

VOTE SUMMARY REPORT

Date range covered : 07/01/2023 to 09/30/2023

LOCATION(S): ALL LOCATIONS

INSTITUTION ACCOUNT(S): SUN LIFE GLOBAL
DIVIDEND PRIVATE POOL

Land Securities Group Plc

Meeting Date: 07/06/2023 **Country:** United Kingdom **Ticker:** LAND
Record Date: 07/04/2023 **Meeting Type:** Annual
Primary Security ID: G5375M142

Shares Voted: 38,792

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration report is warranted, although it is not without concern because: * There is some incongruence between the financial and non-financial metric payouts, with the latter being largely qualitative in nature. * The EDs benefitted from a small windfall gain on vested LTIP awards and the Company's justification for not scaling back at vesting was insufficient. The main reasons for support are: * The bonus payouts are lower than the prior year and were determined by the achievement of increased EPRA earnings targets. The Company also adjusted the EPRA earnings outcome downwards, and noted that the other financial metric, total return on equity, did not pay out due to external market factors. There are also a few positives in the Company's economic results and performance, including its EPRA earnings and TSR relative to its peers. * The potential windfall gain is not considered excessive.</i>				
3	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
4	Elect Sir Ian Cheshire as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
5	Elect Miles Roberts as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
6	Re-elect Mark Allan as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
7	Re-elect Vanessa Simms as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
8	Re-elect Edward Bonham Carter as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
9	Re-elect Nicholas Cadbury as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
10	Re-elect Madeleine Cosgrave as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
11	Re-elect Christophe Evain as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				

Land Securities Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12	Re-elect Manjiry Tamhane as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.					
13	Reappoint Ernst & Young LLP as Auditors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.					
14	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this item is warranted because there are no concerns regarding this proposal.					
15	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.					
16	Authorise Issue of Equity	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.					
17	Approve Share Incentive Plan	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this item is warranted, as no significant concerns have been identified.					
18	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.					
19	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.					
20	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.					

Industria de Diseno Textil SA

Meeting Date: 07/11/2023

Record Date: 07/06/2023

Primary Security ID: E6282J125

Country: Spain

Meeting Type: Annual

Ticker: ITX

Shares Voted: 4,321					
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.a	Approve Standalone Financial Statements	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this item is warranted due to a lack of concerns regarding the accounts presented or audit procedures used.					

Industria de Diseno Textil SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.b	Approve Discharge of Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted as there is no evidence that the board or the management have not fulfilled their fiduciary duties.</i>				
2	Approve Consolidated Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted due to a lack of concerns regarding the accounts presented or audit procedures used.</i>				
3	Approve Non-Financial Information Statement	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted due to a lack of specific concerns about the non-financial information reported by the company.</i>				
4	Approve Allocation of Income and Dividends	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted due to a lack of controversy surrounding the proposed dividend.</i>				
5.a	Fix Number of Directors at 10	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted as the proposed board size would remain within the 15-director limit as per local code of best practice.</i>				
5.b	Reelect Amancio Ortega Gaona as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR Item 5.c is warranted due to a lack of concerns about the independent director nominee. A vote FOR Item 5.b is warranted, as the board meets the one third independence guideline applicable to Span-incorporated, controlled companies and there are no other concerns about the composition of the board and its committees.</i>				
5.c	Reelect Jose Luis Duran Schulz as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR Item 5.c is warranted due to a lack of concerns about the independent director nominee. A vote FOR Item 5.b is warranted, as the board meets the one third independence guideline applicable to Span-incorporated, controlled companies and there are no other concerns about the composition of the board and its committees.</i>				
6	Approve Remuneration Policy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted due to a lack of concerns about the proposed amendments to the company's remuneration policy.</i>				
7	Approve Long-Term Incentive Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the terms of the proposed equity plan are not problematic. However, the company has not disclosed the performance targets under the first cycle 2023-2025. Mitigating, the company typically discloses LTIP targets in the remuneration report and the company does not have a track record of setting unchallenging objectives.</i>				
8	Authorize Share Repurchase Program	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the share repurchase mandate is warranted as the volume and duration provisions are within recommended limits and there are no concerns over the company's use of past mandates.</i>				
9	Advisory Vote on Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted due to a lack of material concerns about the company's remuneration practices and reporting in FY under review.</i>				
10	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this standard resolution is warranted as it provides the board with the means to carry out the agreements validly adopted by the general meeting.</i>				
11	Receive Amendments to Board of Directors Regulations	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				

Meeting Date: 07/12/2023	Country: United Kingdom	Ticker: BRBY
Record Date: 07/10/2023	Meeting Type: Annual	
Primary Security ID: G1700D105		

Shares Voted: 6,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.				
2	Approve Remuneration Policy	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any significant concerns.				
3	Approve Remuneration Report	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the remuneration policy is warranted in the absence of material concerns.				
4	Approve Final Dividend	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.				
5	Re-elect Gerry Murphy as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.				
6	Re-elect Jonathan Akeroyd as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.				
7	Re-elect Orna NiChionna as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.				
8	Re-elect Fabiola Arredondo as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.				
9	Re-elect Sam Fischer as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.				
10	Re-elect Ron Frasch as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.				
11	Re-elect Danuta Gray as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.				
12	Re-elect Debra Lee as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.				
13	Re-elect Antoine de Saint-Affrique as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.				
14	Elect Alan Stewart as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.				
15	Reappoint Ernst & Young LLP as Auditors	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.				

Burberry Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
16	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this item is warranted because there are no concerns regarding this proposal.					
17	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.					
18	Authorise Issue of Equity	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.					
19	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.					
20	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.					
21	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.					

Macquarie Group Limited

Meeting Date: 07/27/2023	Country: Australia	Ticker: MQG
Record Date: 07/25/2023	Meeting Type: Annual	
Primary Security ID: Q57085286		

Shares Voted: 944					
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2a	Elect Nicola M Wakefield Evans as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the election/re-election of independent director nominees Nicola Wakefield Evans (Item 2a) and Susan Lloyd-Hurwitz (Item 2b) is warranted as no material issues have been identified regarding these director nominees in respect of board and committee composition, nor any wider corporate governance issues.					
2b	Elect Susan Lloyd-Hurwitz as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the election/re-election of independent director nominees Nicola Wakefield Evans (Item 2a) and Susan Lloyd-Hurwitz (Item 2b) is warranted as no material issues have been identified regarding these director nominees in respect of board and committee composition, nor any wider corporate governance issues.					

Macquarie Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Adopt Remuneration Report	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted. Whilst Sustainability Advisory Services has recommended qualified support for the proposal in recent years, previously-identified structural concerns persist for the year under review and the magnitude of remuneration for the CEO and, notably, Head of CGM O'Kane, increased significantly amid mixed company performance (including negative one-year annual TSR). These concerns are heightened in the context of a quantitative pay-for-performance misalignment, which has endured for several years. Notably, the profit share award for the CEO – already at a concerning magnitude – increased substantially a yearly basis and, as a result, the total remuneration of the company's CEO is excessive when compared to the median of both the top 25 Australian companies and the Sustainability Advisory Services-selected peer group, and high even when compared to the company's global selected peer group. Further concerning is that Head of CGM O'Kane – the highest paid executive over the last three years – has had his total remuneration skyrocket from \$26.3 million in FY21 to \$36.2 million in FY22 to \$57.6 million in FY23, an excessive magnitude relative to the total CEO pay of Australian and global financial peer CEOs. Investors generally disfavor an executive compensation framework that provides multiple executives with CEO-level compensation and, in the case of Macquarie Group, Mr O'Kane's profit share alone significantly exceeds the total remuneration of CEOs at several global financial institutions which the company views as peers. Additionally, the process for determining profit share awards – which comprises the vast majority of executive KMP remuneration outcomes – lack important investor-friendly features and disclosures, and continues to rely on vague financial and non-financial factors. The hallmarks of shareholder-friendly remuneration frameworks at large-cap, global financial institutions include pre-set target and maximum incentive award opportunities, metric weightings, and transparent pre-set threshold, target and maximum goals. In this case, however, individual profit share award determinations are discretionary. In light of these factors, the quantitative pay-for-performance misalignment is not mitigated and support for this proposal is not warranted.</i>					
4	Approve Termination Benefits	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Whilst the degree of discretion afforded to the board to accelerate vesting in certain circumstances remains problematic, the overall termination benefits framework appears reasonable, especially in light of the short notice period for the majority of relevant executives, and malus provisions apply to both the profit share awards and LTI.</i>					
5	Approve Participation of Shemara Wikramanayake in the Macquarie Group Employee Retained Equity Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: A qualified vote FOR this resolution is warranted, primarily on the basis that the structure and quantum of the PSUs are consistent with good market practice and improved shareholder interests. The deferral of the RSUs and the PSUs awards are superior, including a the seven-year deferral period for RSUs and a four-year performance period for the PSUs (which will be extended to five-years beginning in FY24) combined with two performance measures - relative ROE and EPS CAGR, and malus provisions applicable to RSUs and PSUs. Concerns that justify the qualified nature of the vote recommendation include * the high quantum of the RSU awards, which are well in excess of median for similar sized companies in ASX 1-25 and an Sustainability Advisory Services-selected industry peer group, as well as certain global financial institution peers cited by the company, and * the false choice, that if the resolution is not passed by shareholders, the company with consider an alternative form of payment. To this extent, concerns may be adequately signaled by shareholders in their votes on the remuneration report (Item 3). Some shareholders may prefer to vote against this resolution based on the high quantum of the RSU awards.</i>					

NetApp, Inc.

Meeting Date: 09/13/2023

Country: USA

Ticker: NTAP

Record Date: 07/17/2023

Meeting Type: Annual

Primary Security ID: 64110D104

Shares Voted: 31,750

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director T. Michael Nevens	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1b	Elect Director Deepak Ahuja	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Gerald Held	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director Kathryn M. Hill	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Deborah L. Kerr	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director George Kurian	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Carrie Palin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Scott F. Schenkel	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director George T. Shaheen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. STI awards were primarily based on pre-set objective metrics. Though improvements could be made to rigor and disclosure for LTI awards, the majority of equity awards are performance-conditioned, with half based on a multi-year performance period.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
	<i>Voting Policy 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.</i>				
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.</i>				
5	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as a lower ownership threshold would provide for a more useful special meeting right for shareholders, and the likelihood of abuse is small.</i>				
6	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the purchase price and number of shares reserved is reasonable, and the offering period is within the limits prescribed by Section 423 of the Internal Revenue Code.</i>				
7	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The plan cost is excessive * The three-year average burn rate is excessive * The plan permits liberal recycling of shares * The plan allows broad discretion to accelerate vesting</i>				

Conagra Brands, Inc.

Meeting Date: 09/14/2023

Country: USA

Ticker: CAG

Record Date: 07/25/2023

Meeting Type: Annual

Primary Security ID: 205887102

Shares Voted: 22,262

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Anil Arora	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director Thomas "Tony" K. Brown	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director Emanuel "Manny" Chirico	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director Sean M. Connolly	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director George Dowdie	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Francisco J. Fraga	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Fran Horowitz	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Richard H. Lenny	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director Melissa Lora	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director Ruth Ann Marshall	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1k	Elect Director Denise A. Paulonis	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
	<i>Voting Policy 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.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance were reasonably aligned for the year in review.</i>				
4	Approve Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
5	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.</i>				

Conagra Brands, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Provide Right to Call a Special Meeting	SH	Against	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted as it is reasonable and in the best interests of shareholders, and that it will help increase the accountability of the board and management.					

Open Text Corporation

Meeting Date: 09/14/2023	Country: Canada	Ticker: OTEX
Record Date: 08/03/2023	Meeting Type: Annual	
Primary Security ID: 683715106		

Shares Voted: 16,822

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director P. Thomas Jenkins	Mgmt	For	For	For
Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.					
1.2	Elect Director Mark J. Barrenechea	Mgmt	For	For	For
Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.					
1.3	Elect Director Randy Fowlie	Mgmt	For	For	For
Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.					
1.4	Elect Director David Fraser	Mgmt	For	For	For
Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.					
1.5	Elect Director Gail E. Hamilton	Mgmt	For	For	For
Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.					
1.6	Elect Director Robert (Bob) Hau	Mgmt	For	For	For
Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.					
1.7	Elect Director Ann M. Powell	Mgmt	For	For	For
Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.					
1.8	Elect Director Stephen J. Sadler	Mgmt	For	For	For
Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.					
1.9	Elect Director Michael Slaunwhite	Mgmt	For	For	For
Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.					
1.10	Elect Director Katharine B. Stevenson	Mgmt	For	For	For
Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.					
1.11	Elect Director Deborah Weinstein	Mgmt	For	For	For
Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.					
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
Voting Policy Rationale: Vote FOR the ratification of KPMG LLP as auditor as non-audit fees (0 percent) were reasonable relative to total fees paid to the auditor.					

