	None	Abstain
	Blended Rationale: Under these items, the company presents share election of directors under the terms of Article 141 of the Brazilian of voting card issued by the Brazilian Securities Regulator (CVM), and companies. ABSTAIN vote recommendations are warranted in the altimely manner, regarding a cumulative voting request presented by		
5	Elect Directors	For	For
6	In Case There is Any Change to the Board Slate Composition, May Your Votes Still be Counted for the Proposed Slate?	None	Against
	Blended Rationale: A vote AGAINST this request is warranted because impact the board's independence level in a way that cannot be anticolor of timely disclosure, international institutional investors are prevented.	cipated by shareholders at this time. As such, due to the lack	
7	In Case Cumulative Voting Is Adopted, Do You Wish to Equally Distribute Your Votes Amongst the Nominees below?	None	Abstain
	Blended Rationale: Under these items, the company presents share election of directors under the terms of Article 141 of the Brazilian ovting card issued by the Brazilian Securities Regulator (CVM), and companies. ABSTAIN vote recommendations are warranted in the altimely manner, regarding a cumulative voting request presented by	Corporate Law, in accordance with the rules of the remote mandatory for all publicly-traded Brazilian presence of publicly-available information, disclosed in a	
	IF CUMULATIVE VOTE IS ADOPTED - If Voting FOR Item 7: Votes Are Distributed in Equal % Amongst Nominees Voted FOR. An AGAINST Vote Is Required If Supporting Candidate(s) Under Cumulative and Not Supporting Any Director(s)/Slate Under Majority Voting		
8.1	Percentage of Votes to Be Assigned - Elect Heraclito de Brito Gomes Junior as Independent Board Chairman	None	Abstain
	Blended Rationale: Under these items, the company presents share election of directors under the terms of Article 141 of the Brazilian Coving card issued by the Brazilian Securities Regulator (CVM), and companies. ABSTAIN vote recommendations are warranted in the altimely manner, regarding a cumulative voting request presented by	Corporate Law, in accordance with the rules of the remote mandatory for all publicly-traded Brazilian prence of publicly-available information, disclosed in a	
8.2	Percentage of Votes to Be Assigned - Elect Mauro Teixeira Sampaio as Independent Director	None	Abstain
	Blended Rationale: Under these items, the company presents share election of directors under the terms of Article 141 of the Brazilian voting card issued by the Brazilian Securities Regulator (CVM), and companies. ABSTAIN vote recommendations are warranted in the all	Corporate Law, in accordance with the rules of the remote mandatory for all publicly-traded Brazilian	

Date range covered: 04/01/2021 to 04/30/2021

# **Qualicorp Consultoria e Corretora de Seguros SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
8.3	Percentage of Votes to Be Assigned - Elect Murilo Ramos Neto as Independent Director	None	Abstain	
	Blended Rationale: Under these items, the company presents share election of directors under the terms of Article 141 of the Brazilian voting card issued by the Brazilian Securities Regulator (CVM), and companies. ABSTAIN vote recommendations are warranted in the a timely manner, regarding a cumulative voting request presented by	Corporate Law, in accordance with the rules of the remote I mandatory for all publicly-traded Brazilian obsence of publicly-available information, disclosed in a		
8.4	Percentage of Votes to Be Assigned - Elect Roberto Martins de Souza as Independent Director	None	Abstain	
	Blended Rationale: Under these items, the company presents share election of directors under the terms of Article 141 of the Brazilian voting card issued by the Brazilian Securities Regulator (CVM), and companies. ABSTAIN vote recommendations are warranted in the a timely manner, regarding a cumulative voting request presented by	Corporate Law, in accordance with the rules of the remote I mandatory for all publicly-traded Brazilian absence of publicly-available information, disclosed in a		
8.5	Percentage of Votes to Be Assigned - Elect Ricardo Wagner Lopes Barbosa as Independent Director	None	Abstain	
	Blended Rationale: Under these items, the company presents share election of directors under the terms of Article 141 of the Brazilian voting card issued by the Brazilian Securities Regulator (CVM), and companies. ABSTAIN vote recommendations are warranted in the a timely manner, regarding a cumulative voting request presented by	Corporate Law, in accordance with the rules of the remote I mandatory for all publicly-traded Brazilian obsence of publicly-available information, disclosed in a		
8.6	Percentage of Votes to Be Assigned - Elect Bernardo Dantas Rodenburg as Independent Director	None	Abstain	
	Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN vote recommendations are warranted in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.			
8.7	Percentage of Votes to Be Assigned - Elect Martha Maria Soares Savedra as Independent Director	None	Abstain	
	Blended Rationale: Under these items, the company presents share election of directors under the terms of Article 141 of the Brazilian voting card issued by the Brazilian Securities Regulator (CVM), and companies. ABSTAIN vote recommendations are warranted in the a timely manner, regarding a cumulative voting request presented by	Corporate Law, in accordance with the rules of the remote I mandatory for all publicly-traded Brazilian absence of publicly-available information, disclosed in a		
9	Approve Remuneration of Company's Management	For	Against	
	Blended Rationale: A vote AGAINST this proposal is warranted bect transparency regarding its compensation practices, specially related			
10	Do You Wish to Request Installation of a Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	None	For	

Date range covered: 04/01/2021 to 04/30/2021

### **Raia Drogasil SA**

Meeting Date: 04/30/2021

Country: Brazil

Meeting Type: Annual

Ticker: RADL3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructi	
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For	
2	Approve Allocation of Income and Dividends	For	For	
3	Fix Number of Directors at 11	For	For	
4	Do You Wish to Adopt Cumulative Voting for the Election of the Members of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	None	Abstain	
	Blended Rationale: Under these items, the company presents shelection of directors under the terms of Article 141 of the Brazilia voting card issued by the Brazilian Securities Regulator (CVM), a companies. ABSTAIN vote recommendations are warranted for It information, disclosed in a timely manner, regarding a cumulative	an Corporate Law, in accordance with the rules of the remote and mandatory for all publicly-traded Brazilian tems 4, 7, and 8.1-8.11 in the absence of publicly-available		
5	Elect Directors	For	For	
6	In Case There is Any Change to the Board Slate Composition, May Your Votes Still be Counted for the Proposed Slate?	None	Against	
	Blended Rationale: A vote AGAINST this request is warranted be impact the board's independence level in a way that cannot be of timely disclosure, international institutional investors are prev	anticipated by shareholders at this time. As such, due to the lack		
7	In Case Cumulative Voting Is Adopted, Do You Wish to Equally Distribute Your Votes Amongst the Nominees below?	None	Abstain	
	Blended Rationale: Under these items, the company presents she election of directors under the terms of Article 141 of the Brazilia voting card issued by the Brazilian Securities Regulator (CVM), a companies. ABSTAIN vote recommendations are warranted for It information, disclosed in a timely manner, regarding a cumulative	an Corporate Law, in accordance with the rules of the remote and mandatory for all publicly-traded Brazilian tems 4, 7, and 8.1-8.11 in the absence of publicly-available		
	IF CUMULATIVE VOTE IS ADOPTED - If Voting FOR Item 7: Votes Are Distributed in Equal % Amongst Nominees Voted FOR. An AGAINST Vote Is Required If Supporting Candidate(s) Under Cumulative and Not Supporting Any Director(s)/Slate Under Majority Voting			
8.1	Percentage of Votes to Be Assigned - Elect Antonio Carlos Pipponzi as Director	None	Abstain	

Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote

companies. ABSTAIN vote recommendations are warranted for Items 4, 7, and 8.1-8.11 in the absence of publicly-available

voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian

information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.

Date range covered: 04/01/2021 to 04/30/2021

# **Raia Drogasil SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
8.2	Percentage of Votes to Be Assigned - Elect Carlos Pires Oliveira Dias as Director	None	Abstain	
		Items 4, 7, and 8.1-8.11 in the absence of publicly-available		
8.3	Percentage of Votes to Be Assigned - Elect Cristiana Almeida Pipponzi as Director	None	Abstain	
		Items 4, 7, and 8.1-8.11 in the absence of publicly-available		
8.4	Percentage of Votes to Be Assigned - Elect Plinio Villares Musetti as Director	None	Abstain	
		Items 4, 7, and 8.1-8.11 in the absence of publicly-available		
8.5	Percentage of Votes to Be Assigned - Elect Paulo Sergio Coutinho Galvao Filho as Director	None	Abstain	
		Items 4, 7, and 8.1-8.11 in the absence of publicly-available		
8.6	Percentage of Votes to Be Assigned - Elect Renato Pires Oliveira Dias as Director	None	Abstain	
		Items 4, 7, and 8.1-8.11 in the absence of publicly-available		
8.7	Percentage of Votes to Be Assigned - Elect Marco Ambrogio Crespi Bonomi as Independent Director	None	Abstain	

companies. ABSTAIN vote recommendations are warranted for Items 4, 7, and 8.1-8.11 in the absence of publicly-available

information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.

Date range covered: 04/01/2021 to 04/30/2021

# **Raia Drogasil SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instructio
8.8	Percentage of Votes to Be Assigned - Elect Sylvia de Souza Leao Wanderley as Independent Director	None	Abstain
		Items 4, 7, and 8.1-8.11 in the absence of publicly-available	
8.9	Percentage of Votes to Be Assigned - Elect Denise Soares dos Santos as Independent Director	None	Abstain
		Items 4, 7, and 8.1-8.11 in the absence of publicly-available	
8.10	Percentage of Votes to Be Assigned - Elect Philipp Paul Marie Povel as Independent Director	None	Abstain
		Items 4, 7, and 8.1-8.11 in the absence of publicly-available	
8.11	Percentage of Votes to Be Assigned - Elect Cesar Nivaldo Gon as Independent Director	None	Abstain
		Items 4, 7, and 8.1-8.11 in the absence of publicly-available	
9	As an Ordinary Shareholder, Would You like to Request a Separate Minority Election of a Member of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	None	For
10	Approve Remuneration of Company's Management	For	For
11	Elect Fiscal Council Members	For	Abstain
	Blended Rationale: An ABSTAIN vote recommendation is warraminority shareholders to concentrate their votes on the election Item 13 of this meeting agenda.	anted for management's fiscal council nominees, to allow on of a minority fiscal council candidate as further discussed under	
12	In Case One of the Nominees Leaves the Fiscal Council Slate Due to a Separate Minority Election, as Allowed Under Articles 161 and 240 of the Brazilian Corporate Law, May Your Votes Still Be Counted for the Proposed Slate?	None	Against

Blended Rationale: A vote AGAINST this request is warranted because lack of timely disclosure prevents international institutional investors from making an informed voting decision.

Date range covered: 04/01/2021 to 04/30/2021

# **Raia Drogasil SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
13	Elect Antonio Edson Maciel dos Santos as	None	For
	Fiscal Council Member and Alessandra Eloy		
	Gadelha as Alternate Appointed by Minority		
	Shareholder		
	Blended Rationale: A vote FOR this item is warranted because. appointed by minority shareholders have been disclosed;- The There are no known concerns regarding the proposed minority voting instructions if they seek to elect a specific candidate.	re is no indication of competing minority ordinary nomi	inees; and-
14	Approve Remuneration of Fiscal Council Members	For	For
15	In the Event of a Second Call, the Voting	None	For
	Instructions Contained in this Remote Voting		
	Card May Also be Considered for the Second		
	Call?		

# **Raia Drogasil SA**

Meeting Date: 04/30/2021

Country: Brazil

Meeting Type: Special

Ticker: RADL3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Amend Article 5	For	For
2	Amend Article 6 Re: Increase in Board Size	For	For
3	Amend Article 6	For	For
4	Amend Article 6	For	For
5	Amend Article 6	For	For
6	Amend Article 6	For	For
7	Amend Article 6	For	For
8	Amend Article 9	For	For
9	Amend Article 9	For	For
10	Amend Article 7	For	For
11	Amend Articles	For	For
12	Consolidate Bylaws	For	For
13	In the Event of a Second Call, the Voting Instructions Contained in this Remote Voting Card May Also be Considered for the Second Call?	None	For

Date range covered: 04/01/2021 to 04/30/2021

# **RLJ Lodging Trust**

Meeting Date: 04/30/2021

Country: USA

Meeting Type: Annual

Ticker: RLJ

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
- Tumber	Tropoda rox	- Salit Rec	2132.00031
1.1	Elect Director Robert L. Johnson	For	For
1.2	Elect Director Leslie D. Hale	For	For
1.3	Elect Director Evan Bayh	For	For
1.4	Elect Director Arthur R. Collins	For	For
1.5	Elect Director Nathaniel A. Davis	For	For
1.6	Elect Director Patricia L. Gibson	For	For
1.7	Elect Director Robert M. La Forgia	For	For
1.8	Elect Director Robert J. McCarthy	For	For
1.9	Elect Director Glenda G. McNeal	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
4	Approve Omnibus Stock Plan	For	For

### Sanofi

Meeting Date: 04/30/2021

Country: France

Meeting Type: Annual/Special

Ticker: SAN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
	Ordinary Business		
1	Approve Financial Statements and Statutory Reports	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	For	For
3	Approve Treatment of Losses and Dividends of EUR 3.20 per Share	For	For
4	Ratify Appointment of Gilles Schnepp as Director	For	For
5	Reelect Fabienne Lecorvaisier as Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

## Sanofi

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
6	Reelect Melanie Lee as Director	For	For
7	Elect Barbara Lavernos as Director	For	For
8	Approve Compensation Report of Corporate Officers	For	For
9	Approve Compensation of Serge Weinberg, Chairman of the Board	For	For
10	Approve Compensation of Paul Hudson, CEO	For	For
11	Approve Remuneration Policy of Directors	For	For
12	Approve Remuneration Policy of Chairman of the Board	For	For
13	Approve Remuneration Policy of CEO	For	For
14	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For
	Extraordinary Business		
15	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	For	For
16	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 997 Million	For	For
17	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 240 Million	For	For
18	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 240 Million	For	For
19	Approve Issuance of Debt Securities Giving Access to New Shares of Subsidiaries and/or Debt Securities, up to Aggregate Amount of EUR 7 Billion	For	For
20	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Above	For	For
21	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	For	For
22	Authorize Capitalization of Reserves of Up to EUR 500 Million for Bonus Issue or Increase in Par Value	For	For
23	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	For	For
24	Authorize up to 5 Percent of Issued Capital for Use in Restricted Stock Plans	For	For