Open Text Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this non-binding advisory vote is warranted at this time. The quantitative pay-for-performance screen has continued to identify a high concern. In the prior two years, the company received 78 percent and 45 percent shareholder support for its say-on-pay proposals at its 2021 AGM and 2022 AGM, respectively. While the company's TSR outperformed its 4-digit GICS peer group median and the S&P/TSX Composite Index on a one-year basis, it underperformed both on a three- and five-year basis. Compared to the company's updated self-select peer group, the company has underperformed its peers on a one-, three-, and five-year timeframe. In contrast, the CEO's compensation ranked at the top quartile among the peers over one- and three- year timeframes. The CEO pay increased by 46 percent compared to Fiscal 2022 and 11 percent compared to Fiscal 2021. The primary driver for the substantial pay increase is the grant of 1,000,000 one-time performance stock options (assuming maximum performance) to the CEO, with the only performance metric affixed to this grant being the quarterly average share price. In addition, the vested options can be exercised by the CEO at the earlier of the fifth anniversary of the grant date and the date he departs from the company. This grant was made only two years after the Fiscal 2021 one-time performance options grant, also with share price as the only performance-vesting condition. At the time of the Fiscal 2023 grant, the previous Fiscal 2021 grant was underwater but still had three years to vest with a remaining five-year term. Moreover, the Fiscal 2023 grant is much larger in size but lower in exercise price and price hurdles than the Fiscal 2021 grant. As such, from a shareholder perspective, the Fiscal 2023 grant appears to undermine the long term incentive purposes of the Fiscal 2021 one-time grant, and be contrary to a pay-for-performance philosophy. Furthermore, in connection to the Micro Focus acquisition, other NEOs were granted significant one-time stock option awards without any performance-vesting conditions. In light of the above, the say-on-pay resolution does not warrant support.</i>					

Novartis AG

Meeting Date: 09/15/2023	Country: Switzerland	Ticker: NOVN
Record Date:	Meeting Type: Extraordinary Shareholders	
Primary Security ID: H5820Q150		

Shares Voted: 5,417

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Special Distribution by Way of a Dividend in Kind to Effect the Spin-Off of Sandoz Group AG	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these proposals are warranted given the sound strategic rationale for the spin-off and the capital reduction is being effected proportionately against all capital.</i>					
2	Approve CHF 22.8 Million Reduction in Share Capital via Reduction of Nominal Value in Connection with the Spin-Off	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these proposals are warranted given the sound strategic rationale for the spin-off and the capital reduction is being effected proportionately against all capital.</i>					
3	Transact Other Business (Voting)	Mgmt	For	Against	Against
<i>Voting Policy 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.</i>					

Darden Restaurants, Inc.

Meeting Date: 09/20/2023	Country: USA	Ticker: DRI
Record Date: 07/26/2023	Meeting Type: Annual	
Primary Security ID: 237194105		

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Margaret Shan Atkins	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.2	Elect Director Ricardo (Rick) Cardena	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.3	Elect Director Juliana L. Chugg	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.4	Elect Director James P. Fogarty	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.5	Elect Director Cynthia T. Jamison	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.6	Elect Director Nana Mensah	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.7	Elect Director William S. Simon	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.8	Elect Director Charles M. Sonstebj	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.9	Elect Director Timothy J. Wilmott	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. While a disclosure concern is noted, annual incentives were entirely determined by pre-set objective metrics, and a majority of NEOs' target long-term incentives are performance conditioned.				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
	Voting Policy 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.				
4	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.				
5	Adopt GHG Emissions Reduction Targets Aligned with the Paris Agreement Goal	SH	Against	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted, as setting greenhouse gas emission reduction targets would help the company better align with its peers and address risks related to climate change.				
6	Report on Risks Due to Restrictions on Reproductive Rights	SH	Against	For	For
	Voting Policy Rationale: A vote FOR this resolution is warranted, as additional information on the potential risks and costs associated with proposed or enacted state policies that restrict reproductive healthcare would allow shareholders to assess how the company is managing such risks.				

Suncorp Group Limited

Meeting Date: 09/26/2023

Country: Australia

Ticker: SUN

Record Date: 09/24/2023

Meeting Type: Annual

Primary Security ID: Q88040110

Shares Voted: 51,998

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A qualified vote FOR the remuneration report is warranted. STI outcomes for executives were below outcomes in the prior year despite improved reported financial results and appreciation of the company's share price in FY23, and the FY21 LTI was tested against the original financial performance measures prior to being tested early in FY22 (as approved by shareholders at the 2022 AGM) and does not appear to be misaligned with shareholder interests. The qualification is raised to highlight: * Continued poor disclosure practices with regard to the increases in fixed remuneration and in the company's STI scorecard; * Significant weighting to the achievement of non-financial performance measures in the FY23 STI and FY24 LTI, as provided by APRA's Remuneration Prudential Standard CPS511, which may lead to remuneration outcomes that are misaligned with shareholder interests, if appropriate downward board discretion is not exercised under CPS511 (see clauses 31(c)(iii), 32(b), and 36); * Lack of relevant non-financial performance measures relating to relevant business and operational risk management or any of the issues identified by the 2018 Royal Commission into Banking for the FY23 STI award and the FY24 LTI award; and * The rollover of the additional 20 percent STI award in FY23 into FY24 may be considered by some shareholders to a contrivance given the sale of the Bank business was not completed in FY23 as expected.</i></p>					
2	Approve Grant of Performance Rights to Steven Johnston	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A qualified vote FOR the FY24 LTI grant is warranted. * There is a 70 percent majority weighting to relative TSR, being sufficiently aligned with shareholder outcomes and market practice. * The remaining 30 percent of the LTI is based on non-financial measures as required by APRA Prudential Standard CPS 511, with increased deferral of vesting out to six years (equally over four, five, and six after a three-year performance period). The qualification is to highlight concern and potential misalignment with shareholders. * A three-year performance period is materially inconsistent with other banking and insurance peers, and inconsistent with the progress in the market amongst larger ASX-listed entities which have performance periods of 4 or more years. * There is a 30 percent weighting to a "customer satisfaction" measure and "trust and reputation" measure which are not considered to be well aligned with non-financial targets which more closely related to risk and prudential matters being the subject of APRA's oversight, or in addressing the issues and risks identified in the 2018 Royal Commission.</i></p>					
3a	Elect Elmer Funke Kupper as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR both director nominees is warranted at this time.</i></p>					
3b	Elect Simon Machell as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR both director nominees is warranted at this time.</i></p>					

VOTE SUMMARY REPORT

Date range covered : 10/01/2023 to 12/31/2023

LOCATION(S): ALL LOCATIONS

INSTITUTION ACCOUNT(S): SUN LIFE GLOBAL
DIVIDEND PRIVATE POOL

Bunge Limited

Meeting Date: 10/05/2023Country: BermudaTicker: BG

Record Date: 08/03/2023Meeting Type: Extraordinary
Shareholders

Primary Security ID: G16962105

Shares Voted: 5,457

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Change Country of Incorporation [Bermuda to Switzerland]	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted as, on balance, the proposed reincorporation would not materially diminish the rights of shareholders.					
2	Approve Acquisition of Viterra Limited	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this transaction is warranted. The strategic rationale appears sound, the merger is expected to generate cost savings and be accretive to earnings, and market reaction since the unaffected date has been positive.					
3	Adjourn Meeting	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted, as the underlying transaction (Item 1) merits support.					

Singapore Exchange Limited

Meeting Date: 10/05/2023Country: SingaporeTicker: S68

Record Date:Meeting Type: Annual

Primary Security ID: Y79946102

Shares Voted: 43,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For	For
Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR this resolution is warranted.					
2	Approve Final Dividend	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine dividend proposal.					
3a	Elect Lim Chin Hu as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.					
3b	Elect Loh Boon Chye as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.					
3c	Elect Mark Makepeace as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.					

Singapore Exchange Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3d	Elect Yeoh Oon Jin as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.					
4a	Elect Julie Gao as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.					
4b	Elect Lin Huey Ru as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.					
5	Approve Directors' Fees to be Paid to the Chairman	Mgmt	For	For	For
Voting Policy Rationale: Director fees in Singapore are usually reasonable. In the absence of known concerns over director fees at the company, a vote FOR these proposals is warranted.					
6	Approve Directors' Fees to be Paid to All Directors (Other than the Chief Executive Officer)	Mgmt	For	For	For
Voting Policy Rationale: Director fees in Singapore are usually reasonable. In the absence of known concerns over director fees at the company, a vote FOR these proposals is warranted.					
7	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.					
8	Elect Claire Perry O'Neill as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.					
9	Approve Issuance of Shares Pursuant to the Singapore Exchange Limited Scrip Dividend Scheme	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted given the Scrip Dividend Scheme would provide shareholders with the discretion and flexibility to receive dividends in the form of new shares in lieu of cash depending on their individual investment objectives.					
10	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted because the issuance request without preemptive rights is within the recommended limit.					
11	Authorize Share Repurchase Program	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted given that the size and pricing provisions of the proposed repurchase mandate are within the recommended limits.					

The Procter & Gamble Company

Meeting Date: 10/10/2023	Country: USA	Ticker: PG
Record Date: 08/11/2023	Meeting Type: Annual	
Primary Security ID: 742718109		

Shares Voted: 4,244

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director B. Marc Allen	Mgmt	For	For	For
Voting Policy Rationale: Votes AGAINST CEO and Board Chair Jon Moeller, Lead Director Joseph Jimenez, chair of the Governance and Public Responsibility Committee Angela Braly, and longest tenured board member Patricia Woertz are warranted due to the board's insufficient actions to adopt adequate no-deforestation commitments. Votes FOR the remaining director nominees are warranted at this time.					
1b	Elect Director Brett Biggs	Mgmt	For	For	For
Voting Policy Rationale: Votes AGAINST CEO and Board Chair Jon Moeller, Lead Director Joseph Jimenez, chair of the Governance and Public Responsibility Committee Angela Braly, and longest tenured board member Patricia Woertz are warranted due to the board's insufficient actions to adopt adequate no-deforestation commitments. Votes FOR the remaining director nominees are warranted at this time.					
1c	Elect Director Sheila Bonini	Mgmt	For	For	For
Voting Policy Rationale: Votes AGAINST CEO and Board Chair Jon Moeller, Lead Director Joseph Jimenez, chair of the Governance and Public Responsibility Committee Angela Braly, and longest tenured board member Patricia Woertz are warranted due to the board's insufficient actions to adopt adequate no-deforestation commitments. Votes FOR the remaining director nominees are warranted at this time.					
1d	Elect Director Angela F. Braly	Mgmt	For	Against	Against
Voting Policy Rationale: Votes AGAINST CEO and Board Chair Jon Moeller, Lead Director Joseph Jimenez, chair of the Governance and Public Responsibility Committee Angela Braly, and longest tenured board member Patricia Woertz are warranted due to the board's insufficient actions to adopt adequate no-deforestation commitments. Votes FOR the remaining director nominees are warranted at this time.					
1e	Elect Director Amy L. Chang	Mgmt	For	For	For
Voting Policy Rationale: Votes AGAINST CEO and Board Chair Jon Moeller, Lead Director Joseph Jimenez, chair of the Governance and Public Responsibility Committee Angela Braly, and longest tenured board member Patricia Woertz are warranted due to the board's insufficient actions to adopt adequate no-deforestation commitments. Votes FOR the remaining director nominees are warranted at this time.					
1f	Elect Director Joseph Jimenez	Mgmt	For	Against	Against
Voting Policy Rationale: Votes AGAINST CEO and Board Chair Jon Moeller, Lead Director Joseph Jimenez, chair of the Governance and Public Responsibility Committee Angela Braly, and longest tenured board member Patricia Woertz are warranted due to the board's insufficient actions to adopt adequate no-deforestation commitments. Votes FOR the remaining director nominees are warranted at this time.					
1g	Elect Director Christopher Kempczinski	Mgmt	For	For	For
Voting Policy Rationale: Votes AGAINST CEO and Board Chair Jon Moeller, Lead Director Joseph Jimenez, chair of the Governance and Public Responsibility Committee Angela Braly, and longest tenured board member Patricia Woertz are warranted due to the board's insufficient actions to adopt adequate no-deforestation commitments. Votes FOR the remaining director nominees are warranted at this time.					
1h	Elect Director Debra L. Lee	Mgmt	For	For	For
Voting Policy Rationale: Votes AGAINST CEO and Board Chair Jon Moeller, Lead Director Joseph Jimenez, chair of the Governance and Public Responsibility Committee Angela Braly, and longest tenured board member Patricia Woertz are warranted due to the board's insufficient actions to adopt adequate no-deforestation commitments. Votes FOR the remaining director nominees are warranted at this time.					
1i	Elect Director Terry J. Lundgren	Mgmt	For	For	For
Voting Policy Rationale: Votes AGAINST CEO and Board Chair Jon Moeller, Lead Director Joseph Jimenez, chair of the Governance and Public Responsibility Committee Angela Braly, and longest tenured board member Patricia Woertz are warranted due to the board's insufficient actions to adopt adequate no-deforestation commitments. Votes FOR the remaining director nominees are warranted at this time.					

The Procter & Gamble Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1j	Elect Director Christine M. McCarthy	Mgmt	For	For	For
Voting Policy Rationale: Votes AGAINST CEO and Board Chair Jon Moeller, Lead Director Joseph Jimenez, chair of the Governance and Public Responsibility Committee Angela Braly, and longest tenured board member Patricia Woertz are warranted due to the board's insufficient actions to adopt adequate no-deforestation commitments. Votes FOR the remaining director nominees are warranted at this time.					
1k	Elect Director Jon R. Moeller	Mgmt	For	Against	Against
Voting Policy Rationale: Votes AGAINST CEO and Board Chair Jon Moeller, Lead Director Joseph Jimenez, chair of the Governance and Public Responsibility Committee Angela Braly, and longest tenured board member Patricia Woertz are warranted due to the board's insufficient actions to adopt adequate no-deforestation commitments. Votes FOR the remaining director nominees are warranted at this time.					
1l	Elect Director Robert J. Portman	Mgmt	For	For	For
Voting Policy Rationale: Votes AGAINST CEO and Board Chair Jon Moeller, Lead Director Joseph Jimenez, chair of the Governance and Public Responsibility Committee Angela Braly, and longest tenured board member Patricia Woertz are warranted due to the board's insufficient actions to adopt adequate no-deforestation commitments. Votes FOR the remaining director nominees are warranted at this time.					
1m	Elect Director Rajesh Subramaniam	Mgmt	For	For	For
Voting Policy Rationale: Votes AGAINST CEO and Board Chair Jon Moeller, Lead Director Joseph Jimenez, chair of the Governance and Public Responsibility Committee Angela Braly, and longest tenured board member Patricia Woertz are warranted due to the board's insufficient actions to adopt adequate no-deforestation commitments. Votes FOR the remaining director nominees are warranted at this time.					
1n	Elect Director Patricia A. Woertz	Mgmt	For	Against	Against
Voting Policy Rationale: Votes AGAINST CEO and Board Chair Jon Moeller, Lead Director Joseph Jimenez, chair of the Governance and Public Responsibility Committee Angela Braly, and longest tenured board member Patricia Woertz are warranted due to the board's insufficient actions to adopt adequate no-deforestation commitments. Votes FOR the remaining director nominees are warranted at this time.					
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted. Although certain annual incentives lack disclosure of targets and actual results, bonus payouts are commensurate with financial performance. In addition, half of the long-term equity awards are performance-conditioned, and PSUs are measured over a multi-year performance period with forward-looking goals disclosed.					
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
Voting Policy 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.					
5	Report on Third-Party Civil Rights Audit of Reverse Discrimination	SH	Against	Against	Against
Voting Policy Rationale: A vote AGAINST this resolution is warranted as the company’s current policies and disclosures provide adequate information for shareholders to determine whether its policies are having an impact on "non-BIPOC (Black, Indigenous and people of color) and non-Latinx/a/o/e communities.”					
6	Report on Risks Related to Operations in China	SH	Against	Against	Against
Voting Policy Rationale: A vote AGAINST this proposal is warranted, as the company appears to provide shareholders with sufficient disclosure to understand to what extent corporate operations depend on China.					

The Procter & Gamble Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Amend Bylaws to Require Shareholder Approval of Certain Provisions Related to Director Nominations by Shareholders	SH	Against	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted. Although the board has not unilaterally adopted any problematic advance notice provisions in the Code of Regulations, the proposal is considered to be narrowly tailored to prevent unilateral adoption only of highly restrictive provisions to which shareholders have objected at other companies.					

Commonwealth Bank of Australia

Meeting Date: 10/11/2023	Country: Australia	Ticker: CBA
Record Date: 10/09/2023	Meeting Type: Annual	
Primary Security ID: Q26915100		

Shares Voted: 8,379

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2a	Elect Rob Whitfield as Director	Mgmt	For	For	For
Voting Policy Rationale: Votes FOR both nominees is warranted as no material governance issues have been identified.					
2b	Elect Simon Moutter as Director	Mgmt	For	For	For
Voting Policy Rationale: Votes FOR both nominees is warranted as no material governance issues have been identified.					
3	Approve Remuneration Report	Mgmt	For	For	For
Voting Policy Rationale: A qualified vote FOR the remuneration report is warranted. Quantitative pay for performance analysis indicates a low degree of concern for misalignment between pay and performance and shareholder outcomes. The Board applied an upward adjustment to financial hurdles in response to favourable market conditions during the year. This qualification is based on concerns that the variable award structure has a high weighting to non-financial measures, ongoing service conditions and overlay assessments by the Board. The absence of rigorous performance metrics has the potential to result in more certainty of remuneration outcomes as follows: * A high portion of the short-term incentive (60 percent) is allocated to achieving strategic and non-financial measures (customer and leadership) with largely undisclosed targets. The financial measures (40 percent) are well disclosed including targets. * The long-term alignment award is likely to result in high vesting as the primary assessment of performance is based on ongoing service over four and five years with a pre-grant and pre-vesting assessment by the Board.					
4	Approve Grant of Restricted Share Units and Performance Rights to Matt Comyn	Mgmt	For	For	For
Voting Policy Rationale: A qualified vote FOR this grant is warranted. The structure of this FY24 LTI grant is essentially unchanged from the prior year. The terms and conditions of the performance rights component of the award are sufficiently consistent with shareholder interests and accepted market practice. Concerns for shareholders are mainly confined to the restricted share units, given that the primary measure for vesting is non-financial based on continued service over four and five-year periods with overlaying discretion by the Board based on pre-grant and pre-vesting assessment of individual, strategic and leadership performance and potential malus and clawback provisions. These pre-vest criteria appear to involve excessive board subjectivity and arguably a high probability of vesting. Without substantive, specific and fully disclosed performance measures the grant of restricted share units essentially represents deferred fixed remuneration which is inconsistent with shareholder interests despite the new measures being introduced with the goal of addressing the requirements of the new APRA Prudential Standard CPS511 Remuneration requirements.					

CSL Limited

Meeting Date: 10/11/2023	Country: Australia	Ticker: CSL
Record Date: 10/09/2023	Meeting Type: Annual	
Primary Security ID: Q3018U109		

Shares Voted: 588

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Appoint Deloitte Touche Tohmatsu as Auditor of the Company	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the appointment of Deloitte Touché Tohmatsu as the company's auditor is warranted. Given the length of tenure of the current auditor, Ernst & Young, a new auditor is considered by the board to be appropriate.					
3	Elect Carolyn Hewson as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the re-election of Carolyn Hewson is warranted. No material concerns have been identified regarding her nomination in respect of board and committee composition.					
4	Approve Remuneration Report	Mgmt	For	For	For
Voting Policy Rationale: A qualified vote FOR the remuneration report noting reduced STI bonuses compared with the prior year being sufficient aligned with the company's FY23 performance, and LTI vesting in line with shareholder-approved performance targets. The key concerns to be highlighted include: * The quantum of the CEO's full year total remuneration is well above Australian market medians and leading to a high concern in quantitative pay for performance analysis. * Absence of specific and quantified disclosure of financial performance targets and hurdles in the STI, being a retrograde step from FY22 when these were disclosed. * The STI bonus continues to be subject to achievement of non-financial performance measures representing 40 percent of the STI scorecard, with many of these objectives appearing to be 'day job' responsibilities of executives. * The previously identified structural concerns in the LTI plan ROIC performance measure which is assessed over seven years but including four prior years' known results and only three prospective years. While these issues have been addressed by the company for grants from FY24 onwards, this issue continues to be relevant for the FY23 grant and all other grants that remain on-foot. * The Chairman's fees remain well above market median. * The former CEO's termination arrangements, which has resulted in the company effectively remunerating two CEOs.					
5	Approve Grant of performance Share Units to Paul McKenzie	Mgmt	For	For	For
Voting Policy Rationale: A qualified vote FOR the grant of PSUs to the CEO is warranted. The company has made positive changes to the structure of the grant. * The four-year look back/ three-year forward looking performance period structure in prior LTI grants for the ROIC performance measure has been removed and replaced with a more conventional three-year forward looking performance period only, being consistent with accepted market practice. * The new CEO's fixed remuneration and LTI grant opportunity were set lower than the former CEO's, and the value of the CEO's FY24 LTI grant is 8.4 percent lower than the former CEO's in FY23. The qualification is raised to highlight the following persisting concerns: * Despite the decrease in fixed remuneration and LTI opportunity, the quantum of the CEO's FY24 LTI grant is excessive, given it is well above the median of both Australian market capitalisation (ASX1-25) and industry peers, being 3.0x and 3.8x the median, respectively. * The rigor of the new three-year forward looking ROIC performance measure, with maximum vesting at 12.8 percent average ROIC, being inconsistent with how the company has set hurdles for the EPS growth tranche, with base level set at reported FY23 EPS. * A three-year performance period may be considered by shareholders as inferior to similar-sized companies in the ASX 1-25 peer group.					

Meeting Date: 10/16/2023Country: AustraliaTicker: SGP
Record Date: 10/14/2023Meeting Type: Annual
Primary Security ID: Q8773B105

Shares Voted: 50,380

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Elect Tom Pockett as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the re-election of the independent directors Tom Pockett and Andrew Stevens is warranted. No material issues are identified regarding board and committee composition from their re-elections, nor any wider corporate governance concerns. A qualified vote FOR the re-election of Kate McKenzie is warranted, noting that she is a director of ASX-listed AMP Limited where performance and corporate governance concerns are noted.					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Elect Kate McKenzie as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the re-election of the independent directors Tom Pockett and Andrew Stevens is warranted. No material issues are identified regarding board and committee composition from their re-elections, nor any wider corporate governance concerns. A qualified vote FOR the re-election of Kate McKenzie is warranted, noting that she is a director of ASX-listed AMP Limited where performance and corporate governance concerns are noted.					
4	Elect Andrew Stevens as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the re-election of the independent directors Tom Pockett and Andrew Stevens is warranted. No material issues are identified regarding board and committee composition from their re-elections, nor any wider corporate governance concerns. A qualified vote FOR the re-election of Kate McKenzie is warranted, noting that she is a director of ASX-listed AMP Limited where performance and corporate governance concerns are noted.					
5	Approve Remuneration Report	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted because: no material disconnect between pay and performance and securityholder outcomes has been observed for the period under review. STI bonuses were reduced compared to the prior year in line with the disclosed performance targets and results and LTI vesting was at 100 percent given the TSR targets were met. Some shareholders may be concerned with above peer average STI and LTI opportunities that could push total CEO remuneration to be well above peers. Remuneration is generally aligned with company performance and disclosure of STI financial targets was improved for provide greater transparency of targeted results, allowing shareholders to better asses the rigor of the performance hurdles.					
6	Approve Grant of Performance Rights to Tarun Gupta	Mgmt	For	For	For
Voting Policy Rationale: A qualified vote FOR this resolution is warranted. The structure of the LTI is broadly unchanged from the prior year, and remains sufficiently aligned with improved shareholder interests. * There is a relative and absolute TSR performance measure, with targets being clearly disclosed for shareholder assessment and consistent with the prior year. * There is a three-year performance period which is at the minimum accepted in this market, however, inferior with the trend amongst market cap peers which have moved to performance periods of 4 years or more. Concerns are noted that: * The relative TSR measure is assessed against a narrow and curated peer group; * The value of the LTI to the CEO at maximum is 300 percent of his fixed remuneration which is excessive and well above industry and market cap peers. * In FY23, the company only granted the "at target" value of the LTI, being 200 percent of CEO fixed remuneration. Seeking approval for "at target" LTI awards may reduce the level of amortization of the LTI in the company's financial statements and reduce the perceived level of the CEO's granted total remuneration when shareholders are seeking to compare with peers.					