Date range covered: 04/01/2021 to 04/30/2021

## Sanofi

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
25	Amend Article 13 of Bylaws Re: Written Consultation	For	For
26	Amend Articles 14 and 17 of Bylaws Re: Board Powers and Censors	For	For
27	Authorize Filing of Required Documents/Other Formalities	For	For

## Sanofi

Meeting Date: 04/30/2021

Country: France

Meeting Type: Annual/Special

Ticker: SAN

roposal umber	Proposal Text	Mgmt Rec	Vote Instruction	
	Meeting for ADR Holders			
	Ordinary Business			
1	Approve Financial Statements and Statutory Reports	For	Do Not Vote	
2	Approve Consolidated Financial Statements and Statutory Reports	For	Do Not Vote	
3	Approve Treatment of Losses and Dividends of EUR 3.20 per Share	For	Do Not Vote	
4	Ratify Appointment of Gilles Schnepp as Director	For	Do Not Vote	
5	Reelect Fabienne Lecorvaisier as Director	For	Do Not Vote	
6	Reelect Melanie Lee as Director	For	Do Not Vote	
7	Elect Barbara Lavernos as Director	For	Do Not Vote	
8	Approve Compensation Report of Corporate Officers	For	Do Not Vote	
9	Approve Compensation of Serge Weinberg, Chairman of the Board	For	Do Not Vote	
10	Approve Compensation of Paul Hudson, CEO	For	Do Not Vote	
11	Approve Remuneration Policy of Directors	For	Do Not Vote	
12	Approve Remuneration Policy of Chairman of the Board	For	Do Not Vote	

Date range covered: 04/01/2021 to 04/30/2021

### Sanofi

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
13	Approve Remuneration Policy of CEO	For	Do Not Vote
14	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	Do Not Vote
	Extraordinary Business		
15	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	For	Do Not Vote
16	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 997 Million	For	Do Not Vote
17	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 240 Million	For	Do Not Vote
18	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 240 Million	For	Do Not Vote
19	Approve Issuance of Debt Securities Giving Access to New Shares of Subsidiaries and/or Debt Securities, up to Aggregate Amount of EUR 7 Billion	For	Do Not Vote
20	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Above	For	Do Not Vote
21	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	For	Do Not Vote
22	Authorize Capitalization of Reserves of Up to EUR 500 Million for Bonus Issue or Increase in Par Value	For	Do Not Vote
23	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	For	Do Not Vote
24	Authorize up to 5 Percent of Issued Capital for Use in Restricted Stock Plans	For	Do Not Vote
25	Amend Article 13 of Bylaws Re: Written Consultation	For	Do Not Vote
26	Amend Articles 14 and 17 of Bylaws Re: Board Powers and Censors	For	Do Not Vote
27	Authorize Filing of Required Documents/Other Formalities	For	Do Not Vote

Date range covered: 04/01/2021 to 04/30/2021

## **Schweizerische Nationalbank**

Meeting Date: 04/30/2021

Country: Switzerland

Meeting Type: Annual

Ticker: SNBN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct
1	Open Meeting and Speech of Chairman (Non-Voting)		
2	Speech of Thomas Jordan (Non-Voting)		
3	Receive Auditor's Report (Non-Voting)		
4	Accept Financial Statements and Statutory Reports	For	For
5	Approve Allocation of Income and Dividends	For	For
6	Approve Discharge of Board of the Bank	For	For
7.1	Elect Romeo Lacher as Director	For	Against
	Blended Rationale: Votes AGAINST the non-independent nomin of the failure to establish a sufficiently independent board.	ees Romeo Lacher and Christoph Maeder are warran	ted because
7.2	Elect Christoph Maeder as Director	For	Against
	Blended Rationale: Votes AGAINST the non-independent nomin of the failure to establish a sufficiently independent board.	ees Romeo Lacher and Christoph Maeder are warran	ited because
8	Ratify KPMG SA as Auditors	For	For
9	Allow Questions (Non-Voting)		
10	Close Meeting (Non-Voting)		
11	Transact Other Business (Voting)	For	Against

## **Smurfit Kappa Group Plc**

Meeting Date: 04/30/2021

Country: Ireland

shareholders' best interest to vote against this item on a precautionary basis.

Meeting Type: Annual

Ticker: SKG

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

Date range covered: 04/01/2021 to 04/30/2021

# **Smurfit Kappa Group Plc**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
3	Approve Remuneration Policy	For	For
4	Approve Final Dividend	For	For
5	Elect Kaisa Hietala as Director	For	For
6a	Re-elect Irial Finan as Director	For	For
6b	Re-elect Anthony Smurfit as Director	For	For
6c	Re-elect Ken Bowles as Director	For	For
6d	Re-elect Anne Anderson as Director	For	For
6e	Re-elect Frits Beurskens as Director	For	For
6f	Re-elect Carol Fairweather as Director	For	For
6g	Re-elect James Lawrence as Director	For	For
6h	Re-elect Dr Lourdes Melgar as Director	For	For
6i	Re-elect John Moloney as Director	For	For
6j	Re-elect Jorgen Rasmussen as Director	For	For
6k	Re-elect Gonzalo Restrepo as Director	For	For
7	Authorise Board to Fix Remuneration of Auditors	For	For
8	Authorise Issue of Equity	For	For
9	Authorise Issue of Equity without Pre-emptive Rights	For	For
10	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	For	For
11	Authorise Market Purchase of Shares	For	For
12	Authorise the Company to Call General Meeting with Two Weeks' Notice	For	For
13	Approve Increase in the Maximum Award Opportunity in the Rules of the 2018 Performance Share Plan	For	For

## **Teleflex Incorporated**

Meeting Date: 04/30/2021 Country: USA

Meeting Type: Annual Ticker: TFX

Date range covered: 04/01/2021 to 04/30/2021

### **Teleflex Incorporated**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1a	Elect Director Candace H. Duncan	For	For
1b	Elect Director Stephen K. Klasko	For	For
1c	Elect Director Stuart A. Randle	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	For	For
4	Declassify the Board of Directors	None	For

Blended Rationale: A vote FOR this proposal is warranted because the declassification would enhance board accountability.

# **TERNA Rete Elettrica Nazionale SpA**

Meeting Date: 04/30/2021 Country: Italy

Meeting Type: Annual

Ticker: TRN

roposal umber	Proposal Text	Mgmt Rec	Vote Instruction
	Ordinary Business		
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Allocation of Income	For	For
3	Approve Long Term Incentive Plan	For	For
4	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	For	For
5.1	Approve Remuneration Policy	For	For
5.2	Approve Second Section of the Remuneration Report	For	Against

Blended Rationale: This item warrants a vote AGAINST due to the problematic termination payments in favor of the former CEO/GM.

## **United Overseas Bank Limited (Singapore)**

Meeting Date: 04/30/2021 Country: Singapore

Meeting Type: Annual

Ticker: U11

Date range covered: 04/01/2021 to 04/30/2021

# **United Overseas Bank Limited (Singapore)**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	For	For
2	Approve Final Dividend	For	For
3	Approve Directors' Fees	For	For
4	Approve Ernst & Young LLP as Auditors and Authorize Directors to Fix Their Remuneration	For	For
5	Elect Wong Kan Seng as Director	For	Against
	Blended Rationale: Votes AGAINST incumbent Nominating Committee member Ka gender diversity on the board.	an Seng Wong are warranted for lack of	
6	Elect Alvin Yeo Khirn Hai as Director	For	For
7	Elect Chia Tai Tee as Director	For	For
8	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	For	For
9	Approve Issuance of Shares Pursuant to the UOB Scrip Dividend Scheme	For	For
10	Authorize Share Repurchase Program	For	For

### **Vale SA**

Meeting Date: 04/30/2021

Country: Brazil

Meeting Type: Annual

Ticker: VALE3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For
2	Approve Allocation of Income and Dividends	For	For
3	Fix Number of Directors at 13	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### Vale SA

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
4	Do You Wish to Adopt Cumulative Voting for	None	Abstain
	the Election of the Members of the Board of		
	Directors, Under the Terms of Article 141 of		
	the Brazilian Corporate Law?		
	election of directors under the terms of Article 141 of the E voting card issued by the Brazilian Securities Regulator (CV has disclosed 16 candidates disputing 12 available board so 12 board candidates and dissident shareholders appointed 5.1516). By the time this analysis was finalized, there was request presented by shareholders, which can be requested	Ints shareholders with the option to request cumulative voting of the real and of the real and mandatory for all publicly-traded Brazilian companies eats, indicating a contested election in which management distributed four board candidates under a unbundled majority election (In the publicly available information regarding a cumulative votiful by holders of 5 percent of the company's shares up to 48 holds (Do You Wish to Adopt Cumulative Voting) is recommended.	emote s. Vale sclosed Items ing ours
	Shareholders Must Vote For Only 12 of the		
	Candidates Under Items 5.1-5.16		
5.1	Elect Jose Luciano Duarte Penido as Independent Director	For	For

Blended Rationale: Vale has disclosed a contested election with 16 board nominees disputing 12 board seats. The majority election will be carried out individually, allowing shareholders to vote separately on each nominee. Management has disclosed 12 board candidates (Items 5.1-5.12), among them five new nominees, while dissident shareholders nominated four independent director candidates, including three new nominees and one incumbent independent director (Items 5.13-5.16). Vale has adopted a robust nomination process, which was well-communicated to the market, has made material changes to its administration in the last years following the Brumadinho disaster, and is proposing for the first time a majority independent board with most of the management candidates being either recently appointed to the board for the first time or new nominees. Meanwhile, dissident shareholders have failed to provide a compelling rationale and/or a strategy for additional change and the proposed election of four directors, representing one-third of the available seats. While all candidates appear to be well qualified, vote recommendations under this contested election are as follows:- Votes FOR management nominees Clinton James Dimes (Item 5.3), Eduardo de Oliveira Rodriques Filho (Item 5.4), Elaine Dorward-King (Item 5.5), Jose Mauricio Pereira Coelho (Item 5.6), Manuel Lino Silva de Sousa Oliveira (Ollie Oliveira) (Item 5.8), Maria Fernanda dos Santos Teixeira (Item 5.9), Murilo Cesar Lemos dos Santos Passos (Item 5.10), Roger Allan Downey (Item 5.11), and Sandra Maria Guerra de Azevedo (Item 5.12) in light of the reasonable overall board independence:- A cautionary vote FOR incumbent non-independent management nominee Fernando Jorge Buso Gomes (Item 5.2), currently the longest serving Vale's director and the only director who has been on the board during both dam disasters in 2015 and 2019, due to the reasonable rationale presented by the company regarding "a balanced transition process", in the context of the chair/vice-chair positions.- A vote AGAINST new non-independent management nominee Ken Yasuhara (Item 5.7) as the director appears to lack board experience, having served only as an alternate member since 2020;- ABSTAIN votes for dissident nominees Marcelo Gasparino da Silva (Item 5.13) and Mauro Gentile Rodrigues da Cunha (Item 5.14) as dissident shareholders have failed to provide a compelling rationale and/or a strategy for additional change through the election of up to one-third of the board; and- A vote FOR dissident independent nominee Rachel de Oliveira Maia (Item 5.16) as the director candidate appears to add to the skill matrix developed by the company for its board, would likely add relevant experience to the board, and increase board independence, as well as gender and racial diversity. Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently quard against and manage material environmental, social and governance risks. - Votes AGAINST board chair Jose Luciano Duarte Penido are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. The recommendation to vote against or abstain from supporting certain director candidates should not be interpreted as a negative assessment of the nominees' experience and qualifications.

5.2	Elect Fernando Jorge Buso Gomes as Director	For	For
5.3	Elect Clinton James Dines as Independent Director	For	For
5.4	Elect Eduardo de Oliveira Rodrigues Filho as Director	For	For
5.5	Elect Elaine Dorward-King as Independent Director	For	For

Date range covered: 04/01/2021 to 04/30/2021

#### Vale SA

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5.6	Elect Jose Mauricio Pereira Coelho as Director	For	Against
5.7	Elect Ken Yasuhara as Director	For	Against

Blended Rationale: Vale has disclosed a contested election with 16 board nominees disputing 12 board seats. The majority election will be carried out individually, allowing shareholders to vote separately on each nominee. Management has disclosed 12 board candidates (Items 5.1-5.12), among them five new nominees, while dissident shareholders nominated four independent director candidates, including three new nominees and one incumbent independent director (Items 5.13-5.16). Vale has adopted a robust nomination process, which was well-communicated to the market, has made material changes to its administration in the last years following the Brumadinho disaster, and is proposing for the first time a majority independent board with most of the management candidates being either recently appointed to the board for the first time or new nominees. Meanwhile, dissident shareholders have failed to provide a compelling rationale and/or a strategy for additional change and the proposed election of four directors, representing one-third of the available seats. While all candidates appear to be well qualified, vote recommendations under this contested election are as follows:- Votes FOR management nominees Clinton James Dimes (Item 5.3), Eduardo de Oliveira Rodrigues Filho (Item 5.4), Elaine Dorward-King (Item 5.5), Jose Mauricio Pereira Coelho (Item 5.6), Manuel Lino Silva de Sousa Oliveira (Ollie Oliveira) (Item 5.8), Maria Fernanda dos Santos Teixeira (Item 5.9), Murilo Cesar Lemos dos Santos Passos (Item 5.10), Roger Allan Downey (Item 5.11), and Sandra Maria Guerra de Azevedo (Item 5.12) in light of the reasonable overall board independence; - A cautionary vote FOR incumbent non-independent management nominee Fernando Jorge Buso Gomes (Item 5.2), currently the longest serving Vale's director and the only director who has been on the board during both dam disasters in 2015 and 2019, due to the reasonable rationale presented by the company regarding "a balanced transition process", in the context of the chair/vice-chair positions. - A vote AGAINST new non-independent management nominee Ken Yasuhara (Item 5.7) as the director appears to lack board experience, having served only as an alternate member since 2020;- ABSTAIN votes for dissident nominees Marcelo Gasparino da Silva (Item 5.13) and Mauro Gentile Rodrigues da Cunha (Item 5.14) as dissident shareholders have failed to provide a compelling rationale and/or a strategy for additional change through the election of up to one-third of the board; and- A vote FOR dissident independent nominee Rachel de Oliveira Maia (Item 5.16) as the director candidate appears to add to the skill matrix developed by the company for its board, would likely add relevant experience to the board, and increase board independence, as well as gender and racial diversity. Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently quard against and manage material environmental, social and governance risks. - Votes AGAINST board chair Jose Luciano Duarte Penido are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. The recommendation to vote against or abstain from supporting certain director candidates should not be interpreted as a negative assessment of the nominees' experience and qualifications.