Barratt Developments Plc

Meeting Date: 10/18/2023

Record Date: 10/16/2023

Primary Security ID: G08288105

Country: United Kingdom

Meeting Type: Annual

Ticker: BDEV

Shares Voted: 42,201

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.					
2	Approve Remuneration Report	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the remuneration report is considered warranted, as no significant concerns have been identified.					
3	Approve Remuneration Policy	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the remuneration policy is warranted as no material concerns have been identified.					

Barratt Developments Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Final Dividend	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.				
5	Elect Caroline Silver as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.				
6	Elect Jasi Halai as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.				
7	Elect Nigel Webb as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.				
8	Re-elect David Thomas as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.				
9	Re-elect Steven Boyes as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.				
10	Re-elect Mike Scott as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.				
11	Re-elect Katie Bickerstaffe as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.				
12	Re-elect Jock Lennox as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.				
13	Re-elect Chris Weston as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.				
14	Reappoint Deloitte LLP as Auditors	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.				
15	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this item is warranted because there are no concerns regarding this proposal.				
16	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.				
17	Approve Long Term Performance Plan	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this item is warranted in the absence of any significant concerns.				
18	Approve Deferred Bonus Plan	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this item is warranted in the absence of any significant concerns.				
19	Authorise Issue of Equity	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.				
20	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.				

Barratt Developments Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
21	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.					
22	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.					
23	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.					

Dexus

Meeting Date: 10/25/2023

Record Date: 10/23/2023

Primary Security ID: Q318A1104

Country: Australia

Meeting Type: Annual

Ticker: DXS

Shares Voted: 34,396

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	Against	Against
Voting Policy Rationale: VOTE RECOMMENDATION A vote AGAINST the remuneration report is warranted because: * The quantitative Pay for Performance model indicates a high degree of concern for misalignment of pay, performance and shareholder outcomes in FY23. * Financial STI measures were down weighted from 75 percent to 60 percent; * AFFO growth in FY23 was negative, and there appears no gateway requirement for AFFO growth to be positive; and * Non-financial measures in the LTI, representing 20 percent of the award, which appears to be assessed against the core duties of the executive's role (ie. development, investment, funds management, and sustainability), with clear similarities to non-financial measures in the STI Award, lead to concerns regarding rewarding executives twice for achievement of the same performance measures.					
2	Approve Grant of Performance Rights to Darren Steinberg	Mgmt	For	For	For
Voting Policy Rationale: A qualified vote FOR the Grant of Performance Rights to the CEO is warranted. The two financial performance measures (Relative TSR and ROCE) are sufficiently aligned with improved shareholder interests over two performance periods. The qualification is to highlight concerns for the following: * With no positive TSR 'gateway' it is possible for executives to be awarded a bonus based on achievement against peers on a relative basis, even if the absolute TSR outcome over the performance period is negative and shareholders have lost money; and * The continued utilisation of non-financial performance measures, offers bonuses for the "day job" of the CEO.					
3.1	Elect Paula Dwyer as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the election of Paula Dwyer (Item 3.1) and Rhonda Phillippo (Item 3.2) is warranted. All nominees serve as independent non-executive directors on a majority independent board. No material concerns are identified regarding board and committee composition resulting from their election.					
3.2	Elect Rhoda Phillippo as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the election of Paula Dwyer (Item 3.1) and Rhonda Phillippo (Item 3.2) is warranted. All nominees serve as independent non-executive directors on a majority independent board. No material concerns are identified regarding board and committee composition resulting from their election.					

Meeting Date: 11/01/2023

Record Date: 10/30/2023

Primary Security ID: Q1498M100

Country: Australia

Meeting Type: Annual

Ticker: BHP

Shares Voted: 18,989

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Elect Xiaoqun Clever as Director	Mgmt	For	For	For
Voting Policy 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 Kenneth (Ken) MacKenzie 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.					
3	Elect Ian Cockerill as Director	Mgmt	For	For	For
Voting Policy 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 Kenneth (Ken) MacKenzie 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.					
4	Elect Gary Goldberg as Director	Mgmt	For	For	For
Voting Policy 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 Kenneth (Ken) MacKenzie 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.					
5	Elect Michelle Hinchliffe as Director	Mgmt	For	For	For
Voting Policy 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 Kenneth (Ken) MacKenzie 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.					
6	Elect Ken MacKenzie as Director	Mgmt	For	Against	Against
Voting Policy 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 Kenneth (Ken) MacKenzie 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.					
7	Elect Christine O'Reilly as Director	Mgmt	For	For	For
Voting Policy 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 Kenneth (Ken) MacKenzie 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.					

BHP Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Elect Catherine Tanna as Director	Mgmt	For	For	For
Voting Policy 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 Kenneth (Ken) MacKenzie 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.					
9	Elect Dion Weisler as Director	Mgmt	For	For	For
Voting Policy 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 Kenneth (Ken) MacKenzie 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.					
10	Approve Remuneration Report	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted. The remuneration structure is generally unchanged from the prior year, bonus outcomes are not inconsistent with company performance with a strong deferral program and the full vesting of the 2018 LTI is in line with company's performance over a five-year period. Nevertheless, the recommendation is qualified to raise concerns for: * Substantial increases proposed in FY24 to chair and director fees which are already well above Australian market index and industry peers. * The substantially reduced ROCE target range in the STI allowed for a "slightly below target" achievement of the financial measures. If the prior year's target range had been maintained the financial measure would not have been met. * The high potential quantum of awards available to the CEO through STI and LTI plans, exacerbated by increases to the CEO's base salary in FY23 and FY24. * The quantum of the bonus opportunities are high when compared to other large Australian-listed companies and raises concerns particularly in the context of the CEO's already competitive salary. * With regard to the STI, only 50 percent is linked to objective financial metrics with the remaining being linked to Safety & Sustainability (S&S) and Group measures (25 percent each). * There is no positive TSR 'gateway' for relative TSR measure in the LTI grant, without which it is possible for executives to be awarded a bonus based on achievement against peers on a relative basis, where on an absolute basis, shareholders have lost money.					
11	Approve Grant of Awards to Mike Henry	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted. The structure of the CDP and LTI awards and the performance metrics for the LTI awards are unchanged from the prior year and sufficiently aligned with market expectations and shareholder interests.					
12	Approve Renewal of Potential Leaving Entitlements	Mgmt	None	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted because no material concerns have been identified.					

Lam Research Corporation

Meeting Date: 11/07/2023

Record Date: 09/08/2023

Primary Security ID: 512807108

Country: USA

Meeting Type: Annual

Ticker: LRCX

Shares Voted: 4,443					
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Sohail U. Ahmed	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1b	Elect Director Timothy M. Archer	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					

Lam Research Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Eric K. Brandt	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1d	Elect Director Michael R. Cannon	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1e	Elect Director John M. Dineen	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1f	Elect Director Ho Kyu Kang	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1g	Elect Director Bethany J. Mayer	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1h	Elect Director Jyoti K. Mehra	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1i	Elect Director Abhijit Y. Talwalkar	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1j	Elect Director Lih Shyng (Rick L.) Tsai	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1k	Elect Director Leslie F. Varon	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned. Long-term incentive awards are majority performance based and utilize a multi-year performance period. Some concerns are identified; however, as half of the annual incentive is earned based on individual performance, and performance assessment appears largely qualitative.					
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
Voting Policy 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.					
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.					

Automatic Data Processing, Inc.

Meeting Date: 11/08/2023

Country: USA

Ticker: ADP

Record Date: 09/11/2023

Meeting Type: Annual

Primary Security ID: 053015103

Shares Voted: 7,510

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Peter Bisson	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					

Automatic Data Processing, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director Maria Black	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1c	Elect Director David V. Goeckeler	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1d	Elect Director Linnie M. Haynesworth	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1e	Elect Director John P. Jones	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1f	Elect Director Francine S. Katsoudas	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1g	Elect Director Nazzic S. Keene	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1h	Elect Director Thomas J. Lynch	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1i	Elect Director Scott F. Powers	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1j	Elect Director William J. Ready	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1k	Elect Director Carlos A. Rodriguez	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1l	Elect Director Sandra S. Wijnberg	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted. Annual incentives are linked to pre-set financial metrics and objective strategic goals, and a majority of equity awards are performance-based and measured over a multi-year period.					
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
Voting Policy 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.					
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.					

Evolution AB

Meeting Date: 11/09/2023	Country: Sweden	Ticker: EVO
Record Date: 11/01/2023	Meeting Type: Extraordinary Shareholders	
Primary Security ID: W3287P115		

Evolution AB

Shares Voted: 1,982					
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
Voting Policy Rationale: These are routine meeting formalities.					
2	Elect Chairman of Meeting	Mgmt	For	For	For
Voting Policy Rationale: These are routine meeting formalities.					
3	Prepare and Approve List of Shareholders	Mgmt	For	For	For
Voting Policy Rationale: These are routine meeting formalities.					
4	Approve Agenda of Meeting	Mgmt	For	For	For
Voting Policy Rationale: These are routine meeting formalities.					
5	Designate Inspector(s) of Minutes of Meeting	Mgmt	For	For	For
Voting Policy Rationale: These are routine meeting formalities.					
6	Acknowledge Proper Convening of Meeting	Mgmt	For	For	For
Voting Policy Rationale: These are routine meeting formalities.					
7	Approve Performance Share Plan for Key Employees	Mgmt	For	For	For
Voting Policy Rationale: A qualified vote FOR this item is warranted for the following reasons: - The plan contains positive features such as a vesting period of three years, an exercise price set at 130 percent of market price at grant, and dilution that is not excessive. - The plan incurs limited costs on the company as instead of a cash subsidy, the plan contains granting warrants free of charge which can only be exercised if the participants hold the warrants acquired at market price until exercise becomes possible. - The plan is largely in line with market practice. However, it would have been preferable to receive further details regarding the performance criteria to determine the size of warrant allocation to participants.					
8	Close Meeting	Mgmt			
Voting Policy Rationale: This is a non-voting formality.					

Oracle Corporation

Shares Voted: 9,277					
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Awo Ablo	Mgmt	For	Withhold	Withhold
Voting Policy Rationale: WITHHOLD votes are warranted for incumbent members of the board due to multiple consecutive years of insufficient responsiveness to low say-on-pay vote results. WITHHOLD votes are warranted from incumbent Governance Committee members Bruce Chizen, Leon Panetta, William Parrett, and Jeffrey Berg for the substantial pledging activity and significant concerns regarding risk oversight.					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Jeffrey S. Berg	Mgmt	For	Withhold	Withhold
Voting Policy Rationale: WITHHOLD votes are warranted for incumbent members of the board due to multiple consecutive years of insufficient responsiveness to low say-on-pay vote results. WITHHOLD votes are warranted from incumbent Governance Committee members Bruce Chizen, Leon Panetta, William Parrett, and Jeffrey Berg for the substantial pledging activity and significant concerns regarding risk oversight.					
1.3	Elect Director Michael J. Boskin	Mgmt	For	Withhold	Withhold
Voting Policy Rationale: WITHHOLD votes are warranted for incumbent members of the board due to multiple consecutive years of insufficient responsiveness to low say-on-pay vote results. WITHHOLD votes are warranted from incumbent Governance Committee members Bruce Chizen, Leon Panetta, William Parrett, and Jeffrey Berg for the substantial pledging activity and significant concerns regarding risk oversight.					
1.4	Elect Director Safra A. Catz	Mgmt	For	Withhold	Withhold
Voting Policy Rationale: WITHHOLD votes are warranted for incumbent members of the board due to multiple consecutive years of insufficient responsiveness to low say-on-pay vote results. WITHHOLD votes are warranted from incumbent Governance Committee members Bruce Chizen, Leon Panetta, William Parrett, and Jeffrey Berg for the substantial pledging activity and significant concerns regarding risk oversight.					
1.5	Elect Director Bruce R. Chizen	Mgmt	For	Withhold	Withhold
Voting Policy Rationale: WITHHOLD votes are warranted for incumbent members of the board due to multiple consecutive years of insufficient responsiveness to low say-on-pay vote results. WITHHOLD votes are warranted from incumbent Governance Committee members Bruce Chizen, Leon Panetta, William Parrett, and Jeffrey Berg for the substantial pledging activity and significant concerns regarding risk oversight.					
1.6	Elect Director George H. Conrades	Mgmt	For	Withhold	Withhold
Voting Policy Rationale: WITHHOLD votes are warranted for incumbent members of the board due to multiple consecutive years of insufficient responsiveness to low say-on-pay vote results. WITHHOLD votes are warranted from incumbent Governance Committee members Bruce Chizen, Leon Panetta, William Parrett, and Jeffrey Berg for the substantial pledging activity and significant concerns regarding risk oversight.					
1.7	Elect Director Lawrence J. Ellison	Mgmt	For	Withhold	Withhold
Voting Policy Rationale: WITHHOLD votes are warranted for incumbent members of the board due to multiple consecutive years of insufficient responsiveness to low say-on-pay vote results. WITHHOLD votes are warranted from incumbent Governance Committee members Bruce Chizen, Leon Panetta, William Parrett, and Jeffrey Berg for the substantial pledging activity and significant concerns regarding risk oversight.					
1.8	Elect Director Rona A. Fairhead	Mgmt	For	Withhold	Withhold
Voting Policy Rationale: WITHHOLD votes are warranted for incumbent members of the board due to multiple consecutive years of insufficient responsiveness to low say-on-pay vote results. WITHHOLD votes are warranted from incumbent Governance Committee members Bruce Chizen, Leon Panetta, William Parrett, and Jeffrey Berg for the substantial pledging activity and significant concerns regarding risk oversight.					
1.9	Elect Director Jeffrey O. Henley	Mgmt	For	Withhold	Withhold
Voting Policy Rationale: WITHHOLD votes are warranted for incumbent members of the board due to multiple consecutive years of insufficient responsiveness to low say-on-pay vote results. WITHHOLD votes are warranted from incumbent Governance Committee members Bruce Chizen, Leon Panetta, William Parrett, and Jeffrey Berg for the substantial pledging activity and significant concerns regarding risk oversight.					
1.10	Elect Director Renee J. James	Mgmt	For	Withhold	Withhold
Voting Policy Rationale: WITHHOLD votes are warranted for incumbent members of the board due to multiple consecutive years of insufficient responsiveness to low say-on-pay vote results. WITHHOLD votes are warranted from incumbent Governance Committee members Bruce Chizen, Leon Panetta, William Parrett, and Jeffrey Berg for the substantial pledging activity and significant concerns regarding risk oversight.					
1.11	Elect Director Charles W. Moorman	Mgmt	For	Withhold	Withhold
Voting Policy Rationale: WITHHOLD votes are warranted for incumbent members of the board due to multiple consecutive years of insufficient responsiveness to low say-on-pay vote results. WITHHOLD votes are warranted from incumbent Governance Committee members Bruce Chizen, Leon Panetta, William Parrett, and Jeffrey Berg for the substantial pledging activity and significant concerns regarding risk oversight.					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.12	Elect Director Leon E. Panetta	Mgmt	For	Withhold	Withhold
Voting Policy Rationale: WITHHOLD votes are warranted for incumbent members of the board due to multiple consecutive years of insufficient responsiveness to low say-on-pay vote results. WITHHOLD votes are warranted from incumbent Governance Committee members Bruce Chizen, Leon Panetta, William Parrett, and Jeffrey Berg for the substantial pledging activity and significant concerns regarding risk oversight.					
1.13	Elect Director William G. Parrett	Mgmt	For	Withhold	Withhold
Voting Policy Rationale: WITHHOLD votes are warranted for incumbent members of the board due to multiple consecutive years of insufficient responsiveness to low say-on-pay vote results. WITHHOLD votes are warranted from incumbent Governance Committee members Bruce Chizen, Leon Panetta, William Parrett, and Jeffrey Berg for the substantial pledging activity and significant concerns regarding risk oversight.					
1.14	Elect Director Naomi O. Seligman	Mgmt	For	Withhold	Withhold
Voting Policy Rationale: WITHHOLD votes are warranted for incumbent members of the board due to multiple consecutive years of insufficient responsiveness to low say-on-pay vote results. WITHHOLD votes are warranted from incumbent Governance Committee members Bruce Chizen, Leon Panetta, William Parrett, and Jeffrey Berg for the substantial pledging activity and significant concerns regarding risk oversight.					
1.15	Elect Director Vishal Sikka	Mgmt	For	Withhold	Withhold
Voting Policy Rationale: WITHHOLD votes are warranted for incumbent members of the board due to multiple consecutive years of insufficient responsiveness to low say-on-pay vote results. WITHHOLD votes are warranted from incumbent Governance Committee members Bruce Chizen, Leon Panetta, William Parrett, and Jeffrey Berg for the substantial pledging activity and significant concerns regarding risk oversight.					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
Voting Policy Rationale: A vote AGAINST the proposal is warranted. Following the 12th consecutive low say-on-pay vote result, the proxy vaguely described shareholder engagement efforts, and though feedback is clearly disclosed, the committee did not make any substantive changes to the executive pay program to address shareholders' concerns. Additionally, while CEO pay and company performance were reasonably aligned for the year in review, there are concerns noted within the pay program. Most notably annual equity grants to certain NEOs do not utilize performance-conditioned equity, which is inconsistent with prevailing market practices. This concern is heightened given the magnitude of certain awards and specific shareholder requests for performance-conditioned equity during engagement. Additionally, Chairman Ellison received excessive security fee perquisites in FY23, and no additional disclosure is provided regarding a sharp increase in the value of this perquisite.					
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
Voting Policy 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.					
4	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
Voting Policy Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The equity program is estimated to be excessively dilutive (overriding factor) * The plan cost is excessive * The three-year average burn rate is excessive * The plan allows broad discretion to accelerate vesting					
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.					
6	Report on Median and Adjusted Gender/Racial Pay Gaps	SH	Against	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted, as a report on gender and pay racial gaps would allow shareholders to better evaluate the progress of the company's diversity and inclusion initiatives and its management of any related risks.					
7	Require Independent Board Chair	SH	Against	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted given the importance of having an independent chairman of the board. In addition, there are ongoing concerns regarding the company's compensation practices, the significant pledging by the company's chair, and the non-robust lead director role.					

Sonic Healthcare Limited

Meeting Date: 11/16/2023

Country: Australia

Ticker: SHL

Record Date: 11/14/2023

Meeting Type: Annual

Primary Security ID: Q8563C107

Shares Voted: 9,127

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Mark Compton as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the re-election of Mark Compton (Item 1), Neville Mitchell (Item 2), and Suzanne Crowe (Item 3) is warranted as no material issues have been identified regarding board and committee composition resulting from their nomination.A qualified vote FOR the re-election of Chris Wilks (Item 4) is warranted as he is one of two executive directors on a majority independent board. The presence of multiple executive directors represents a corporate governance concern where there is a lower level of board independence.					
2	Elect Neville Mitchell as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the re-election of Mark Compton (Item 1), Neville Mitchell (Item 2), and Suzanne Crowe (Item 3) is warranted as no material issues have been identified regarding board and committee composition resulting from their nomination.A qualified vote FOR the re-election of Chris Wilks (Item 4) is warranted as he is one of two executive directors on a majority independent board. The presence of multiple executive directors represents a corporate governance concern where there is a lower level of board independence.					
3	Elect Suzanne Crowe as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the re-election of Mark Compton (Item 1), Neville Mitchell (Item 2), and Suzanne Crowe (Item 3) is warranted as no material issues have been identified regarding board and committee composition resulting from their nomination.A qualified vote FOR the re-election of Chris Wilks (Item 4) is warranted as he is one of two executive directors on a majority independent board. The presence of multiple executive directors represents a corporate governance concern where there is a lower level of board independence.					
4	Elect Chris Wilks as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the re-election of Mark Compton (Item 1), Neville Mitchell (Item 2), and Suzanne Crowe (Item 3) is warranted as no material issues have been identified regarding board and committee composition resulting from their nomination.A qualified vote FOR the re-election of Chris Wilks (Item 4) is warranted as he is one of two executive directors on a majority independent board. The presence of multiple executive directors represents a corporate governance concern where there is a lower level of board independence.					
5	Approve Remuneration Report	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the remuneration report is warranted because no material disconnect between executive pay, company performance and shareholder outcomes has been identified for the period under review. STI bonuses were paid below target, which is aligned with weakened financial results, while LTI outcomes appear reasonably aligned with the results over the three-year performance period. Concerns continue to persist in the following: * Fixed remuneration and total target remuneration is targeted at the 75th or 80th percentile; * The CEO's fixed remuneration is well above the median of his market and industry peers; * Poor and inferior disclosure in the STI, particularly with respect to the financial target; * The LTI has a three-year performance period, which now falls short of better market practice among larger ASX-listed entities with four and five years; and * Inadequate minimum shareholding requirements for executives and directors.					
6	Approve Issuance of Securities Under the Sonic Healthcare Limited Employee Option Plan	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these resolutions is warranted because the Employee Option Plan (Item 6) and the Performance Rights Plan (Item 7) comprise part of the company's remuneration framework, which is structured to be sufficiently in line with accepted market practice.					
7	Approve Issuance of Securities Under the Sonic Healthcare Limited Performance Rights Plan	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these resolutions is warranted because the Employee Option Plan (Item 6) and the Performance Rights Plan (Item 7) comprise part of the company's remuneration framework, which is structured to be sufficiently in line with accepted market practice.					

Sonic Healthcare Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Approve LTI Options and Performance Rights to Colin Goldschmidt	Mgmt	For	For	For
Voting Policy Rationale: A qualified vote FOR the FY24 LTI grant to Managing Director and CEO Colin Goldschmidt (Item 8) and Finance Director and CFO Chris Wilks (Item 9) is warranted. There are three performance measures (relative TSR, ROIC, and EPS growth) that reasonably align with improved shareholder interests. However, the qualification is to highlight the quantum of the CEO's LTI exceeds the median of market cap and industry peers, the absence of disclosure regarding the ROIC targets, and the relative TSR hurdle lacks a positive TSR gateway.					
9	Approve LTI Options and Performance Rights to Chris Wilks	Mgmt	For	For	For
Voting Policy Rationale: A qualified vote FOR the FY24 LTI grant to Managing Director and CEO Colin Goldschmidt (Item 8) and Finance Director and CFO Chris Wilks (Item 9) is warranted. There are three performance measures (relative TSR, ROIC, and EPS growth) that reasonably align with improved shareholder interests. However, the qualification is to highlight the quantum of the CEO's LTI exceeds the median of market cap and industry peers, the absence of disclosure regarding the ROIC targets, and the relative TSR hurdle lacks a positive TSR gateway.					
10	Approve Renewal of Proportional Takeover Bid Approval Provisions	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted on the basis that the passing of this resolution will ensure that shareholders will have an ability to vote to accept or reject a proportional takeover bid. This is superior to any potential disadvantages that may arise from such a constitutional inclusion.					

Fortescue Metals Group Ltd.

Meeting Date: 11/21/2023	Country: Australia	Ticker: FMG
Record Date: 11/19/2023	Meeting Type: Annual	
Primary Security ID: Q39360104		

Shares Voted: 7,288					
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	Against	Against
Voting Policy Rationale: A vote AGAINST the remuneration report is warranted despite the three-year analysis of pay alignment with performance not identifying any significant misalignment. Financial measures declined further in FY23 offset by an increase in share price recovering most of the lost ground from the prior year. The main remuneration practices that warrant concern include: * Board discretion has been exercised on several occasions in recent years and again in FY23 to award special recognition awards to three senior executives and one-off exertion payments to non-executive Director, previous CEO Elizabeth Gaines, * STI award assessments for KMPs in FY23 appear to be high at 85 and 89 percent of maximum in light of weaker financial results including declining Revenue, EBITDA, Net Profit, EBITDA margin, Return on equity and increased costs, * Inclusion of strategic measures in the STI and LTI has potential to duplicate executive reward, and may involve excessive board discretion, * Granting STI rights at the beginning of the annual performance year is not in line with better market practice as it allows executives to potentially gain from share price growth during of the year, and * One third of the LTI award for Fortescue Metals and 60 percent of the Fortescue Energy LTI award is allocated to achieving strategic objectives. This represents an excessive weighting to undisclosed, non-financial and potentially discretionary performance measures and lacks transparency for shareholders.					
2	Elect Andrew Forrest as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the election of all nominee Directors is warranted. The vote FOR the re-election of Mark Barnaba is qualified. Some shareholders may choose to vote against his re-election due to poor remuneration governance practices. He is classified as non-independent and serves on key Board committees, including the remuneration committee which has granted substantial discretionary awards to senior executives, including the previous CEO and now Executive Director, Elizabeth Gaines. The vote FOR the re-election of Penny Bingham-Hall is qualified. She is the chair of the remuneration committee and problematic pay practices are noted. She is also chair of the remuneration committee at ASX-listed Dexu which has had strikes against the remuneration report in two of the last three AGMs. Some shareholders may choose to vote against her re-election.					