5.8	Elect Manuel Lino Silva de Sousa Oliveira (Ollie Oliveira) as Independent Director	For	For
5.9	Elect Maria Fernanda dos Santos Teixeira as Independent Director	For	For
5.10	Elect Murilo Cesar Lemos dos Santos Passos as Independent Director	For	For
5.11	Elect Roger Allan Downey as Independent Director	For	For
5.12	Elect Sandra Maria Guerra de Azevedo as Independent Director	For	For

Shareholders

Date range covered: 04/01/2021 to 04/30/2021

#### Vale SA

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
5.13	Elect Marcelo Gasparino da Silva as	None	Abstain
	Independent Director Appointed by		

Blended Rationale: Vale has disclosed a contested election with 16 board nominees disputing 12 board seats. The majority election will be carried out individually, allowing shareholders to vote separately on each nominee. Management has disclosed 12 board candidates (Items 5.1-5.12), among them five new nominees, while dissident shareholders nominated four independent director candidates, including three new nominees and one incumbent independent director (Items 5.13-5.16). Vale has adopted a robust nomination process, which was well-communicated to the market, has made material changes to its administration in the last years following the Brumadinho disaster, and is proposing for the first time a majority independent board with most of the management candidates being either recently appointed to the board for the first time or new nominees. Meanwhile, dissident shareholders have failed to provide a compelling rationale and/or a strategy for additional change and the proposed election of four directors, representing one-third of the available seats. While all candidates appear to be well qualified, vote recommendations under this contested election are as follows:- Votes FOR management nominees Clinton James Dimes (Item 5.3), Eduardo de Oliveira Rodrigues Filho (Item 5.4), Elaine Dorward-King (Item 5.5), Jose Mauricio Pereira Coelho (Item 5.6), Manuel Lino Silva de Sousa Oliveira (Ollie Oliveira) (Item 5.8), Maria Fernanda dos Santos Teixeira (Item 5.9), Murilo Cesar Lemos dos Santos Passos (Item 5.10), Roger Allan Downey (Item 5.11), and Sandra Maria Guerra de Azevedo (Item 5.12) in light of the reasonable overall board independence; - A cautionary vote FOR incumbent non-independent management nominee Fernando Jorge Buso Gomes (Item 5.2), currently the longest serving Vale's director and the only director who has been on the board during both dam disasters in 2015 and 2019, due to the reasonable rationale presented by the company regarding "a balanced transition process", in the context of the chair/vice-chair positions. - A vote AGAINST new non-independent management nominee Ken Yasuhara (Item 5,7) as the director appears to lack board experience, having served only as an alternate member since 2020;- ABSTAIN votes for dissident nominees Marcelo Gasparino da Silva (Item 5.13) and Mauro Gentile Rodrigues da Cunha (Item 5.14) as dissident shareholders have failed to provide a compelling rationale and/or a strategy for additional change through the election of up to one-third of the board; and- A vote FOR dissident independent nominee Rachel de Oliveira Maia (Item 5.16) as the director candidate appears to add to the skill matrix developed by the company for its board, would likely add relevant experience to the board, and increase board independence, as well as gender and racial diversity. Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. - Votes AGAINST board chair Jose Luciano Duarte Penido are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. The recommendation to vote against or abstain from supporting certain director candidates should not be interpreted as a negative assessment of the nominees' experience and qualifications.

Shareholders

Date range covered: 04/01/2021 to 04/30/2021

#### Vale SA

Proposal			Vote
Number	Proposal Text	Mgmt Rec	Instruction
5.14	Elect Mauro Gentile Rodrigues da Cunha as	None	Abstain
	Independent Director Appointed by		

Blended Rationale: Vale has disclosed a contested election with 16 board nominees disputing 12 board seats. The majority election will be carried out individually, allowing shareholders to vote separately on each nominee. Management has disclosed 12 board candidates (Items 5.1-5.12), among them five new nominees, while dissident shareholders nominated four independent director candidates, including three new nominees and one incumbent independent director (Items 5.13-5.16). Vale has adopted a robust nomination process, which was well-communicated to the market, has made material changes to its administration in the last years following the Brumadinho disaster, and is proposing for the first time a majority independent board with most of the management candidates being either recently appointed to the board for the first time or new nominees. Meanwhile, dissident shareholders have failed to provide a compelling rationale and/or a strategy for additional change and the proposed election of four directors, representing one-third of the available seats. While all candidates appear to be well qualified, vote recommendations under this contested election are as follows:- Votes FOR management nominees Clinton James Dimes (Item 5.3), Eduardo de Oliveira Rodrigues Filho (Item 5.4), Elaine Dorward-King (Item 5.5), Jose Mauricio Pereira Coelho (Item 5.6), Manuel Lino Silva de Sousa Oliveira (Ollie Oliveira) (Item 5.8), Maria Fernanda dos Santos Teixeira (Item 5.9), Murilo Cesar Lemos dos Santos Passos (Item 5.10), Roger Allan Downey (Item 5.11), and Sandra Maria Guerra de Azevedo (Item 5.12) in light of the reasonable overall board independence; - A cautionary vote FOR incumbent non-independent management nominee Fernando Jorge Buso Gomes (Item 5.2), currently the longest serving Vale's director and the only director who has been on the board during both dam disasters in 2015 and 2019, due to the reasonable rationale presented by the company regarding "a balanced transition process", in the context of the chair/vice-chair positions. - A vote AGAINST new non-independent management nominee Ken Yasuhara (Item 5,7) as the director appears to lack board experience, having served only as an alternate member since 2020;- ABSTAIN votes for dissident nominees Marcelo Gasparino da Silva (Item 5.13) and Mauro Gentile Rodrigues da Cunha (Item 5.14) as dissident shareholders have failed to provide a compelling rationale and/or a strategy for additional change through the election of up to one-third of the board; and- A vote FOR dissident independent nominee Rachel de Oliveira Maia (Item 5.16) as the director candidate appears to add to the skill matrix developed by the company for its board, would likely add relevant experience to the board, and increase board independence, as well as gender and racial diversity. Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. - Votes AGAINST board chair Jose Luciano Duarte Penido are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. The recommendation to vote against or abstain from supporting certain director candidates should not be interpreted as a negative assessment of the nominees' experience and qualifications.

Date range covered: 04/01/2021 to 04/30/2021

#### Vale SA

		Vote	Vote
Proposal Text	Mgmt Rec	Instruction	
Elect Roberto da Cunha Castello Branco as Independent Director Appointed by	None	For	
	Elect Roberto da Cunha Castello Branco as	Proposal Text Mgmt Rec  Elect Roberto da Cunha Castello Branco as Independent Director Appointed by	Proposal Text     Mgmt Rec     Instruction       Elect Roberto da Cunha Castello Branco as Independent Director Appointed by     None     For

Date range covered: 04/01/2021 to 04/30/2021

Director Appointed by Shareholders

#### Vale SA

7.4

Director

Percentage of Votes to Be Assigned - Elect

Eduardo de Oliveira Rodrigues Filho as

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5.16	Elect Rachel de Oliveira Maia as Independent	None	For

Blended Rationale: Vale has disclosed a contested election with 16 board nominees disputing 12 board seats. The majority election will be carried out individually, allowing shareholders to vote separately on each nominee. Management has disclosed 12 board candidates (Items 5.1-5.12), among them five new nominees, while dissident shareholders nominated four independent director candidates, including three new nominees and one incumbent independent director (Items 5.13-5.16). Vale has adopted a robust nomination process, which was well-communicated to the market, has made material changes to its administration in the last years following the Brumadinho disaster, and is proposing for the first time a majority independent board with most of the management candidates being either recently appointed to the board for the first time or new nominees. Meanwhile, dissident shareholders have failed to provide a compelling rationale and/or a strategy for additional change and the proposed election of four directors, representing one-third of the available seats. While all candidates appear to be well qualified, vote recommendations under this contested election are as follows:- Votes FOR management nominees Clinton James Dimes (Item 5.3), Eduardo de Oliveira Rodrigues Filho (Item 5.4), Elaine Dorward-King (Item 5.5), Jose Mauricio Pereira Coelho (Item 5.6), Manuel Lino Silva de Sousa Oliveira (Ollie Oliveira) (Item 5.8), Maria Fernanda dos Santos Teixeira (Item 5.9), Murilo Cesar Lemos dos Santos Passos (Item 5.10), Roger Allan Downey (Item 5.11), and Sandra Maria Guerra de Azevedo (Item 5.12) in light of the reasonable overall board independence; - A cautionary vote FOR incumbent non-independent management nominee Fernando Jorge Buso Gomes (Item 5.2), currently the longest serving Vale's director and the only director who has been on the board during both dam disasters in 2015 and 2019, due to the reasonable rationale presented by the company regarding "a balanced transition process", in the context of the chair/vice-chair positions. - A vote AGAINST new non-independent management nominee Ken Yasuhara (Item 5.7) as the director appears to lack board experience, having served only as an alternate member since 2020;- ABSTAIN votes for dissident nominees Marcelo Gasparino da Silva (Item 5.13) and Mauro Gentile Rodrigues da Cunha (Item 5.14) as dissident shareholders have failed to provide a compelling rationale and/or a strategy for additional change through the election of up to one-third of the board; and- A vote FOR dissident independent nominee Rachel de Oliveira Maia (Item 5.16) as the director candidate appears to add to the skill matrix developed by the company for its board, would likely add relevant experience to the board, and increase board independence, as well as gender and racial diversity. Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. - Votes AGAINST board chair Jose Luciano Duarte Penido are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. The recommendation to vote against or abstain from supporting

	certain director candidates should not be interpreted as a negative assessment of	f the nominees' experience and qualifications.	
6	In Case Cumulative Voting Is Adopted, Do You Wish to Equally Distribute Your Votes Amongst the Nominees below?	None	For
	IF CUMULATIVE VOTE IS ADOPTED - If Voting FOR Item 6: Votes Are Distributed in Equal % Amongst Nominees Voted FOR. An AGAINST Vote Is Required If Supporting Candidate(s) Under Cumulative and Not Supporting Any Director(s)/Slate Under Majority Voting		
7.1	Percentage of Votes to Be Assigned - Elect Jose Luciano Duarte Penido as Independent Director	None	For
7.2	Percentage of Votes to Be Assigned - Elect Fernando Jorge Buso Gomes as Director	None	For
7.3	Percentage of Votes to Be Assigned - Elect Clinton James Dines as Independent Director	None	For

None

For

Date range covered: 04/01/2021 to 04/30/2021

#### Vale SA

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7.5	Percentage of Votes to Be Assigned - Elect Elaine Dorward-King as Independent Director	None	For
7.6	Percentage of Votes to Be Assigned - Elect Jose Mauricio Pereira Coelho as Director	None	For
7.7	Percentage of Votes to Be Assigned - Elect Ken Yasuhara as Director	None	Abstain
	Rlanded Pationale: Under these items, the company presents shareholders w	with the ontion to request cumulative voting for the	

Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. Vale has disclosed 16 candidates disputing 12 available board seats, indicating a contested election in which management disclosed 12 board candidates and dissident shareholders appointed four board candidates under a unbundled majority election (Items 5.1-.516). By the time this analysis was finalized, there was no publicly available information regarding a cumulative voting request presented by shareholders, which can be requested by holders of 5 percent of the company's shares up to 48 hours prior to the meeting. As such, an ABSTAIN vote on Item 4 (Do You Wish to Adopt Cumulative Voting ) is recommended. Nonetheless, as a dispersed capital company, in the event a cumulative voting request is presented up to 48 hours prior to the meeting, and Vale's board election is carried out under such election format, vote recommendations are being provided for these agenda items, as follows:- Item 6 (In Case Cumulative Voting is Adopted, Do You Whish to Equally Distribute Your Votes Amongst the Nominees?): FOR to allow the automatic distribution of votes solely among the candidates being supported by shareholders under cumulative voting;- Items 7.3-7.6, 7.8-7.12, 7.15 and 7. 16 (management nominees Clinton James Dines, Eduardo de Oliveira Rodrigues, Elaine Dorward-King, Jose Mauricio Pereira Coelho, Manuel Lino Silva de Sousa, Maria Fernanda dos Santos Teixeira, Murilo Cesar Lemos dos Santos Passos, Roger Allan Downey, Sandra Maria Guerra de Azevedo and shareholder nominee Rachel de Oliveria Maia; new independent shareholder nominee Roberto da Cunha Castello Branco): FOR, consistent with the vote recommendations presented under the majority election, as further discussed under Items 5.1-5.16;- Item 7.2 (management incumbent non-independent nominee Fernando Jorge Buso Gomes): cautionary FOR, as further discussed under the majority election (Items 5.1-5.16);- Items 7.1, 7.7 and 7.13-7.14 (management nominees Jose Luciano Duarte Penido; new non-independent management nominee Ken Yasuhara and independent shareholder nominees Marcelo Gasparino da Silva, Mauro Gentile Rodrigues da Cunha): ABSTAIN, as further discussed under the majority election (Items 5.1-5.16).