Fortescue Metals Group Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Elect Mark Barnaba as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the election of all nominee Directors is warranted. The vote FOR the re-election of Mark Barnaba is qualified. Some shareholders may choose to vote against his re-election due to poor remuneration governance practices. He is classified as non-independent and serves on key Board committees, including the remuneration committee which has granted substantial discretionary awards to senior executives, including the previous CEO and now Executive Director, Elizabeth Gaines. The vote FOR the re-election of Penny Bingham-Hall is qualified. She is the chair of the remuneration committee and problematic pay practices are noted. She is also chair of the remuneration committee at ASX-listed Dexu which has had strikes against the remuneration report in two of the last three AGMs. Some shareholders may choose to vote against her re-election.					
4	Elect Penny Bingham-Hall as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the election of all nominee Directors is warranted. The vote FOR the re-election of Mark Barnaba is qualified. Some shareholders may choose to vote against his re-election due to poor remuneration governance practices. He is classified as non-independent and serves on key Board committees, including the remuneration committee which has granted substantial discretionary awards to senior executives, including the previous CEO and now Executive Director, Elizabeth Gaines. The vote FOR the re-election of Penny Bingham-Hall is qualified. She is the chair of the remuneration committee and problematic pay practices are noted. She is also chair of the remuneration committee at ASX-listed Dexu which has had strikes against the remuneration report in two of the last three AGMs. Some shareholders may choose to vote against her re-election.					
5	Elect Larry Marshall as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the election of all nominee Directors is warranted. The vote FOR the re-election of Mark Barnaba is qualified. Some shareholders may choose to vote against his re-election due to poor remuneration governance practices. He is classified as non-independent and serves on key Board committees, including the remuneration committee which has granted substantial discretionary awards to senior executives, including the previous CEO and now Executive Director, Elizabeth Gaines. The vote FOR the re-election of Penny Bingham-Hall is qualified. She is the chair of the remuneration committee and problematic pay practices are noted. She is also chair of the remuneration committee at ASX-listed Dexu which has had strikes against the remuneration report in two of the last three AGMs. Some shareholders may choose to vote against her re-election.					
6	Approve the Change of Company Name to Fortescue Ltd	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted on the basis that no corporate governance concerns have been identified.					

Cisco Systems, Inc.

Meeting Date: 12/06/2023	Country: USA	Ticker: CSCO
Record Date: 10/09/2023	Meeting Type: Annual	
Primary Security ID: 17275R102		

Shares Voted: 50,531

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Wesley G. Bush	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1b	Elect Director Michael D. Capellas	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1c	Elect Director Mark Garrett	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1d	Elect Director John D. Harris, II	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					

Cisco Systems, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director Kristina M. Johnson	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1f	Elect Director Sarah Rae Murphy	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1g	Elect Director Charles H. Robbins	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1h	Elect Director Daniel H. Schulman	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1i	Elect Director Marianna Tessel	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
2	Amend Omnibus Stock Plan	Mgmt	For	For	For
Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the proposal is warranted, with caution. Pay and performance are reasonably aligned for the year in review. Although the CEO has a relatively large target bonus opportunity, the annual bonus was largely based on pre-set financial metrics which appear to utilize rigorous target goals. The majority of the annual LTI program is based on performance-conditioned equity; however, a significant portion of the vesting percentage is determined based on one-year performance. The special equity award to each NEO also utilizes one-year performance periods, though its growth goals appear to be rigorous. Continued monitoring of these structural issues is warranted.					
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
Voting Policy 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.					
5	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.					
6	Report on Tax Transparency Set Forth in the Global Reporting Initiative's Tax Standard	SH	Against	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted as the proposed GRI Tax Standard would enhance the company's transparency in communicating its tax practices to investors globally.					

Microsoft Corporation

Meeting Date: 12/07/2023

Record Date: 09/29/2023

Primary Security ID: 594918104

Country: USA

Meeting Type: Annual

Ticker: MSFT

Shares Voted: 11,122					
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.01	Elect Director Reid G. Hoffman	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.02	Elect Director Hugh F. Johnston	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.03	Elect Director Teri L. List	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.04	Elect Director Catherine MacGregor	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.05	Elect Director Mark A. L. Mason	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.06	Elect Director Satya Nadella	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.07	Elect Director Sandra E. Peterson	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.08	Elect Director Penny S. Pritzker	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.09	Elect Director Carlos A. Rodriguez	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.10	Elect Director Charles W. Scharf	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.11	Elect Director John W. Stanton	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.12	Elect Director Emma N. Walmsley	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are aligned for the year in review. Annual incentives were primarily based on objective criteria and the CEO's long-term awards were entirely performance-conditioned. However, the CEO's base salary and STI payout opportunities remained relatively large and long-term incentives rely primarily on annual performance periods, which compensation decisions warrant continued monitoring.				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
	Voting Policy 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.				
4	Ratify Deloitte and & Touche as Auditors	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.				
5	Report on Gender-Based Compensation and Benefits Inequities	SH	Against	Against	Against
	Voting Policy Rationale: A vote AGAINST this proposal is warranted, as the company appears to provide sufficient information for investors to be able to determine how the company is managing pay equity and health and wellness benefits related risks.				

Microsoft Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Report on Risks of Omitting Viewpoint and Ideological Diversity from EEO Policy	SH	Against	Against	Against
Voting Policy Rationale: A vote AGAINST this proposal is warranted, as the company appears to be taking appropriate steps to protect itself against risks related to discrimination based on political ideology or viewpoint.					
7	Report on Government Take Down Requests	SH	Against	Against	Against
Voting Policy Rationale: A vote AGAINST this proposal is warranted, as the company provides sufficient information regarding its policies and processes for removing content.					
8	Report on Risks of Weapons Development	SH	Against	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted as shareholders would benefit from the requested report by allowing them to better understand Microsoft's management and oversight of risks related to weapons development.					
9	Report on Climate Risk in Retirement Plan Options	SH	Against	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted. While the company offers an option to employees that want to invest more responsibly, it is unclear how well employees understand the retirement plans available to them. The information requested in the report would not only complement and enhance the company's existing commitments regarding climate change, but also allow shareholders to better evaluate the company's strategies and management of related risks.					
10	Publish a Tax Transparency Report	SH	Against	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted as the proposed GRI Tax Standard would enhance the company's transparency in communicating its tax practices to investors globally.					
11	Report on Risks of Operating in Countries with Significant Human Rights Concerns	SH	Against	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted. Shareholders would benefit from increased disclosure regarding how the company is managing human rights-related risks in high-risk countries.					
12	Adopt a Policy Requiring Third Party Groups to Report Their Political Expenditures	SH	Against	Against	Against
Voting Policy Rationale: A vote AGAINST this proposal is warranted, as it should be the ultimate decision of the board to oversee and manage any potential risks related to the company's trade association memberships, and the company is unable to control the accuracy of these associations' disclosures.					
13	Report on Risks Related to AI Generated Misinformation and Disinformation	SH	Against	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted. Increased disclosure and greater transparency regarding risks related to misinformation and disinformation, including from generative AI, would benefit shareholders on its potential business impacts and how the company is managing these risks.					

Hargreaves Lansdown Plc

Meeting Date: 12/08/2023

Record Date: 12/06/2023

Primary Security ID: G43940108

Country: United Kingdom

Meeting Type: Annual

Ticker: HL

Shares Voted: 27,673

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

Hargreaves Lansdown Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.				
	Approve Final Dividend	Mgmt	For	For	For
3	Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.				
	Approve Remuneration Report	Mgmt	For	For	For
4	Voting Policy Rationale: A vote FOR this item is warranted in absence of significant concerns.				
	Approve Remuneration Policy	Mgmt	For	For	For
5	Voting Policy Rationale: A vote FOR this item is warranted in absence of significant concerns.				
	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
6	Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.				
	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
7	Voting Policy Rationale: A vote FOR this item is warranted because there are no concerns regarding this proposal.				
	Re-elect Deanna Oppenheimer as Director	Mgmt	For	Abstain	Abstain
8	Voting Policy Rationale: Items 6, 8-9, 11-17 A vote FOR these Directors is warranted as no significant concerns have been identified. Items 7 & 10 An ABSTENTION on these items is appropriate: * Following recently announced Board changes, Deanna Oppenheimer and Roger Perkin will step down from the Board at the AGM date. The Board has confirmed the withdrawal of these items.				
	Re-elect Dan Olley as Director	Mgmt	For	For	For
9	Voting Policy Rationale: Items 6, 8-9, 11-17 A vote FOR these Directors is warranted as no significant concerns have been identified. Items 7 & 10 An ABSTENTION on these items is appropriate: * Following recently announced Board changes, Deanna Oppenheimer and Roger Perkin will step down from the Board at the AGM date. The Board has confirmed the withdrawal of these items.				
	Re-elect Amy Stirling as Director	Mgmt	For	For	For
10	Voting Policy Rationale: Items 6, 8-9, 11-17 A vote FOR these Directors is warranted as no significant concerns have been identified. Items 7 & 10 An ABSTENTION on these items is appropriate: * Following recently announced Board changes, Deanna Oppenheimer and Roger Perkin will step down from the Board at the AGM date. The Board has confirmed the withdrawal of these items.				
	Re-elect Roger Perkin as Director	Mgmt	For	Abstain	Abstain
11	Voting Policy Rationale: Items 6, 8-9, 11-17 A vote FOR these Directors is warranted as no significant concerns have been identified. Items 7 & 10 An ABSTENTION on these items is appropriate: * Following recently announced Board changes, Deanna Oppenheimer and Roger Perkin will step down from the Board at the AGM date. The Board has confirmed the withdrawal of these items.				
	Re-elect John Troiano as Director	Mgmt	For	For	For
12	Voting Policy Rationale: Items 6, 8-9, 11-17 A vote FOR these Directors is warranted as no significant concerns have been identified. Items 7 & 10 An ABSTENTION on these items is appropriate: * Following recently announced Board changes, Deanna Oppenheimer and Roger Perkin will step down from the Board at the AGM date. The Board has confirmed the withdrawal of these items.				
	Re-elect Andrea Blance as Director	Mgmt	For	For	For

Hargreaves Lansdown Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
13	Re-elect Moni Mannings as Director	Mgmt	For	For	For
Voting Policy Rationale: Items 6, 8-9, 11-17 A vote FOR these Directors is warranted as no significant concerns have been identified. Items 7 & 10 An ABSTENTION on these items is appropriate: * Following recently announced Board changes, Deanna Oppenheimer and Roger Perkin will step down from the Board at the AGM date. The Board has confirmed the withdrawal of these items.					
14	Re-elect Adrian Collins as Director	Mgmt	For	For	For
Voting Policy Rationale: Items 6, 8-9, 11-17 A vote FOR these Directors is warranted as no significant concerns have been identified. Items 7 & 10 An ABSTENTION on these items is appropriate: * Following recently announced Board changes, Deanna Oppenheimer and Roger Perkin will step down from the Board at the AGM date. The Board has confirmed the withdrawal of these items.					
15	Re-elect Penny James as Director	Mgmt	For	For	For
Voting Policy Rationale: Items 6, 8-9, 11-17 A vote FOR these Directors is warranted as no significant concerns have been identified. Items 7 & 10 An ABSTENTION on these items is appropriate: * Following recently announced Board changes, Deanna Oppenheimer and Roger Perkin will step down from the Board at the AGM date. The Board has confirmed the withdrawal of these items.					
16	Re-elect Darren Pope as Director	Mgmt	For	For	For
Voting Policy Rationale: Items 6, 8-9, 11-17 A vote FOR these Directors is warranted as no significant concerns have been identified. Items 7 & 10 An ABSTENTION on these items is appropriate: * Following recently announced Board changes, Deanna Oppenheimer and Roger Perkin will step down from the Board at the AGM date. The Board has confirmed the withdrawal of these items.					
17	Elect Michael Morley as Director	Mgmt	For	For	For
Voting Policy Rationale: Items 6, 8-9, 11-17 A vote FOR these Directors is warranted as no significant concerns have been identified. Items 7 & 10 An ABSTENTION on these items is appropriate: * Following recently announced Board changes, Deanna Oppenheimer and Roger Perkin will step down from the Board at the AGM date. The Board has confirmed the withdrawal of these items.					
18	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.					
19	Authorise Issue of Equity	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.					
20	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.					
21	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.					
22	Approve Performance Share Plan	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this item is warranted in absence of significant concerns.					