7.8	Percentage of Votes to Be Assigned - Elect Manuel Lino Silva de Sousa Oliveira (Ollie Oliveira) as Independent Director	None	For
7.9	Percentage of Votes to Be Assigned - Elect Maria Fernanda dos Santos Teixeira as Independent Director	None	For
7.10	Percentage of Votes to Be Assigned - Elect Murilo Cesar Lemos dos Santos Passos as Independent Director	None	For
7.11	Percentage of Votes to Be Assigned - Elect Roger Allan Downey as Independent Director	None	For
7.12	Percentage of Votes to Be Assigned - Elect Sandra Maria Guerra de Azevedo as Independent Director	None	For

Date range covered: 04/01/2021 to 04/30/2021

Director Appointed by Shareholders

#### Vale SA

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7.13	Percentage of Votes to Be Assigned - Elect Marcelo Gasparino da Silva as Independent	None	Abstain

Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. Vale has disclosed 16 candidates disputing 12 available board seats, indicating a contested election in which management disclosed 12 board candidates and dissident shareholders appointed four board candidates under a unbundled majority election (Items 5.1-.516). By the time this analysis was finalized, there was no publicly available information regarding a cumulative voting request presented by shareholders, which can be requested by holders of 5 percent of the company's shares up to 48 hours prior to the meeting. As such, an ABSTAIN vote on Item 4 (Do You Wish to Adopt Cumulative Voting ) is recommended. Nonetheless, as a dispersed capital company, in the event a cumulative voting request is presented up to 48 hours prior to the meeting, and Vale's board election is carried out under such election format, vote recommendations are being provided for these agenda items, as follows:- Item 6 (In Case Cumulative Voting is Adopted, Do You Whish to Equally Distribute Your Votes Amongst the Nominees?): FOR to allow the automatic distribution of votes solely among the candidates being supported by shareholders under cumulative voting;- Items 7.3-7.6, 7.8-7.12, 7.15 and 7. 16 (management nominees Clinton James Dines, Eduardo de Oliveira Rodrigues, Elaine Dorward-King, Jose Mauricio Pereira Coelho, Manuel Lino Silva de Sousa, Maria Fernanda dos Santos Teixeira, Murilo Cesar Lemos dos Santos Passos, Roger Allan Downey, Sandra Maria Guerra de Azevedo and shareholder nominee Rachel de Oliveria Maia; new independent shareholder nominee Roberto da Cunha Castello Branco): FOR, consistent with the vote recommendations presented under the majority election, as further discussed under Items 5,1-5,16:- Item 7,2 (management incumbent non-independent nominee Fernando Jorge Buso Gomes): cautionary FOR, as further discussed under the majority election (Items 5.1-5.16);- Items 7.1, 7.7 and 7.13-7.14 (management nominees Jose Luciano Duarte Penido; new non-independent management nominee Ken Yasuhara and independent shareholder nominees Marcelo Gasparino da Silva, Mauro Gentile Rodrigues da Cunha): ABSTAIN, as further discussed under the majority election (Items 5.1-5.16).

7.14 Percentage of Votes to Be Assigned - Elect Mauro Gentile Rodrigues da Cunha as Independent Director Appointed by Shareholders

None

Abstain

Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. Vale has disclosed 16 candidates disputing 12 available board seats, indicating a contested election in which management disclosed 12 board candidates and dissident shareholders appointed four board candidates under a unbundled majority election (Items 5.1-.516). By the time this analysis was finalized, there was no publicly available information regarding a cumulative voting request presented by shareholders, which can be requested by holders of 5 percent of the company's shares up to 48 hours prior to the meeting. As such, an ABSTAIN vote on Item 4 (Do You Wish to Adopt Cumulative Voting ) is recommended. Nonetheless, as a dispersed capital company, in the event a cumulative voting request is presented up to 48 hours prior to the meeting, and Vale's board election is carried out under such election format, vote recommendations are being provided for these agenda items, as follows:- Item 6 (In Case Cumulative Voting is Adopted, Do You Whish to Equally Distribute Your Votes Amongst the Nominees?): FOR to allow the automatic distribution of votes solely among the candidates being supported by shareholders under cumulative voting;- Items 7.3-7.6, 7.8-7.12, 7.15 and 7. 16 (management nominees Clinton James Dines, Eduardo de Oliveira Rodrigues, Elaine Dorward-King, Jose Mauricio Pereira Coelho, Manuel Lino Silva de Sousa, Maria Fernanda dos Santos Teixeira, Murilo Cesar Lemos dos Santos Passos, Roger Allan Downey, Sandra Maria Guerra de Azevedo and shareholder nominee Rachel de Oliveria Maia; new independent shareholder nominee Roberto da Cunha Castello Branco): FOR, consistent with the vote recommendations presented under the majority election, as further discussed under Items 5.1-5.16;- Item 7.2 (management incumbent non-independent nominee Fernando Jorge Buso Gomes): cautionary FOR, as further discussed under the majority election (Items 5.1-5.16);- Items 7.1, 7.7 and 7.13-7.14 (management nominees Jose Luciano Duarte Penido: new non-independent management nominee Ken Yasuhara and independent shareholder nominees Marcelo Gasparino da Silva, Mauro Gentile Rodrigues da Cunha): ABSTAIN, as further discussed under the majority election (Items 5.1-5.16).

Date range covered: 04/01/2021 to 04/30/2021

#### Vale SA

7.16

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7.15	Percentage of Votes to Be Assigned - Elect Roberto da Cunha Castello Branco as Independent Director Appointed by Shareholders	None	For
	Blended Rationale: Under these items, the company presents sharehold election of directors under the terms of Article 141 of the Brazilian Corp. voting card issued by the Brazilian Securities Regulator (CVM), and man has disclosed 16 candidates disputing 12 available board seats, indicating 12 board candidates and dissident shareholders appointed four board of 5.1516). By the time this analysis was finalized, there was no publicly request presented by shareholders, which can be requested by holders prior to the meeting. As such, an ABSTAIN vote on Item 4 (Do You Wistercommended. Nonetheless, as a dispersed capital company, in the even hours prior to the meeting, and Vale's board election is carried out und being provided for these agenda items, as follows:- Item 6 (In Case Cudistribute Your Votes Amongst the Nominees?): FOR to allow the autor being supported by shareholders under cumulative voting;- Items 7.3-3-3-3-3-3-3-3-3-3-3-3-3-3-3-3-3-3-3-	norate Law, in accordance with the rules of adatory for all publicly-traded Brazilian coing a contested election in which manager andidates under a unbundled majority eleavailable information regarding a cumulation of 5 percent of the company's shares up the to Adopt Cumulative Voting ) is not a cumulative voting request is presented acumulative voting request is presented in the company's among the company's among the company's among the company of th	of the remote Impanies. Vale Impanies Interpretation Vale Impanies. Vale Impanies

Rachel de Oliveira Maia as Independent
Director Appointed by Shareholders

None

For

Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. Vale has disclosed 16 candidates disputing 12 available board seats, indicating a contested election in which management disclosed 12 board candidates and dissident shareholders appointed four board candidates under a unbundled majority election (Items 5.1-.516). By the time this analysis was finalized, there was no publicly available information regarding a cumulative voting request presented by shareholders, which can be requested by holders of 5 percent of the company's shares up to 48 hours prior to the meeting. As such, an ABSTAIN vote on Item 4 (Do You Wish to Adopt Cumulative Voting ) is recommended. Nonetheless, as a dispersed capital company, in the event a cumulative voting request is presented up to 48 hours prior to the meeting, and Vale's board election is carried out under such election format, vote recommendations are being provided for these agenda items, as follows:- Item 6 (In Case Cumulative Voting is Adopted, Do You Whish to Equally Distribute Your Votes Amongst the Nominees?): FOR to allow the automatic distribution of votes solely among the candidates being supported by shareholders under cumulative voting;- Items 7.3-7.6, 7.8-7.12, 7.15 and 7. 16 (management nominees Clinton James Dines, Eduardo de Oliveira Rodrigues, Elaine Dorward-King, Jose Mauricio Pereira Coelho, Manuel Lino Silva de Sousa, Maria Fernanda dos Santos Teixeira, Murilo Cesar Lemos dos Santos Passos, Roger Allan Downey, Sandra Maria Guerra de Azevedo and shareholder nominee Rachel de Oliveria Maia; new independent shareholder nominee Roberto da Cunha Castello Branco): FOR, consistent with the vote recommendations presented under the majority election, as further discussed under Items 5.1-5.16;- Item 7.2 (management incumbent non-independent nominee Fernando Jorge Buso Gomes): cautionary FOR, as further discussed under the majority election (Items 5.1-5.16);- Items 7.1, 7.7 and 7.13-7.14 (management nominees Jose Luciano Duarte Penido; new non-independent management nominee Ken Yasuhara and independent shareholder nominees Marcelo Gasparino da Silva, Mauro Gentile Rodrigues da Cunha): ABSTAIN, as further discussed under the majority election (Items 5.1-5.16).

Shareholders Who Vote In Favor of Item 8 Must Disregard Item 9. If Shareholder Votes In Favor on Items 8 and 9, His Vote Will Be Counted as an Abstention

Percentage of Votes to Be Assigned - Elect

Date range covered: 04/01/2021 to 04/30/2021

## **Vale SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
8	Elect Jose Luciano Duarte Penido as Board Chairman	For	For
	Shareholders Who Vote In Favor of Item 9 Must Disregard Item 8. If Shareholder Votes In Favor on Items 8 and 9, His Vote Will Be Counted as an Abstention		
9	Elect Roberto da Cunha Castello Branco as Board Chairman Appointed by Shareholders	None	Abstain
	Shareholders Who Vote In Favor of Item 10 Must Disregard Item 11. If Shareholder Votes In Favor on Items 10 and 11, His Vote Will Be Counted as an Abstention		
10	Elect Fernando Jorge Buso Gomes as Board Vice-Chairman	For	For
	Shareholders Who Vote In Favor of Item 11 Must Disregard Item 10. If Shareholder Votes In Favor on Items 10 and 11, His Vote Will Be Counted as an Abstention		
11	Elect Mauro Gentile Rodrigues da Cunha as Board Vice-Chairman Appointed by Shareholders	None	Abstain
	Blended Rationale: Competing nominees have been presented for the individual appointed independent incumbent nominee Jose Luciano Duarte Penido as chai nominee Fernando Jorge Buso Gomes as vice-chair (Item 10). Dissident shareho Roberto da Cunha Castello Branco as chair (Item 9) and independent new nomi vice-chair (Item 11). Shareholders can only vote on one of the competing candic consistent with the vote recommendations presented under the majority election independent chair Jose Luciano Duarte Penido (Item 8) is recommended, while non-independent management vice-chair nominee Fernando Jorge Buso Gomes recommended for dissident chair and vice-chair nominees presented under Item should not be interpreted as a negative assessment of the nominees' experience.	ir (Item 8) and non-independent incumbent olders appointed independent new nominee inee Mauro Gentile Rodrigues da Cunha as dates for chair and vice-chair. As such, in (Items 5.1-5.16), a vote AGAINST a cautionary FOR is recommended for it (Item 10).As such, ABSTAIN votes are ins 9 and 11. These recommendations, however,	
12.1	Elect Cristina Fontes Doherty as Fiscal Council Member and Nelson de Menezes Filho as Alternate	For	For
12.2	Elect Marcus Vinicius Dias Severini as Fiscal Council Member and Vera Elias as Alternate	For	For
12.3	Elect Marcelo Moraes as Fiscal Council Member	For	For
12.4	Elect Raphael Manhaes Martins as Fiscal Council Member and Adriana de Andrade Sole as Alternate	For	For

Date range covered: 04/01/2021 to 04/30/2021

## **Vale SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
13	Approve Remuneration of Company's Management and Fiscal Council	For	Against
	Blended Rationale: A vote AGAINST this proposal is warranted because the figure reported by the company for the total compensation of its highest-paid administrator does not appear inclusive of all elements of the executive's pay and the company's remuneration disclosure continues to lack transparency regarding key remuneration figures.		

### **Vale SA**

Meeting Date: 04/30/2021

Country: Brazil

Meeting Type: Special

Ticker: VALE3

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1	Amend Restricted Stock Plan	For	For
2	Approve Agreement to Absorb Companhia Paulista de Ferroligas (CPFL) and Valesul Aluminio S.A. (Valesul)	For	For
3	Ratify Macso Legate Auditores Independentes (Macso) as Independent Firm to Appraise Proposed Transaction	For	For
4	Approve Independent Firm's Appraisal	For	For
5	Approve Absorption of Companhia Paulista de Ferroligas (CPFL) and Valesul Aluminio S.A. (Valesul) without Capital Increase and without Issuance of Shares	For	For
6	Approve Agreement for Partial Spin-Off of Mineracoes Brasileiras Reunidas S.A. (MBR) and Absorption of Partial Spun-Off Assets	For	For
7	Ratify Macso Legate Auditores Independentes (Macso) as Independent Firm to Appraise Proposed Transaction	For	For
8	Approve Independent Firm's Appraisal	For	For
9	Approve Absorption of Spun-Off Assets without Capital Increase and without Issuance of Shares	For	For