Westpac Banking Corp.

Meeting Date: 12/14/2023	Country: Australia	Ticker: WBC
Record Date: 12/12/2023	Meeting Type: Annual	
Primary Security ID: Q97417101		

Shares Voted: 8,430

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Remuneration Report	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the remuneration report is warranted. Quantitative pay-for-performance analysis indicates a low degree of concern for misalignment of pay, performance and shareholder outcomes in FY23. The CEO's FY23 fixed remuneration is sufficiently in-line with the other big four bank peers, the FY23 STI bonus were well below maximum, and there was no LTI vesting. The following concerns are identified: * The emphasis on non-financial measures for the FY23 STI is high at 60 percent, when some shareholder may expect a higher emphasis on financial performance measures, to ensure better alignment with shareholder interests. * Lack of sufficient disclosure of quantified and specific performance measures to justify the operation of the modifier used by the board to adjust the FY23 STVR for executives (excluding the CEO). * The inclusion of non-financial performance measures with a 50 percent weighting in the FY24 LTVR may be regarded as a retrograde step in alignment of executive remuneration with shareholder returns, noting this is to address APRA's CPS 511 remuneration standard. * The use of restricted shares in the LTI has increased likelihood of vesting and involves increased board discretion.</i>					
3	Approve Grant of Performance Share Rights and Restricted Share Rights to Peter King	Mgmt	For	For	For
<i>Voting Policy Rationale: A qualified vote FOR the grant of FY24 LTVR performance rights and restricted rights to the CEO Peter King is warranted. The terms of the performance rights (50 percent of the grant) are consistent with shareholder interests and accepted market practice. The qualification is raised to highlight shareholder concerns regarding the grant of the restricted rights as follows: * The terms of the restricted rights include a high probability of vesting being subject to four and five-year ongoing service conditions and additional board assessment pre-grant and pre-vesting. These board assessments are primarily included to meet the requirement of APRA's Prudential Standard CPS511. * There is increased risk of misalignment with company performance and shareholder outcomes through the introduction of non-financial performance measures, especially where the board does not appropriately exercise downward discretion to vesting as required under CPS511. * The board pre-vesting assessment is primarily based on collective Group risk culture as part of the board's annual attestation to APRA required under Prudential Standard CPS220 Risk Management, and some shareholders may consider CEO performance to mitigate risk in the business and ensure operational resilience mandatory for senior banking executives in fulfilling their core "day job" duties. In this regard, probability of vesting is high, compared to the last 8 years where there has been no LTI vesting in line with weak shareholder outcomes.</i>					
4a	Elect Tim Burroughs as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the election of Tim Burroughs, Michael Ullmer, and Steven Gregg is warranted given no material corporate governance issues have been identified in regard to board and committee composition. A qualification is raised regarding the election of Steven Gregg as an independent non-executive director and Chair-elect. He is presently classified as over-boarded, however, disclosure by the company indicated that he will retire as Chair and non-executive director of The Lottery Corporation in the first quarter of the 2024 calendar year.</i>					
4b	Elect Michael Ullmer as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the election of Tim Burroughs, Michael Ullmer, and Steven Gregg is warranted given no material corporate governance issues have been identified in regard to board and committee composition. A qualification is raised regarding the election of Steven Gregg as an independent non-executive director and Chair-elect. He is presently classified as over-boarded, however, disclosure by the company indicated that he will retire as Chair and non-executive director of The Lottery Corporation in the first quarter of the 2024 calendar year.</i>					
4c	Elect Steven Gregg as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the election of Tim Burroughs, Michael Ullmer, and Steven Gregg is warranted given no material corporate governance issues have been identified in regard to board and committee composition. A qualification is raised regarding the election of Steven Gregg as an independent non-executive director and Chair-elect. He is presently classified as over-boarded, however, disclosure by the company indicated that he will retire as Chair and non-executive director of The Lottery Corporation in the first quarter of the 2024 calendar year.</i>					

Westpac Banking Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Approve Westpac Climate Change Position Statement and Action Plan	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the Climate Change Position Statement and Action Plan is warranted. * It established a long-term ambition to become a net zero, climate resilient bank and the company has detailed its strategy that focuses on the reduction of emissions from existing operations, the alignment of the company's lending portfolio with net-zero financed emissions by 2050 and the collaboration for impact on initiatives towards net-zero and climate resilience. * This has been concretely translated notably with the following targets: * Short-term reduction targets for operational emissions (scope 1 & 2) and medium-term targets (scope 1 & 2). * Medium-term emissions reduction targets are clearly disclosed and encompasses 12 (2030) sector lending targets in eight carbon intensive sectors. However, this is not without any concerns as: * The disclosure concerning scope 3 (cat 15) financed GHG emissions is incomplete; * The bank has not committed to establish science based targets; * The sectors policies notably on certain fossil fuels (such as unconventional oil and gas) and existing business relationships remains limited in scope. More specifically, the company's position on power generation is quite high level and particularly narrow in scope.					
6a	Approve the Amendments to the Company's Constitution	SH	Against	Against	Against
Voting Policy Rationale: A vote AGAINST this resolution is warranted, as the request to amend the company's constitution is potentially broad with no regulatory framework to oversee shareholder proposals. The Board has confirmed its willingness to consult with the shareholder proponents with a view to addressing shareholder requirements, and to disclose the proxy's at the AGM and publicly discuss the resolutions at the AGM.					
6b	Approve Transition Plan Assessments	SH	Against	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted, as further information on transition plan alignment across its oil and gas customers would complement Westpac's current disclosures. Shareholders would better understand how the company is managing climate change related-risks and assess the company's related efforts.					

Viatis Inc.

Meeting Date: 12/15/2023

Record Date: 10/19/2023

Primary Security ID: 92556V106

Country: USA

Meeting Type: Annual

Ticker: VTRS

Shares Voted: 66,621					
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1A	Elect Director W. Don Cornwell	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1B	Elect Director JoEllen Lyons Dillon	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1C	Elect Director Elisha W. Finney	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1D	Elect Director Leo Groothuis	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1E	Elect Director Melina Higgins	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1F	Elect Director James M. Kilts	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1G	Elect Director Harry A. Korman	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1H	Elect Director Rajiv Malik	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1I	Elect Director Richard A. Mark	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1J	Elect Director Mark W. Parrish	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1K	Elect Director Scott A. Smith	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted. Although some concern is raised regarding separation and transition arrangements for the executive chairman, which warrants continued monitoring, pay and performance were reasonably aligned for the year under consideration. Annual incentives were based on pre-set objective and financial metrics, and equity awards were largely performance conditioned with pre-set targets and a multi-year performance period.				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.				
4	Amend Certificate of Incorporation to Add Federal Forum Selection Provision	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted, as requiring federal securities litigation to be brought in federal court has the potential to reduce the company's litigation costs without unduly burdening would-be plaintiffs.				
5	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.				

VOTE SUMMARY REPORT

Date range covered : 01/01/2024 to 03/31/2024

LOCATION(S): ALL LOCATIONS

INSTITUTION ACCOUNT(S): SUN LIFE GLOBAL
DIVIDEND PRIVATE POOL

Mondi Plc

Meeting Date: 01/15/2024Country: United KingdomTicker: MNDI

Record Date: 01/11/2024Meeting Type: Special

Primary Security ID: G6258S107

Shares Voted: 10,913

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Special Dividend	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this resolution is warranted because no significant concerns have been identified.				
2	Approve Share Consolidation	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this resolution is warranted.				
3	Authorise Issue of Equity	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.				
4	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.				
5	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.				

Accenture plc

Meeting Date: 01/31/2024Country: IrelandTicker: ACN

Record Date: 12/04/2023Meeting Type: Annual

Primary Security ID: G1151C101

Shares Voted: 9,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Jaime Ardila	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the directors is warranted.				
1b	Elect Director Martin Bruder Muller	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the directors is warranted.				
1c	Elect Director Alan Jope	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the directors is warranted.				
1d	Elect Director Nancy McKinstry	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the directors is warranted.				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director Beth E. Mooney	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the directors is warranted.					
1f	Elect Director Gilles C. Pelisson	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the directors is warranted.					
1g	Elect Director Paula A. Price	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the directors is warranted.					
1h	Elect Director Venkata (Murthy) Renduchintala	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the directors is warranted.					
1i	Elect Director Arun Sarin	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the directors is warranted.					
1j	Elect Director Julie Sweet	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the directors is warranted.					
1k	Elect Director Tracey T. Travis	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the directors is warranted.					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted. While shareholders would benefit from more substantial disclosure of goal definition, CEO pay and company performance are reasonably aligned at this time.					
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.					
4	Amend Nonqualified Employee Stock Purchase Plan	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted given that: * The purchase price is reasonable; * The shares reserved is relatively conservative; and * The plan is broad based.					
5	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.					
6	Renew the Board's Authority to Issue Shares Under Irish Law	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these proposals is warranted as the proposed amounts and durations are within recommended limits.					
7	Authorize Board to Opt-Out of Statutory Pre-Emption Rights	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these proposals is warranted as the proposed amounts and durations are within recommended limits.					
8	Determine Price Range for Reissuance of Treasury Shares	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item for companies incorporated in Ireland, and no significant concerns have been identified.					

Franklin Resources, Inc.

Meeting Date: 02/06/2024Country: USATicker: BEN

Record Date: 12/11/2023Meeting Type: Annual

Primary Security ID: 354613101

Shares Voted: 62,139

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Mariann Byerwalter	Mgmt	For	For	For
	Voting Policy Rationale: A vote AGAINST incumbent compensation committee members John Kim, Karen King, John Thiel, Seth Waugh, and Geoffrey Yang is warranted given significant concerns surrounding the magnitude and lack of disclosure relating to a bonus to one non-CEO NEO. A vote FOR the remaining director nominees is warranted.				
1b	Elect Director Alexander S. Friedman	Mgmt	For	For	For
	Voting Policy Rationale: A vote AGAINST incumbent compensation committee members John Kim, Karen King, John Thiel, Seth Waugh, and Geoffrey Yang is warranted given significant concerns surrounding the magnitude and lack of disclosure relating to a bonus to one non-CEO NEO. A vote FOR the remaining director nominees is warranted.				
1c	Elect Director Gregory E. Johnson	Mgmt	For	For	For
	Voting Policy Rationale: A vote AGAINST incumbent compensation committee members John Kim, Karen King, John Thiel, Seth Waugh, and Geoffrey Yang is warranted given significant concerns surrounding the magnitude and lack of disclosure relating to a bonus to one non-CEO NEO. A vote FOR the remaining director nominees is warranted.				
1d	Elect Director Jennifer M. Johnson	Mgmt	For	For	For
	Voting Policy Rationale: A vote AGAINST incumbent compensation committee members John Kim, Karen King, John Thiel, Seth Waugh, and Geoffrey Yang is warranted given significant concerns surrounding the magnitude and lack of disclosure relating to a bonus to one non-CEO NEO. A vote FOR the remaining director nominees is warranted.				
1e	Elect Director Rupert H. Johnson, Jr.	Mgmt	For	For	For
	Voting Policy Rationale: A vote AGAINST incumbent compensation committee members John Kim, Karen King, John Thiel, Seth Waugh, and Geoffrey Yang is warranted given significant concerns surrounding the magnitude and lack of disclosure relating to a bonus to one non-CEO NEO. A vote FOR the remaining director nominees is warranted.				
1f	Elect Director John Y. Kim	Mgmt	For	Against	Against
	Voting Policy Rationale: A vote AGAINST incumbent compensation committee members John Kim, Karen King, John Thiel, Seth Waugh, and Geoffrey Yang is warranted given significant concerns surrounding the magnitude and lack of disclosure relating to a bonus to one non-CEO NEO. A vote FOR the remaining director nominees is warranted.				
1g	Elect Director Karen M. King	Mgmt	For	Against	Against
	Voting Policy Rationale: A vote AGAINST incumbent compensation committee members John Kim, Karen King, John Thiel, Seth Waugh, and Geoffrey Yang is warranted given significant concerns surrounding the magnitude and lack of disclosure relating to a bonus to one non-CEO NEO. A vote FOR the remaining director nominees is warranted.				
1h	Elect Director Anthony J. Noto	Mgmt	For	For	For
	Voting Policy Rationale: A vote AGAINST incumbent compensation committee members John Kim, Karen King, John Thiel, Seth Waugh, and Geoffrey Yang is warranted given significant concerns surrounding the magnitude and lack of disclosure relating to a bonus to one non-CEO NEO. A vote FOR the remaining director nominees is warranted.				
1i	Elect Director John W. Thiel	Mgmt	For	Against	Against
	Voting Policy Rationale: A vote AGAINST incumbent compensation committee members John Kim, Karen King, John Thiel, Seth Waugh, and Geoffrey Yang is warranted given significant concerns surrounding the magnitude and lack of disclosure relating to a bonus to one non-CEO NEO. A vote FOR the remaining director nominees is warranted.				
1j	Elect Director Seth H. Waugh	Mgmt	For	Against	Against
	Voting Policy Rationale: A vote AGAINST incumbent compensation committee members John Kim, Karen King, John Thiel, Seth Waugh, and Geoffrey Yang is warranted given significant concerns surrounding the magnitude and lack of disclosure relating to a bonus to one non-CEO NEO. A vote FOR the remaining director nominees is warranted.				