### **Vale SA**

Meeting Date: 04/30/2021

Country: Brazil

Meeting Type: Annual/Special

Ticker: VALE3

Director

Date range covered: 04/01/2021 to 04/30/2021

## Vale SA

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
	Meeting for ADR Holders			
	Annual Meeting Agenda			
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2020	For	For	
2	Approve Allocation of Income and Dividends	For	For	
3	Fix Number of Directors at 13	For	For	
4	Do You Wish to Adopt Cumulative Voting for the Election of the Members of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	None	Abstain	
	12 board candidates and dissident shareholders appointed four 5.1516). By the time this analysis was finalized, there was no request presented by shareholders, which can be requested by prior to the meeting. As such, an ABSTAIN vote on Item 4 (Do recommended. Nonetheless, as a dispersed capital company, in hours prior to the meeting, and Vale's board election is carried being provided for these agenda items, as follows:- Item 6 (In Distribute Your Votes Amongst the Nominees?): FOR to allow the being supported by shareholders under cumulative voting;- Ite. James Dines, Eduardo de Oliveira Rodrigues, Elaine Dorward-K Maria Fernanda dos Santos Teixeira, Murilo Cesar Lemos dos Sazevedo and shareholder nominee Rachel de Oliveria Maia): Fother majority election, as further discussed under Items 5.1-5.10 Buso Gomes): cautionary FOR, as further discussed under the majority election and shareholders nominees Jose Luciano Duarte Penido; independent shareholders nominees Marcelo Gasparino da Silva Castello Branco): ABSTAIN, as further discussed under the majority election.	and mandatory for all publicly-traded Brazilian companies. Vale indicating a contested election in which management disclosed board candidates under a unbundled majority election (Items publicly available information regarding a cumulative voting holders of 5 percent of the company's shares up to 48 hours You Wish to Adopt Cumulative Voting ) is the event a cumulative voting request is presented up to 48 out under such election format, vote recommendations are Case Cumulative Voting is Adopted, Do You Whish to Equally he automatic distribution of votes solely among the candidates ms 7.3-7.6, 7.8-7.12, and 7.15 (management nominees Clinton fing, Jose Mauricio Pereira Coelho, Manuel Lino Silva de Sousa, antos Passos, Roger Allan Downey, Sandra Maria Guerra de DR, consistent with the vote recommendations presented under 6;- Item 7.2 (management incumbent nominee Fernando Jorge majority election (Items 5.1-5.16);- Items 7.1, 7.7, 7.13, 7.14 new non-independent management nominee Ken Yasuhara and a, Mauro Gentile Rodrigues da Cunha and Roberto da Cunha		
	Shareholders Must Vote For Only 12 of the Candidates Under Items 5.1-5.16			
5.1	Elect Jose Luciano Duarte Penido as Independent Director	For	For	
5.2	Elect Fernando Jorge Buso Gomes as Director	For	For	
5.3	Elect Clinton James Dines as Independent Director	For	For	
5.4	Elect Eduardo de Oliveira Rodrigues Filho as Director	For	For	
5.5	Elect Elaine Dorward-King as Independent	For	For	

Date range covered: 04/01/2021 to 04/30/2021

#### Vale SA

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
5.6	Elect Jose Mauricio Pereira Coelho as Director	For	Against

Date range covered: 04/01/2021 to 04/30/2021

#### Vale SA

Proposal Number Proposal Text		Mgmt Rec	Vote Instruction
5.7	Elect Ken Yasuhara as Director	For	Against

5.8	Elect Manuel Lino Silva de Sousa Oliveira (Ollie Oliveira) as Independent Director	For	For
5.9	Elect Maria Fernanda dos Santos Teixeira as Independent Director	For	For
5.10	Elect Murilo Cesar Lemos dos Santos Passos as Independent Director	For	For
5.11	Elect Roger Allan Downey as Independent Director	For	For
5.12	Elect Sandra Maria Guerra de Azevedo as Independent Director	For	For

Shareholders

Date range covered: 04/01/2021 to 04/30/2021

#### Vale SA

Proposal Number Proposal Text		Proposal Text	Mgmt Rec	Vote Instruction	
		Elect Marcelo Gasparino da Silva as Independent Director Appointed by	None	Abstain	

Date range covered: 04/01/2021 to 04/30/2021

#### Vale SA

Proposal Text	Mgmt Rec	Vote Instruction	
Elect Mauro Gentile Rodrigues da Cunha as Independent Director Appointed by	None	Abstain	
	Elect Mauro Gentile Rodrigues da Cunha as	Elect Mauro Gentile Rodrigues da Cunha as None Independent Director Appointed by	Proposal Text Mgmt Rec Instruction  Elect Mauro Gentile Rodrigues da Cunha as Independent Director Appointed by  Mgmt Rec Instruction  Abstain

Date range covered: 04/01/2021 to 04/30/2021

Director Appointed by Shareholders

#### Vale SA

Propos Numbe		Mgmt Rec	Vote Instruction
5.15	Elect Rachel de Oliveira Maia as Independent	None	For

Shareholders

Date range covered: 04/01/2021 to 04/30/2021

#### Vale SA

Proposal Number Proposal Text !		Proposal Text	Mgmt Rec	Vote Instruction
	5.16	Elect Roberto da Cunha Castello Branco as Independent Director Appointed by	None	Abstain

Date range covered: 04/01/2021 to 04/30/2021

Amongst the Nominees below?

#### Vale SA

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
6	In Case Cumulative Voting Is Adopted, Do You Wish to Equally Distribute Your Votes	None	Abstain

None

Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. Vale has disclosed 16 candidates disputing 12 available board seats, indicating a contested election in which management disclosed 12 board candidates and dissident shareholders appointed four board candidates under a unbundled majority election (Items 5.1-.516). By the time this analysis was finalized, there was no publicly available information regarding a cumulative voting request presented by shareholders, which can be requested by holders of 5 percent of the company's shares up to 48 hours prior to the meeting. As such, an ABSTAIN vote on Item 4 (Do You Wish to Adopt Cumulative Voting ) is recommended. Nonetheless, as a dispersed capital company, in the event a cumulative voting request is presented up to 48 hours prior to the meeting, and Vale's board election is carried out under such election format, vote recommendations are being provided for these agenda items, as follows:- Item 6 (In Case Cumulative Voting is Adopted, Do You Whish to Equally Distribute Your Votes Amongst the Nominees?): FOR to allow the automatic distribution of votes solely among the candidates being supported by shareholders under cumulative voting; - Items 7.3-7.6, 7.8-7.12, and 7.15 (management nominees Clinton James Dines, Eduardo de Oliveira Rodrigues, Elaine Dorward-King, Jose Mauricio Pereira Coelho, Manuel Lino Silva de Sousa, Maria Fernanda dos Santos Teixeira, Murilo Cesar Lemos dos Santos Passos, Roger Allan Downey, Sandra Maria Guerra de Azevedo and shareholder nominee Rachel de Oliveria Maia): FOR, consistent with the vote recommendations presented under the majority election, as further discussed under Items 5.1-5.16;- Item 7.2 (management incumbent nominee Fernando Jorge Buso Gomes): cautionary FOR, as further discussed under the majority election (Items 5.1-5.16):- Items 7.1, 7.7, 7.13, 7.14 and 7.16 (management nominees Jose Luciano Duarte Penido; new non-independent management nominee Ken Yasuhara and independent shareholders nominees Marcelo Gasparino da Silva, Mauro Gentile Rodrigues da Cunha and Roberto da Cunha Castello Branco): ABSTAIN, as further discussed under the majority election (Items 5.1-5.16).

IF CUMULATIVE VOTE IS ADOPTED - If Voting FOR Item 6: Votes Are Distributed in Equal % Amongst Nominees Voted FOR. An AGAINST Vote Is Required If Supporting Candidate(s) Under Cumulative and Not Supporting Any Director(s)/Slate Under Majority Voting

7.1 Percentage of Votes to Be Assigned - Elect
Jose Luciano Duarte Penido as Independent
Director

For

Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. Vale has disclosed 16 candidates disputing 12 available board seats, indicating a contested election in which management disclosed 12 board candidates and dissident shareholders appointed four board candidates under a unbundled majority election (Items 5.1-.516). By the time this analysis was finalized, there was no publicly available information regarding a cumulative voting request presented by shareholders, which can be requested by holders of 5 percent of the company's shares up to 48 hours prior to the meeting. As such, an ABSTAIN vote on Item 4 (Do You Wish to Adopt Cumulative Voting ) is recommended. Nonetheless, as a dispersed capital company, in the event a cumulative voting request is presented up to 48 hours prior to the meeting, and Vale's board election is carried out under such election format, vote recommendations are being provided for these agenda items, as follows:- Item 6 (In Case Cumulative Voting is Adopted, Do You Whish to Equally Distribute Your Votes Amongst the Nominees?): FOR to allow the automatic distribution of votes solely among the candidates being supported by shareholders under cumulative voting:- Items 7.3-7.6, 7.8-7.12, and 7.15 (management nominees Clinton James Dines, Eduardo de Oliveira Rodrigues, Elaine Dorward-King, Jose Mauricio Pereira Coelho, Manuel Lino Silva de Sousa, Maria Fernanda dos Santos Teixeira, Murilo Cesar Lemos dos Santos Passos, Roger Allan Downey, Sandra Maria Guerra de Azevedo and shareholder nominee Rachel de Oliveria Maia): FOR, consistent with the vote recommendations presented under the majority election, as further discussed under Items 5.1-5.16;- Item 7.2 (management incumbent nominee Fernando Jorge Buso Gomes): cautionary FOR, as further discussed under the majority election (Items 5.1-5.16);- Items 7.1, 7.7, 7.13, 7.14 and 7.16 (management nominees Jose Luciano Duarte Penido; new non-independent management nominee Ken Yasuhara and independent shareholders nominees Marcelo Gasparino da Silva, Mauro Gentile Rodrigues da Cunha and Roberto da Cunha Castello Branco): ABSTAIN, as further discussed under the majority election (Items 5.1-5.16).

Date range covered: 04/01/2021 to 04/30/2021

Fernando Jorge Buso Gomes as Director

#### Vale SA

Proposal Number Proposal Text		Mgmt Rec	Vote Instruction
7.2	Percentage of Votes to Be Assigned - Elect	None	For

Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. Vale has disclosed 16 candidates disputing 12 available board seats, indicating a contested election in which management disclosed 12 board candidates and dissident shareholders appointed four board candidates under a unbundled majority election (Items 5.1-.516). By the time this analysis was finalized, there was no publicly available information regarding a cumulative voting request presented by shareholders, which can be requested by holders of 5 percent of the company's shares up to 48 hours prior to the meeting. As such, an ABSTAIN vote on Item 4 (Do You Wish to Adopt Cumulative Voting ) is recommended. Nonetheless, as a dispersed capital company, in the event a cumulative voting request is presented up to 48 hours prior to the meeting, and Vale's board election is carried out under such election format, vote recommendations are being provided for these agenda items, as follows:- Item 6 (In Case Cumulative Voting is Adopted, Do You Whish to Equally Distribute Your Votes Amongst the Nominees?): FOR to allow the automatic distribution of votes solely among the candidates being supported by shareholders under cumulative voting;- Items 7.3-7.6, 7.8-7.12, and 7.15 (management nominees Clinton James Dines, Eduardo de Oliveira Rodrigues, Elaine Dorward-King, Jose Mauricio Pereira Coelho, Manuel Lino Silva de Sousa, Maria Fernanda dos Santos Teixeira, Murilo Cesar Lemos dos Santos Passos, Roger Allan Downey, Sandra Maria Guerra de Azevedo and shareholder nominee Rachel de Oliveria Maia): FOR, consistent with the vote recommendations presented under the majority election, as further discussed under Items 5.1-5.16;- Item 7.2 (management incumbent nominee Fernando Jorge Buso Gomes): cautionary FOR, as further discussed under the majority election (Items 5.1-5.16);- Items 7.1, 7.7, 7.13, 7.14 and 7.16 (management nominees Jose Luciano Duarte Penido; new non-independent management nominee Ken Yasuhara and independent shareholders nominees Marcelo Gasparino da Silva, Mauro Gentile Rodrigues da Cunha and Roberto da Cunha Castello Branco): ABSTAIN, as further discussed under the majority election (Items 5.1-5.16).

7.3 Percentage of Votes to Be Assigned - Elect
Clinton James Dines as Independent Director

lone

For

Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. Vale has disclosed 16 candidates disputing 12 available board seats, indicating a contested election in which management disclosed 12 board candidates and dissident shareholders appointed four board candidates under a unbundled majority election (Items 5.1-.516). By the time this analysis was finalized, there was no publicly available information regarding a cumulative voting request presented by shareholders, which can be requested by holders of 5 percent of the company's shares up to 48 hours prior to the meeting. As such, an ABSTAIN vote on Item 4 (Do You Wish to Adopt Cumulative Voting ) is recommended. Nonetheless, as a dispersed capital company, in the event a cumulative voting request is presented up to 48 hours prior to the meeting, and Vale's board election is carried out under such election format, vote recommendations are being provided for these agenda items, as follows:- Item 6 (In Case Cumulative Voting is Adopted, Do You Whish to Equally Distribute Your Votes Amongst the Nominees?): FOR to allow the automatic distribution of votes solely among the candidates being supported by shareholders under cumulative voting:- Items 7.3-7.6, 7.8-7.12, and 7.15 (management nominees Clinton James Dines, Eduardo de Oliveira Rodrigues, Elaine Dorward-King, Jose Mauricio Pereira Coelho, Manuel Lino Silva de Sousa, Maria Fernanda dos Santos Teixeira, Murilo Cesar Lemos dos Santos Passos, Roger Allan Downey, Sandra Maria Guerra de Azevedo and shareholder nominee Rachel de Oliveria Maia): FOR, consistent with the vote recommendations presented under the majority election, as further discussed under Items 5.1-5.16;- Item 7.2 (management incumbent nominee Fernando Jorge Buso Gomes): cautionary FOR, as further discussed under the majority election (Items 5.1-5.16);- Items 7.1, 7.7, 7.13, 7.14 and 7.16 (management nominees Jose Luciano Duarte Penido; new non-independent management nominee Ken Yasuhara and independent shareholders nominees Marcelo Gasparino da Silva, Mauro Gentile Rodrigues da Cunha and Roberto da Cunha Castello Branco): ABSTAIN, as further discussed under the majority election (Items 5.1-5.16).

Date range covered: 04/01/2021 to 04/30/2021

#### Vale SA

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7.4	Percentage of Votes to Be Assigned - Elect Eduardo de Oliveira Rodrigues Filho as	None	For
	Director		

Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. Vale has disclosed 16 candidates disputing 12 available board seats, indicating a contested election in which management disclosed 12 board candidates and dissident shareholders appointed four board candidates under a unbundled majority election (Items 5.1-.516). By the time this analysis was finalized, there was no publicly available information regarding a cumulative voting request presented by shareholders, which can be requested by holders of 5 percent of the company's shares up to 48 hours prior to the meeting. As such, an ABSTAIN vote on Item 4 (Do You Wish to Adopt Cumulative Voting ) is recommended. Nonetheless, as a dispersed capital company, in the event a cumulative voting request is presented up to 48 hours prior to the meeting, and Vale's board election is carried out under such election format, vote recommendations are being provided for these agenda items, as follows:- Item 6 (In Case Cumulative Voting is Adopted, Do You Whish to Equally Distribute Your Votes Amongst the Nominees?): FOR to allow the automatic distribution of votes solely among the candidates being supported by shareholders under cumulative voting;- Items 7.3-7.6, 7.8-7.12, and 7.15 (management nominees Clinton James Dines, Eduardo de Oliveira Rodrigues, Elaine Dorward-King, Jose Mauricio Pereira Coelho, Manuel Lino Silva de Sousa, Maria Fernanda dos Santos Teixeira, Murilo Cesar Lemos dos Santos Passos, Roger Allan Downey, Sandra Maria Guerra de Azevedo and shareholder nominee Rachel de Oliveria Maia): FOR, consistent with the vote recommendations presented under the majority election, as further discussed under Items 5.1-5.16;- Item 7.2 (management incumbent nominee Fernando Jorge Buso Gomes): cautionary FOR, as further discussed under the majority election (Items 5.1-5.16):- Items 7.1, 7.7, 7.13, 7.14 and 7.16 (management nominees Jose Luciano Duarte Penido; new non-independent management nominee Ken Yasuhara and independent shareholders nominees Marcelo Gasparino da Silva, Mauro Gentile Rodrigues da Cunha and Roberto da Cunha Castello Branco): ABSTAIN, as further discussed under the majority election (Items 5.1-5.16).

7.5 Percentage of Votes to Be Assigned - Elect Elaine Dorward-King as Independent Director None

For

Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. Vale has disclosed 16 candidates disputing 12 available board seats, indicating a contested election in which management disclosed 12 board candidates and dissident shareholders appointed four board candidates under a unbundled majority election (Items 5.1-.516). By the time this analysis was finalized, there was no publicly available information regarding a cumulative voting request presented by shareholders, which can be requested by holders of 5 percent of the company's shares up to 48 hours prior to the meeting. As such, an ABSTAIN vote on Item 4 (Do You Wish to Adopt Cumulative Voting ) is recommended. Nonetheless, as a dispersed capital company, in the event a cumulative voting request is presented up to 48 hours prior to the meeting, and Vale's board election is carried out under such election format, vote recommendations are being provided for these agenda items, as follows:- Item 6 (In Case Cumulative Voting is Adopted, Do You Whish to Equally Distribute Your Votes Amongst the Nominees?): FOR to allow the automatic distribution of votes solely among the candidates being supported by shareholders under cumulative voting;- Items 7.3-7.6, 7.8-7.12, and 7.15 (management nominees Clinton James Dines, Eduardo de Oliveira Rodrigues, Elaine Dorward-King, Jose Mauricio Pereira Coelho, Manuel Lino Silva de Sousa, Maria Fernanda dos Santos Teixeira, Murilo Cesar Lemos dos Santos Passos, Roger Allan Downey, Sandra Maria Guerra de Azevedo and shareholder nominee Rachel de Oliveria Maia): FOR, consistent with the vote recommendations presented under the majority election, as further discussed under Items 5.1-5.16;- Item 7.2 (management incumbent nominee Fernando Jorge Buso Gomes): cautionary FOR, as further discussed under the majority election (Items 5.1-5.16);- Items 7.1, 7.7, 7.13, 7.14 and 7.16 (management nominees Jose Luciano Duarte Penido; new non-independent management nominee Ken Yasuhara and independent shareholders nominees Marcelo Gasparino da Silva. Mauro Gentile Rodrigues da Cunha and Roberto da Cunha Castello Branco): ABSTAIN, as further discussed under the majority election (Items 5.1-5.16).

Date range covered: 04/01/2021 to 04/30/2021

Jose Mauricio Pereira Coelho as Director

#### Vale SA

Proposal Number Proposal Text		Mgmt Rec	Vote Instruction
76	Percentage of Votes to Be Assigned - Flect	None	For

Abstain

Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. Vale has disclosed 16 candidates disputing 12 available board seats, indicating a contested election in which management disclosed 12 board candidates and dissident shareholders appointed four board candidates under a unbundled majority election (Items 5.1-.516). By the time this analysis was finalized, there was no publicly available information regarding a cumulative voting request presented by shareholders, which can be requested by holders of 5 percent of the company's shares up to 48 hours prior to the meeting. As such, an ABSTAIN vote on Item 4 (Do You Wish to Adopt Cumulative Voting ) is recommended. Nonetheless, as a dispersed capital company, in the event a cumulative voting request is presented up to 48 hours prior to the meeting, and Vale's board election is carried out under such election format, vote recommendations are being provided for these agenda items, as follows:- Item 6 (In Case Cumulative Voting is Adopted, Do You Whish to Equally Distribute Your Votes Amongst the Nominees?): FOR to allow the automatic distribution of votes solely among the candidates being supported by shareholders under cumulative voting; - Items 7.3-7.6, 7.8-7.12, and 7.15 (management nominees Clinton James Dines, Eduardo de Oliveira Rodrigues, Elaine Dorward-King, Jose Mauricio Pereira Coelho, Manuel Lino Silva de Sousa, Maria Fernanda dos Santos Teixeira, Murilo Cesar Lemos dos Santos Passos, Roger Allan Downey, Sandra Maria Guerra de Azevedo and shareholder nominee Rachel de Oliveria Maia): FOR, consistent with the vote recommendations presented under the majority election, as further discussed under Items 5.1-5.16;- Item 7.2 (management incumbent nominee Fernando Jorge Buso Gomes): cautionary FOR, as further discussed under the majority election (Items 5.1-5.16);- Items 7.1, 7.7, 7.13, 7.14 and 7.16 (management nominees Jose Luciano Duarte Penido; new non-independent management nominee Ken Yasuhara and independent shareholders nominees Marcelo Gasparino da Silva, Mauro Gentile Rodrigues da Cunha and Roberto da Cunha Castello Branco): ABSTAIN, as further discussed under the majority election (Items 5.1-5.16).

7.7 Percentage of Votes to Be Assigned - Elect None
Ken Yasuhara as Director

Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. Vale has disclosed 16 candidates disputing 12 available board seats, indicating a contested election in which management disclosed 12 board candidates and dissident shareholders appointed four board candidates under a unbundled majority election (Items 5.1-.516). By the time this analysis was finalized, there was no publicly available information regarding a cumulative voting request presented by shareholders, which can be requested by holders of 5 percent of the company's shares up to 48 hours prior to the meeting. As such, an ABSTAIN vote on Item 4 (Do You Wish to Adopt Cumulative Voting ) is recommended. Nonetheless, as a dispersed capital company, in the event a cumulative voting request is presented up to 48 hours prior to the meeting, and Vale's board election is carried out under such election format, vote recommendations are being provided for these agenda items, as follows:- Item 6 (In Case Cumulative Voting is Adopted, Do You Whish to Equally Distribute Your Votes Amongst the Nominees?): FOR to allow the automatic distribution of votes solely among the candidates being supported by shareholders under cumulative voting:- Items 7.3-7.6, 7.8-7.12, and 7.15 (management nominees Clinton James Dines, Eduardo de Oliveira Rodrigues, Elaine Dorward-King, Jose Mauricio Pereira Coelho, Manuel Lino Silva de Sousa, Maria Fernanda dos Santos Teixeira, Murilo Cesar Lemos dos Santos Passos, Roger Allan Downey, Sandra Maria Guerra de Azevedo and shareholder nominee Rachel de Oliveria Maia): FOR, consistent with the vote recommendations presented under the majority election, as further discussed under Items 5.1-5.16;- Item 7.2 (management incumbent nominee Fernando Jorge Buso Gomes): cautionary FOR, as further discussed under the majority election (Items 5.1-5.16);- Items 7.1, 7.7, 7.13, 7.14 and 7.16 (management nominees Jose Luciano Duarte Penido; new non-independent management nominee Ken Yasuhara and independent shareholders nominees Marcelo Gasparino da Silva, Mauro Gentile Rodrigues da Cunha and Roberto da Cunha Castello Branco): ABSTAIN, as further discussed under the majority election (Items 5.1-5.16).

Date range covered: 04/01/2021 to 04/30/2021

#### Vale SA

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7.8	Percentage of Votes to Be Assigned - Elect Manuel Lino Silva de Sousa Oliveira (Ollie Oliveira) as Independent Director	None	For
	Blended Rationale: Under these items, the company presents shareholders with the election of directors under the terms of Article 141 of the Brazilian Corporate Law, voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for has disclosed 16 candidates disputing 12 available board seats, indicating a context 12 board candidates and dissident shareholders appointed four board candidates 5.1516). By the time this analysis was finalized, there was no publicly available in request presented by shareholders, which can be requested by holders of 5 perceprior to the meeting. As such, an ABSTAIN vote on Item 4 (Do You Wish to Adoptive recommended. Nonetheless, as a dispersed capital company, in the event a cumula hours prior to the meeting, and Vale's board election is carried out under such elebeing provided for these agenda items, as follows:- Item 6 (In Case Cumulative Vistribute Your Votes Amongst the Nominees?): FOR to allow the automatic distributer your Votes Amongst the Nominees?): FOR to allow the automatic distributer Solines, Eduardo de Oliveira Rodrigues, Elaine Dorward-King, Jose Mauricio Maria Fernanda dos Santos Teixeira, Murilo Cesar Lemos dos Santos Passos, Rogu Azevedo and shareholder nominee Rachel de Oliveria Maia): FOR, consistent with the majority election, as further discussed under Items 5.1-5.16;- Item 7.2 (mana Buso Gomes): cautionary FOR, as further discussed under the majority election (1 and 7.16 (management nominees Jose Luciano Duarte Penido; new non-independent	in accordance with the rules of the remote all publicly-traded Brazilian companies. Vale sted election in which management disclosed under a unbundled majority election (Items information regarding a cumulative voting int of the company's shares up to 48 hours are cumulative Voting) is ative voting request is presented up to 48 action format, vote recommendations are obting is Adopted, Do You Whish to Equally botton of votes solely among the candidates 2, and 7.15 (management nominees Clinton Pereira Coelho, Manuel Lino Silva de Sousa, are Allan Downey, Sandra Maria Guerra de the vote recommendations presented under agement incumbent nominee Fernando Jorge teems 5.1-5.16);- Items 7.1, 7.7, 7.13, 7.14	

None

7.9 Percentage of Votes to Be Assigned - Elect
Maria Fernanda dos Santos Teixeira as
Independent Director

For

Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. Vale has disclosed 16 candidates disputing 12 available board seats, indicating a contested election in which management disclosed 12 board candidates and dissident shareholders appointed four board candidates under a unbundled majority election (Items 5.1-.516). By the time this analysis was finalized, there was no publicly available information regarding a cumulative voting request presented by shareholders, which can be requested by holders of 5 percent of the company's shares up to 48 hours prior to the meeting. As such, an ABSTAIN vote on Item 4 (Do You Wish to Adopt Cumulative Voting ) is recommended. Nonetheless, as a dispersed capital company, in the event a cumulative voting request is presented up to 48 hours prior to the meeting, and Vale's board election is carried out under such election format, vote recommendations are being provided for these agenda items, as follows:- Item 6 (In Case Cumulative Voting is Adopted, Do You Whish to Equally Distribute Your Votes Amongst the Nominees?): FOR to allow the automatic distribution of votes solely among the candidates being supported by shareholders under cumulative voting;- Items 7.3-7.6, 7.8-7.12, and 7.15 (management nominees Clinton James Dines, Eduardo de Oliveira Rodrigues, Elaine Dorward-King, Jose Mauricio Pereira Coelho, Manuel Lino Silva de Sousa, Maria Fernanda dos Santos Teixeira, Murilo Cesar Lemos dos Santos Passos, Roger Allan Downey, Sandra Maria Guerra de Azevedo and shareholder nominee Rachel de Oliveria Maia): FOR, consistent with the vote recommendations presented under the majority election, as further discussed under Items 5.1-5.16;- Item 7.2 (management incumbent nominee Fernando Jorge Buso Gomes): cautionary FOR, as further discussed under the majority election (Items 5.1-5.16);- Items 7.1, 7.7, 7.13, 7.14 and 7.16 (management nominees Jose Luciano Duarte Penido; new non-independent management nominee Ken Yasuhara and independent shareholders nominees Marcelo Gasparino da Silva, Mauro Gentile Rodrigues da Cunha and Roberto da Cunha Castello Branco): ABSTAIN, as further discussed under the majority election (Items 5.1-5.16).

independent shareholders nominees Marcelo Gasparino da Silva, Mauro Gentile Rodrigues da Cunha and Roberto da Cunha

Castello Branco): ABSTAIN, as further discussed under the majority election (Items 5.1-5.16).

Date range covered: 04/01/2021 to 04/30/2021

Independent Director

#### Vale SA

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7.10	Percentage of Votes to Be Assigned - Elect Murilo Cesar Lemos dos Santos Passos as	None	For

Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. Vale has disclosed 16 candidates disputing 12 available board seats, indicating a contested election in which management disclosed 12 board candidates and dissident shareholders appointed four board candidates under a unbundled majority election (Items 5.1-.516). By the time this analysis was finalized, there was no publicly available information regarding a cumulative voting request presented by shareholders, which can be requested by holders of 5 percent of the company's shares up to 48 hours prior to the meeting. As such, an ABSTAIN vote on Item 4 (Do You Wish to Adopt Cumulative Voting ) is recommended. Nonetheless, as a dispersed capital company, in the event a cumulative voting request is presented up to 48 hours prior to the meeting, and Vale's board election is carried out under such election format, vote recommendations are being provided for these agenda items, as follows:- Item 6 (In Case Cumulative Voting is Adopted, Do You Whish to Equally Distribute Your Votes Amongst the Nominees?): FOR to allow the automatic distribution of votes solely among the candidates being supported by shareholders under cumulative voting;- Items 7.3-7.6, 7.8-7.12, and 7.15 (management nominees Clinton James Dines, Eduardo de Oliveira Rodrigues, Elaine Dorward-King, Jose Mauricio Pereira Coelho, Manuel Lino Silva de Sousa, Maria Fernanda dos Santos Teixeira, Murilo Cesar Lemos dos Santos Passos, Roger Allan Downey, Sandra Maria Guerra de Azevedo and shareholder nominee Rachel de Oliveria Maia): FOR, consistent with the vote recommendations presented under the majority election, as further discussed under Items 5.1-5.16;- Item 7.2 (management incumbent nominee Fernando Jorge Buso Gomes): cautionary FOR, as further discussed under the majority election (Items 5.1-5.16):- Items 7.1, 7.7, 7.13, 7.14 and 7.16 (management nominees Jose Luciano Duarte Penido; new non-independent management nominee Ken Yasuhara and independent shareholders nominees Marcelo Gasparino da Silva, Mauro Gentile Rodriques da Cunha and Roberto da Cunha Castello Branco): ABSTAIN, as further discussed under the majority election (Items 5.1-5.16).

7.11 Percentage of Votes to Be Assigned - Elect Roger Allan Downey as Independent Director None

For

Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. Vale has disclosed 16 candidates disputing 12 available board seats, indicating a contested election in which management disclosed 12 board candidates and dissident shareholders appointed four board candidates under a unbundled majority election (Items 5.1-.516). By the time this analysis was finalized, there was no publicly available information regarding a cumulative voting request presented by shareholders, which can be requested by holders of 5 percent of the company's shares up to 48 hours prior to the meeting. As such, an ABSTAIN vote on Item 4 (Do You Wish to Adopt Cumulative Voting ) is recommended. Nonetheless, as a dispersed capital company, in the event a cumulative voting request is presented up to 48 hours prior to the meeting, and Vale's board election is carried out under such election format, vote recommendations are being provided for these agenda items, as follows:- Item 6 (In Case Cumulative Voting is Adopted, Do You Whish to Equally Distribute Your Votes Amongst the Nominees?): FOR to allow the automatic distribution of votes solely among the candidates being supported by shareholders under cumulative voting;- Items 7.3-7.6, 7.8-7.12, and 7.15 (management nominees Clinton James Dines, Eduardo de Oliveira Rodrigues, Elaine Dorward-King, Jose Mauricio Pereira Coelho, Manuel Lino Silva de Sousa, Maria Fernanda dos Santos Teixeira, Murilo Cesar Lemos dos Santos Passos, Roger Allan Downey, Sandra Maria Guerra de Azevedo and shareholder nominee Rachel de Oliveria Maia): FOR, consistent with the vote recommendations presented under the majority election, as further discussed under Items 5.1-5.16;- Item 7.2 (management incumbent nominee Fernando Jorge Buso Gomes): cautionary FOR, as further discussed under the majority election (Items 5.1-5.16);- Items 7.1, 7.7, 7.13, 7.14 and 7.16 (management nominees Jose Luciano Duarte Penido; new non-independent management nominee Ken Yasuhara and independent shareholders nominees Marcelo Gasparino da Silva. Mauro Gentile Rodrigues da Cunha and Roberto da Cunha Castello Branco): ABSTAIN, as further discussed under the majority election (Items 5.1-5.16).

Date range covered: 04/01/2021 to 04/30/2021

Independent Director

#### Vale SA

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7.12	Percentage of Votes to Be Assigned - Elect Sandra Maria Guerra de Azevedo as	None	For

Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. Vale has disclosed 16 candidates disputing 12 available board seats, indicating a contested election in which management disclosed 12 board candidates and dissident shareholders appointed four board candidates under a unbundled majority election (Items 5.1-.516). By the time this analysis was finalized, there was no publicly available information regarding a cumulative voting request presented by shareholders, which can be requested by holders of 5 percent of the company's shares up to 48 hours prior to the meeting. As such, an ABSTAIN vote on Item 4 (Do You Wish to Adopt Cumulative Voting ) is recommended. Nonetheless, as a dispersed capital company, in the event a cumulative voting request is presented up to 48 hours prior to the meeting, and Vale's board election is carried out under such election format, vote recommendations are being provided for these agenda items, as follows:- Item 6 (In Case Cumulative Voting is Adopted, Do You Whish to Equally Distribute Your Votes Amongst the Nominees?): FOR to allow the automatic distribution of votes solely among the candidates being supported by shareholders under cumulative voting;- Items 7.3-7.6, 7.8-7.12, and 7.15 (management nominees Clinton James Dines, Eduardo de Oliveira Rodrigues, Elaine Dorward-King, Jose Mauricio Pereira Coelho, Manuel Lino Silva de Sousa, Maria Fernanda dos Santos Teixeira, Murilo Cesar Lemos dos Santos Passos, Roger Allan Downey, Sandra Maria Guerra de Azevedo and shareholder nominee Rachel de Oliveria Maia): FOR, consistent with the vote recommendations presented under the majority election, as further discussed under Items 5.1-5.16;- Item 7.2 (management incumbent nominee Fernando Jorge Buso Gomes): cautionary FOR, as further discussed under the majority election (Items 5.1-5.16):- Items 7.1, 7.7, 7.13, 7.14 and 7.16 (management nominees Jose Luciano Duarte Penido; new non-independent management nominee Ken Yasuhara and independent shareholders nominees Marcelo Gasparino da Silva, Mauro Gentile Rodriques da Cunha and Roberto da Cunha Castello Branco): ABSTAIN, as further discussed under the majority election (Items 5.1-5.16).

7.13 Percentage of Votes to Be Assigned - Elect Marcelo Gasparino da Silva as Independent Director Appointed by Shareholders None

Abstain

Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. Vale has disclosed 16 candidates disputing 12 available board seats, indicating a contested election in which management disclosed 12 board candidates and dissident shareholders appointed four board candidates under a unbundled majority election (Items 5.1-.516). By the time this analysis was finalized, there was no publicly available information regarding a cumulative voting request presented by shareholders, which can be requested by holders of 5 percent of the company's shares up to 48 hours prior to the meeting. As such, an ABSTAIN vote on Item 4 (Do You Wish to Adopt Cumulative Voting ) is recommended. Nonetheless, as a dispersed capital company, in the event a cumulative voting request is presented up to 48 hours prior to the meeting, and Vale's board election is carried out under such election format, vote recommendations are being provided for these agenda items, as follows:- Item 6 (In Case Cumulative Voting is Adopted, Do You Whish to Equally Distribute Your Votes Amongst the Nominees?): FOR to allow the automatic distribution of votes solely among the candidates being supported by shareholders under cumulative voting; - Items 7.3-7.6, 7.8-7.12, and 7.15 (management nominees Clinton James Dines, Eduardo de Oliveira Rodrigues, Elaine Dorward-King, Jose Mauricio Pereira Coelho, Manuel Lino Silva de Sousa, Maria Fernanda dos Santos Teixeira, Murilo Cesar Lemos dos Santos Passos, Roger Allan Downey, Sandra Maria Guerra de Azevedo and shareholder nominee Rachel de Oliveria Maia): FOR, consistent with the vote recommendations presented under the majority election, as further discussed under Items 5.1-5.16;- Item 7.2 (management incumbent nominee Fernando Jorge Buso Gomes): cautionary FOR, as further discussed under the majority election (Items 5.1-5.16);- Items 7.1, 7.7, 7.13, 7.14 and 7.16 (management nominees Jose Luciano Duarte Penido: new non-independent management nominee Ken Yasuhara and independent shareholders nominees Marcelo Gasparino da Silva, Mauro Gentile Rodrigues da Cunha and Roberto da Cunha Castello Branco): ABSTAIN, as further discussed under the majority election (Items 5.1-5.16).

Date range covered: 04/01/2021 to 04/30/2021

#### Vale SA

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7.14	Percentage of Votes to Be Assigned - Elect Mauro Gentile Rodrigues da Cunha as Independent Director Appointed by Shareholders	None	Abstain
	Blended Rationale: Under these items, the company presents shareholders with election of directors under the terms of Article 141 of the Brazilian Corporate Lavoting card issued by the Brazilian Securities Regulator (CVM), and mandatory for has disclosed 16 candidates disputing 12 available board seats, indicating a continuous c		

12 board candidates and dissident shareholders appointed four board candidates under a unbundled majority election (Items 5.1-.516). By the time this analysis was finalized, there was no publicly available information regarding a cumulative voting request presented by shareholders, which can be requested by holders of 5 percent of the company's shares up to 48 hours prior to the meeting. As such, an ABSTAIN vote on Item 4 (Do You Wish to Adopt Cumulative Voting ) is recommended. Nonetheless, as a dispersed capital company, in the event a cumulative voting request is presented up to 48 hours prior to the meeting, and Vale's board election is carried out under such election format, vote recommendations are being provided for these agenda items, as follows:- Item 6 (In Case Cumulative Voting is Adopted, Do You Whish to Equally Distribute Your Votes Amongst the Nominees?): FOR to allow the automatic distribution of votes solely among the candidates being supported by shareholders under cumulative voting;- Items 7.3-7.6, 7.8-7.12, and 7.15 (management nominees Clinton James Dines, Eduardo de Oliveira Rodrigues, Elaine Dorward-King, Jose Mauricio Pereira Coelho, Manuel Lino Silva de Sousa, Maria Fernanda dos Santos Teixeira, Murilo Cesar Lemos dos Santos Passos, Roger Allan Downey, Sandra Maria Guerra de Azevedo and shareholder nominee Rachel de Oliveria Maia): FOR, consistent with the vote recommendations presented under the majority election, as further discussed under Items 5.1-5.16;- Item 7.2 (management incumbent nominee Fernando Jorge Buso Gomes): cautionary FOR, as further discussed under the majority election (Items 5.1-5.16);- Items 7.1, 7.7, 7.13, 7.14 and 7.16 (management nominees Jose Luciano Duarte Penido; new non-independent management nominee Ken Yasuhara and independent shareholders nominees Marcelo Gasparino da Silva, Mauro Gentile Rodrigues da Cunha and Roberto da Cunha Castello Branco): ABSTAIN, as further discussed under the majority election (Items 5.1-5.16).

7.15 Percentage of Votes to Be Assigned - Elect Rachel de Oliveira Maia as Independent Director Appointed by Shareholders

For

Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. Vale has disclosed 16 candidates disputing 12 available board seats, indicating a contested election in which management disclosed 12 board candidates and dissident shareholders appointed four board candidates under a unbundled majority election (Items 5.1-.516). By the time this analysis was finalized, there was no publicly available information regarding a cumulative voting request presented by shareholders, which can be requested by holders of 5 percent of the company's shares up to 48 hours prior to the meeting. As such, an ABSTAIN vote on Item 4 (Do You Wish to Adopt Cumulative Voting ) is recommended. Nonetheless, as a dispersed capital company, in the event a cumulative voting request is presented up to 48 hours prior to the meeting, and Vale's board election is carried out under such election format, vote recommendations are being provided for these agenda items, as follows:- Item 6 (In Case Cumulative Voting is Adopted, Do You Whish to Equally Distribute Your Votes Amongst the Nominees?): FOR to allow the automatic distribution of votes solely among the candidates being supported by shareholders under cumulative voting;- Items 7.3-7.6, 7.8-7.12, and 7.15 (management nominees Clinton James Dines, Eduardo de Oliveira Rodrigues, Elaine Dorward-King, Jose Mauricio Pereira Coelho, Manuel Lino Silva de Sousa, Maria Fernanda dos Santos Teixeira, Murilo Cesar Lemos dos Santos Passos, Roger Allan Downey, Sandra Maria Guerra de Azevedo and shareholder nominee Rachel de Oliveria Maia): FOR, consistent with the vote recommendations presented under the majority election, as further discussed under Items 5.1-5.16;- Item 7.2 (management incumbent nominee Fernando Jorge Buso Gomes): cautionary FOR, as further discussed under the majority election (Items 5.1-5.16);- Items 7.1, 7.7, 7.13, 7.14 and 7.16 (management nominees Jose Luciano Duarte Penido; new non-independent management nominee Ken Yasuhara and independent shareholders nominees Marcelo Gasparino da Silva, Mauro Gentile Rodrigues da Cunha and Roberto da Cunha Castello Branco): ABSTAIN, as further discussed under the majority election (Items 5.1-5.16).

Date range covered: 04/01/2021 to 04/30/2021

## **Vale SA**

10

Elect Fernando Jorge Buso Gomes as Board

Vice-Chairman

Proposal Text	Mgmt Rec	Vote Instruction
Percentage of Votes to Be Assigned - Elect Roberto da Cunha Castello Branco as Independent Director Appointed by Shareholders	None	Abstain
election of directors under the terms of Article 141 of the voting card issued by the Brazilian Securities Regulator (C has disclosed 16 candidates disputing 12 available board 12 board candidates and dissident shareholders appointed 5.1516). By the time this analysis was finalized, there was request presented by shareholders, which can be requested prior to the meeting. As such, an ABSTAIN vote on Item 4 recommended. Nonetheless, as a dispersed capital companious prior to the meeting, and Vale's board election: Item 4 being provided for these agenda items, as follows:- Item 4 being supported by shareholders under cumulative voting, James Dines, Eduardo de Oliveira Rodrigues, Elaine Dorwe, Maria Fernanda dos Santos Teixeira, Murilo Cesar Lemos of Azevedo and shareholder nominee Rachel de Oliveria Maia the majority election, as further discussed under Items 5. Buso Gomes): cautionary FOR, as further discussed under and 7.16 (management nominees Jose Luciano Duarte Perindependent shareholders nominees Marcelo Gasparino de independent shareh	Brazilian Corporate Law, in accordance with the rules of the remote PVM), and mandatory for all publicly-traded Brazilian companies. Vale seats, indicating a contested election in which management disclosed of four board candidates under a unbundled majority election (Items is no publicly available information regarding a cumulative voting end by holders of 5 percent of the company's shares up to 48 hours of 4 (Do You Wish to Adopt Cumulative Voting) is any, in the event a cumulative voting request is presented up to 48 wired out under such election format, vote recommendations are of 6 (In Case Cumulative Voting is Adopted, Do You Whish to Equally flow the automatic distribution of votes solely among the candidates; Items 7.3-7.6, 7.8-7.12, and 7.15 (management nominees Clinton and King, Jose Mauricio Pereira Coelho, Manuel Lino Silva de Sousa, dos Santos Passos, Roger Allan Downey, Sandra Maria Guerra de a): FOR, consistent with the vote recommendations presented under 1-5.16; Item 7.2 (management incumbent nominee Fernando Jorge of the majority election (Items 5.1-5.16); Items 7.1, 7.7, 7.13, 7.14 unido; new non-independent management nominee Ken Yasuhara and a Silva, Mauro Gentile Rodrigues da Cunha and Roberto da Cunha	
Must Disregard Item 9. If Shareholder Votes In Favor on Items 8 and 9, His Vote Will Be Counted as an Abstention		
Elect Jose Luciano Duarte Penido as Board Chairman	For	For
Shareholders Who Vote In Favor of Item 9 Must Disregard Item 8. If Shareholder Votes In Favor on Items 8 and 9, His Vote Will Be Counted as an Abstention		
Elect Roberto da Cunha Castello Branco as Board Chairman Appointed by Shareholders	None	Abstain
appointed independent incumbent nominee Jose Luciano a nominee Fernando Jorge Buso Gomes as vice-chair (Item Roberto da Cunha Castello Branco as chair (Item 9) and in vice-chair (Item 11). Shareholders can only vote on one of consistent with the vote recommendations presented unde independent chair Jose Luciano Duarte Penido (Item 8) is non-independent management vice-chair nominee Fernan recommended for dissident chair and vice-chair nominees	Duarte Penido as chair (Item 8) and non-independent incumbent 10). Dissident shareholders appointed independent new nominee independent new nominee Mauro Gentile Rodrigues da Cunha as if the competing candidates for chair and vice-chair. As such, er the majority election (Items 5.1-5.16), a vote AGAINST recommended, while a cautionary FOR is recommended for indo Jorge Buso Gomes (Item 10). As such, ABSTAIN votes are presented under Items 9 and 11. These recommendations, however,	
	Percentage of Votes to Be Assigned - Elect Roberto da Cunha Castello Branco as Independent Director Appointed by Shareholders  Blended Rationale: Under these items, the company prese election of directors under the terms of Article 141 of the voting card issued by the Brazilian Securities Regulator (Co has disclosed 16 candidates disputing 12 available board is 12 board candidates and dissident shareholders appointed 5.1516). By the time this analysis was finalized, there was request presented by shareholders, which can be request prior to the meeting. As such, an ABSTAIN vote on Item are commended. Nonetheless, as a dispersed capital compan hours prior to the meeting, and Vale's board election is ca being provided for these agenda items, as follows: Item Distribute Your Votes Amongst the Nominees?): FOR to al being supported by shareholders under cumulative voting James Dines, Eduardo de Oliveira Rodrigues, Elaine Dorwe Maria Fernanda dos Santos Teixeira, Murilo Cesar Lemos of Azevedo and shareholder nominee Rachel de Oliveria Mail the majority election, as further discussed under Items 5. Buso Gomes): cautionary FOR, as further discussed under Items 5. Buso Gomes): cautionary FOR, as further discussed under the independent shareholders nominees Marcelo Gasparino de Castello Branco): ABSTAIN, as further discussed under the Shareholders Who Vote In Favor of Item 8 Must Disregard Item 9. If Shareholder Votes In Favor on Items 8 and 9, His Vote Will Be Counted as an Abstention  Elect Jose Luciano Duarte Penido as Board Chairman  Shareholders Who Vote In Favor of Item 9  Must Disregard Item 8. If Shareholder Votes In Favor on Items 8 and 9, His Vote Will Be Counted as an Abstention  Elect Roberto da Cunha Castello Branco as Board Chairman Appointed by Shareholders  Blended Rationale: Competing nominees have been prese appointed independent incumbent nominee Jose Luciano nominee Fernando Jorge Buso Gomes as vice-chair (Item Roberto da Cunha Castello Branco as chair (Item 9) and in vice-chair (Item 11). Shareholde	Percentage of Votes to Be Assigned - Elect Roberto da Cunha Castello Branco as Independent Director Appointed by Shareholders Blended Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting and issued by the Brazilian Securities Regulator (CMP), and mandatory for all publicly-traded Brazilian companies Vale has disclosed 16 candidates disputing 12 available board seats, indicating a contested election in which management disclosed 12 board candidates and discident shareholders appointed four board candidates under a unbunded Razilian companies. Vale has disclosed 16 candidates disputing 12 available board seats, indicating a contested election in which management disclosed 12 board candidates and discident shareholders appointed four board candidates under a unbunded majority election (Items 5.1-516). By the time this analysis was finalized, there was no publicly available information regarding a cumulative voting request presented by shareholders, which can be requested by holders of 5 percent of the company's shares up to 48 hours prior to the meeting, and vales board election is carried out under such election format, vote economendations are being provided for these agenda items, as follows: Item 6 (In Case Cumulative Voting is Adopted, Do You Whish to Equally Stribitler Your Votes Annongst the Nominees'). Flot to allow the automatic distribution of votes solely among the candidates being supported by shareholders under cumulative voting: Items 2.3-7.6, 7.8-7.12, and 7.15 (management nominees Clinton James Dines, Eduardo de Oliveira Rodigless, Etailne Dorward King, Jose Maurich Pereira Celho, Namuel Lino Sika de Sousa, Maria Fernanda dos Santos Texeira, Munilo Cesar Lemes das Santarich Pereira Celho, Namuel Lino Sika de Sousa, Maria Fernanda dos Santos Texeira, Munilo Cesar Lemes das Santarich Pereira Celho, Namuel

For

For

Date range covered: 04/01/2021 to 04/30/2021

## **Vale SA**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
11	Shareholders Who Vote In Favor of Item 11 Must Disregard Item 10. If Shareholder Votes In Favor on Items 10 and 11, His Vote Will Be Counted as an Abstention Elect Mauro Gentile Rodrigues da Cunha as Board Vice-Chairman Appointed by	None	Abstain
	Shareholders  Blended Rationale: Competing nominees have been presented for the in appointed independent incumbent nominee Jose Luciano Duarte Penido nominee Fernando Jorge Buso Gomes as vice-chair (Item 10). Dissident se Roberto da Cunha Castello Branco as chair (Item 9) and independent ne vice-chair (Item 11). Shareholders can only vote on one of the competing consistent with the vote recommendations presented under the majority independent chair Jose Luciano Duarte Penido (Item 8) is recommended non-independent management vice-chair nominee Fernando Jorge Buso recommended for dissident chair and vice-chair nominees presented und should not be interpreted as a negative assessment of the nominees' expenditure.	as chair (Item 8) and non-independent incumbent shareholders appointed independent new nominee ew nominee Mauro Gentile Rodrigues da Cunha as g candidates for chair and vice-chair. As such, v election (Items 5.1-5.16), a vote AGAINST d, while a cautionary FOR is recommended for 6 Gomes (Item 10). As such, ABSTAIN votes are der Items 9 and 11. These recommendations, however,	
12.1	Elect Cristina Fontes Doherty as Fiscal Council Member and Nelson de Menezes Filho as Alternate	For	For
12.2	Elect Marcus Vinicius Dias Severini as Fiscal Council Member and Vera Elias as Alternate	For	For
12.3	Elect Marcelo Moraes as Fiscal Council Member	For	For
12.4	Elect Raphael Manhaes Martins as Fiscal Council Member and Adriana de Andrade Sole as Alternate	For	For
13	Approve Remuneration of Company's Management and Fiscal Council	For	Against
	Blended Rationale: A vote AGAINST this proposal is warranted because compensation of its highest-paid administrator does not appear inclusive company's remuneration disclosure continues to lack transparency regar	e of all elements of the executive's pay and the	
	Special Meeting Agenda		
1	Amend Restricted Stock Plan	For	For
2	Approve Agreement to Absorb Companhia Paulista de Ferroligas (CPFL) and Valesul Aluminio S.A. (Valesul)	For	For
3	Ratify Macso Legate Auditores Independentes (Macso) as Independent Firm to Appraise Proposed Transaction	For	For
4	Approve Independent Firm's Appraisal	For	For
5	Approve Absorption of Companhia Paulista de Ferroligas (CPFL) and Valesul Aluminio S.A. (Valesul) without Capital Increase and without Issuance of Shares	For	For
6	Approve Agreement for Partial Spin-Off of Mineracoes Brasileiras Reunidas S.A. (MBR) and Absorption of Partial Spun-Off Assets	For	For

Date range covered: 04/01/2021 to 04/30/2021

## Vale SA

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
7	Ratify Macso Legate Auditores Independentes (Macso) as Independent Firm to Appraise Proposed Transaction	For	For
8	Approve Independent Firm's Appraisal	For	For
9	Approve Absorption of Spun-Off Assets without Capital Increase and without Issuance of Shares	For	For

## **Von Roll Holding AG**

Meeting Date: 04/30/2021

Country: Switzerland

Meeting Type: Annual

Ticker: ROL

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct
1	Accept Financial Statements and Statutory Reports	For	For
2	Approve Discharge of Board and Senior Management	For	For
3.1	Reelect Peter Kalantzis as Director and Board Chairman	For	Against
	Blended Rationale: A vote AGAINST non-independent director is	warranted since the board is less than 1/3 independent	t.
3.2	Reelect Gerd Amtstaetter as Director	For	Against
	Blended Rationale: A vote AGAINST non-independent director is	warranted since the board is less than 1/3 independent	t.
3.3	Reelect Guido Egli as Director	For	Against
	Blended Rationale: A vote AGAINST non-independent director is	warranted since the board is less than 1/3 independent	t.
3.4	Reelect August Francois von Finck as Director	For	Against
	Blended Rationale: A vote AGAINST non-independent director is	warranted since the board is less than 1/3 independent	t.
3.5	Reelect Christian Hennerkes as Director	For	For
3.6	Reelect Gerd Peskes as Director	For	Against

Date range covered: 04/01/2021 to 04/30/2021

## **Von Roll Holding AG**

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction	
4.1	Reappoint Gerd Amtstaetter as Member of the Compensation Committee	For	Against	
	lack of gender diversity on the board. Votes AGAINST the non- Egli, August Francois von Finck, and Gerd Peskes are warrante board. A vote AGAINST Gerd Amstaetter is further warranted si FOR the CEO Christian Hennerkes is warranted. Committee Elec	d because of the failure to establish a sufficiently independent ince he holds an excessive number of outside mandates.A vote		
4.2	Reappoint Guido Egli as Member of the Compensation Committee	For	Against	
	lack of gender diversity on the board. Votes AGAINST the non- Egli, August Francois von Finck, and Gerd Peskes are warrante board. A vote AGAINST Gerd Amstaetter is further warranted so FOR the CEO Christian Hennerkes is warranted. Committee Elec	d because of the failure to establish a sufficiently independent ince he holds an excessive number of outside mandates.A vote		
4.3	Reappoint August Francois von Finck as Member of the Compensation Committee	For	Against	
	lack of gender diversity on the board. Votes AGAINST the non- Egli, August Francois von Finck, and Gerd Peskes are warrante board. A vote AGAINST Gerd Amstaetter is further warranted so FOR the CEO Christian Hennerkes is warranted. Committee Elec	d because of the failure to establish a sufficiently independent ince he holds an excessive number of outside mandates.A vote		
5	Ratify Deloitte AG as Auditors	For	For	
6	Designate Walter Mueller as Independent Proxy	For	For	
7.1	Approve Remuneration of Directors in the Amount of CHF 750,000	For	For	
7.2	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 2 Million	For	For	
8	Approve Creation of CHF 14 Million Pool of Capital without Preemptive Rights	For	Against	
	Blended Rationale: A vote AGAINST the proposed authorization is warranted because the issuance request would allow for a capital increase without preemptive rights for up to 39.3 percent of the issued share capital.			
9	Amend Articles Re: Annulment of the Transitional Provision Clause	For	For	
10	Transact Other Business (Voting)	For	Against	

Blended Rationale: A vote AGAINST is warranted because:- This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and- The content of these any new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.

Date range covered: 04/01/2021 to 04/30/2021

### **VP Bank AG**

Meeting Date: 04/30/2021

Country: Liechtenstein

Meeting Type: Annual

Ticker: VPBN

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruct
1	Accept Financial Statements and Statutory Reports (Voting)	For	For
2	Approve Allocation of Income and Dividends of CHF 4.00 per Registered Share A and CHF 0.40 per Registered Share B	For	For
3	Approve Discharge of Directors, Management and Auditors	For	For
4.1	Reelect Thomas Meier as Director	For	Against
	Blended Rationale: Votes AGAINST the proposed nominees, Thomas Meier and to establish a sufficiently independent board.	Philipp Elkuch, are warranted due to the failure	
4.2	Elect Philipp Elkuch as Director	For	Against
	Blended Rationale: Votes AGAINST the proposed nominees, Thomas Meier and it to establish a sufficiently independent board.	Philipp Elkuch, are warranted due to the failure	
4.3	Ratify PricewaterhouseCoopers AG as Auditors	For	For
5	Transact Other Business (Non-Voting)		

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

Meeting Date: 04/30/2021

Country: USA

Meeting Type: Annual

Ticker: ZION

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1A	Elect Director Maria Contreras-Sweet	For	For
1B	Elect Director Gary L. Crittenden	For	For
1C	Elect Director Suren K. Gupta	For	For
1D	Elect Director Claire A. Huang	For	For
1E	Elect Director Vivian S. Lee	For	For
1F	Elect Director Scott J. McLean	For	For
1G	Elect Director Edward F. Murphy	For	For
1H	Elect Director Stephen D. Quinn	For	For

Date range covered: 04/01/2021 to 04/30/2021

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

Proposal Number	Proposal Text	Mgmt Rec	Vote Instruction
1I	Elect Director Harris H. Simmons	For	For
1J	Elect Director Aaron B. Skonnard	For	For
1K	Elect Director Barbara A. Yastine	For	For
2	Ratify Ernst & Young LLP as Auditors	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For