Franklin Resources, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1k	Elect Director Geoffrey Y. Yang	Mgmt	For	Against	Against
Voting Policy Rationale: A vote AGAINST incumbent compensation committee members John Kim, Karen King, John Thiel, Seth Waugh, and Geoffrey Yang is warranted given significant concerns surrounding the magnitude and lack of disclosure relating to a bonus to one non-CEO NEO. A vote FOR the remaining director nominees is warranted.					
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.					
3	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
Voting Policy Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The plan cost is excessive * The three-year average burn rate is excessive * The estimated duration of available and proposed shares exceeds six years; and * The disclosure of change-in-control ("CIC") vesting treatment is incomplete (or is otherwise considered discretionary).					

Tyson Foods, Inc.

Meeting Date: 02/08/2024

Record Date: 12/11/2023

Primary Security ID: 902494103

Country: USA

Meeting Type: Annual

Ticker: TSN

Shares Voted: 10,312

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director John H. Tyson	Mgmt	For	Against	Against
Voting Policy Rationale: Votes AGAINST governance committee members Les Baledge, Mike Beebe, and David Bronczek are warranted given the board's failure to remove, or subject to a reasonable sunset requirement, the company's dual-class capital structure. Votes AGAINST John Tyson and Barbara Tyson are warranted as their ownership of the supervoting shares through the Tyson Limited Partnership provide them with voting power control of the company. A vote AGAINST Les Baledge is further warranted for serving as a non-independent member of a key board committee. A vote FOR the remaining director nominees is warranted.					
1b	Elect Director Les R. Baledge	Mgmt	For	Against	Against
Voting Policy Rationale: Votes AGAINST governance committee members Les Baledge, Mike Beebe, and David Bronczek are warranted given the board's failure to remove, or subject to a reasonable sunset requirement, the company's dual-class capital structure. Votes AGAINST John Tyson and Barbara Tyson are warranted as their ownership of the supervoting shares through the Tyson Limited Partnership provide them with voting power control of the company. A vote AGAINST Les Baledge is further warranted for serving as a non-independent member of a key board committee. A vote FOR the remaining director nominees is warranted.					
1c	Elect Director Mike Beebe	Mgmt	For	Against	Against
Voting Policy Rationale: Votes AGAINST governance committee members Les Baledge, Mike Beebe, and David Bronczek are warranted given the board's failure to remove, or subject to a reasonable sunset requirement, the company's dual-class capital structure. Votes AGAINST John Tyson and Barbara Tyson are warranted as their ownership of the supervoting shares through the Tyson Limited Partnership provide them with voting power control of the company. A vote AGAINST Les Baledge is further warranted for serving as a non-independent member of a key board committee. A vote FOR the remaining director nominees is warranted.					
1d	Elect Director Maria Claudia Borrás	Mgmt	For	For	For
Voting Policy Rationale: Votes AGAINST governance committee members Les Baledge, Mike Beebe, and David Bronczek are warranted given the board's failure to remove, or subject to a reasonable sunset requirement, the company's dual-class capital structure. Votes AGAINST John Tyson and Barbara Tyson are warranted as their ownership of the supervoting shares through the Tyson Limited Partnership provide them with voting power control of the company. A vote AGAINST Les Baledge is further warranted for serving as a non-independent member of a key board committee. A vote FOR the remaining director nominees is warranted.					

Tyson Foods, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director David J. Bronczek	Mgmt	For	Against	Against
Voting Policy Rationale: Votes AGAINST governance committee members Les Baledge, Mike Beebe, and David Bronczek are warranted given the board's failure to remove, or subject to a reasonable sunset requirement, the company's dual-class capital structure. Votes AGAINST John Tyson and Barbara Tyson are warranted as their ownership of the supervoting shares through the Tyson Limited Partnership provide them with voting power control of the company. A vote AGAINST Les Baledge is further warranted for serving as a non-independent member of a key board committee. A vote FOR the remaining director nominees is warranted.					
1f	Elect Director Mikel A. Durham	Mgmt	For	For	For
Voting Policy Rationale: Votes AGAINST governance committee members Les Baledge, Mike Beebe, and David Bronczek are warranted given the board's failure to remove, or subject to a reasonable sunset requirement, the company's dual-class capital structure. Votes AGAINST John Tyson and Barbara Tyson are warranted as their ownership of the supervoting shares through the Tyson Limited Partnership provide them with voting power control of the company. A vote AGAINST Les Baledge is further warranted for serving as a non-independent member of a key board committee. A vote FOR the remaining director nominees is warranted.					
1g	Elect Director Donnie King	Mgmt	For	For	For
Voting Policy Rationale: Votes AGAINST governance committee members Les Baledge, Mike Beebe, and David Bronczek are warranted given the board's failure to remove, or subject to a reasonable sunset requirement, the company's dual-class capital structure. Votes AGAINST John Tyson and Barbara Tyson are warranted as their ownership of the supervoting shares through the Tyson Limited Partnership provide them with voting power control of the company. A vote AGAINST Les Baledge is further warranted for serving as a non-independent member of a key board committee. A vote FOR the remaining director nominees is warranted.					
1h	Elect Director Jonathan D. Mariner	Mgmt	For	For	For
Voting Policy Rationale: Votes AGAINST governance committee members Les Baledge, Mike Beebe, and David Bronczek are warranted given the board's failure to remove, or subject to a reasonable sunset requirement, the company's dual-class capital structure. Votes AGAINST John Tyson and Barbara Tyson are warranted as their ownership of the supervoting shares through the Tyson Limited Partnership provide them with voting power control of the company. A vote AGAINST Les Baledge is further warranted for serving as a non-independent member of a key board committee. A vote FOR the remaining director nominees is warranted.					
1i	Elect Director Kevin M. McNamara	Mgmt	For	For	For
Voting Policy Rationale: Votes AGAINST governance committee members Les Baledge, Mike Beebe, and David Bronczek are warranted given the board's failure to remove, or subject to a reasonable sunset requirement, the company's dual-class capital structure. Votes AGAINST John Tyson and Barbara Tyson are warranted as their ownership of the supervoting shares through the Tyson Limited Partnership provide them with voting power control of the company. A vote AGAINST Les Baledge is further warranted for serving as a non-independent member of a key board committee. A vote FOR the remaining director nominees is warranted.					
1j	Elect Director Cheryl S. Miller	Mgmt	For	For	For
Voting Policy Rationale: Votes AGAINST governance committee members Les Baledge, Mike Beebe, and David Bronczek are warranted given the board's failure to remove, or subject to a reasonable sunset requirement, the company's dual-class capital structure. Votes AGAINST John Tyson and Barbara Tyson are warranted as their ownership of the supervoting shares through the Tyson Limited Partnership provide them with voting power control of the company. A vote AGAINST Les Baledge is further warranted for serving as a non-independent member of a key board committee. A vote FOR the remaining director nominees is warranted.					
1k	Elect Director Kate B. Quinn	Mgmt	For	For	For
Voting Policy Rationale: Votes AGAINST governance committee members Les Baledge, Mike Beebe, and David Bronczek are warranted given the board's failure to remove, or subject to a reasonable sunset requirement, the company's dual-class capital structure. Votes AGAINST John Tyson and Barbara Tyson are warranted as their ownership of the supervoting shares through the Tyson Limited Partnership provide them with voting power control of the company. A vote AGAINST Les Baledge is further warranted for serving as a non-independent member of a key board committee. A vote FOR the remaining director nominees is warranted.					

Tyson Foods, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1l	Elect Director Jeffrey K. Schomburger	Mgmt	For	For	For
Voting Policy Rationale: Votes AGAINST governance committee members Les Baledge, Mike Beebe, and David Bronczek are warranted given the board's failure to remove, or subject to a reasonable sunset requirement, the company's dual-class capital structure. Votes AGAINST John Tyson and Barbara Tyson are warranted as their ownership of the supervoting shares through the Tyson Limited Partnership provide them with voting power control of the company. A vote AGAINST Les Baledge is further warranted for serving as a non-independent member of a key board committee. A vote FOR the remaining director nominees is warranted.					
1m	Elect Director Barbara A. Tyson	Mgmt	For	Against	Against
Voting Policy Rationale: Votes AGAINST governance committee members Les Baledge, Mike Beebe, and David Bronczek are warranted given the board's failure to remove, or subject to a reasonable sunset requirement, the company's dual-class capital structure. Votes AGAINST John Tyson and Barbara Tyson are warranted as their ownership of the supervoting shares through the Tyson Limited Partnership provide them with voting power control of the company. A vote AGAINST Les Baledge is further warranted for serving as a non-independent member of a key board committee. A vote FOR the remaining director nominees is warranted.					
1n	Elect Director Noel White	Mgmt	For	For	For
Voting Policy Rationale: Votes AGAINST governance committee members Les Baledge, Mike Beebe, and David Bronczek are warranted given the board's failure to remove, or subject to a reasonable sunset requirement, the company's dual-class capital structure. Votes AGAINST John Tyson and Barbara Tyson are warranted as their ownership of the supervoting shares through the Tyson Limited Partnership provide them with voting power control of the company. A vote AGAINST Les Baledge is further warranted for serving as a non-independent member of a key board committee. A vote FOR the remaining director nominees is warranted.					
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.					
3	Report on Climate Lobbying	SH	Against	For	For
Voting Policy Rationale: Support FOR the proposal is warranted, as such disclosure would help shareholders better evaluate the company's approach to direct and indirect climate lobbying and may help mitigate any related risks.					
4	Commission Third-Party Audit Assessing Use of Child Labor in Company's Value Chain	SH	Against	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted, as additional information regarding the effectiveness of the company's policies and practices for avoiding child labor in its supply chain could allow shareholders to better gauge how the company is managing human rights related risks.					
5	Accelerate Efforts to Eliminate Deforestation from Company's Supply Chains	SH	Against	For	For
Voting Policy Rationale: A vote FOR is warranted as shareholders would benefit from additional information on the company's strategy to manage its supply chain's impact on deforestation.					
6	Report on Opportunities to Support Circular Economy for Packaging	SH	Against	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted as additional disclosure on the company's efforts to support a circular economy for packaging would allow shareholders to better assess the company's management of related risks.					

Novartis AG

Meeting Date: 03/05/2024	Country: Switzerland	Ticker: NOVN
Record Date:	Meeting Type: Annual	
Primary Security ID: H5820Q150		

Shares Voted: 6,469

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the annual accounts, annual report, and auditor's report for the fiscal year in review is warranted.				
1.2	Approve Non-Financial Report	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the approval of the company's non-financial report is warranted due to a lack of significant concerns.				
2	Approve Discharge of Board and Senior Management	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the formal discharge of the board of directors and senior management is warranted, as there is no evidence that the board and senior management have not fulfilled their fiduciary duties.				
3	Approve Allocation of Income and Dividends of CHF 3.30 per Share	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.				
4	Approve CHF 42.9 Million Reduction in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the proposed share capital reduction is warranted due to a lack of concerns.				
5.1	Approve Remuneration of Directors in the Amount of CHF 8.8 Million	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount is in line with market practice.				
5.2	Approve Maximum Remuneration of Executive Committee in the Amount of CHF 95 Million	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this item is warranted because the proposal appears to be in line with market practice and does not raise significant concerns.				
5.3	Approve Remuneration Report	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the remuneration report is warranted because the company's remuneration practices are in line with market practice and pay and performance appear reasonably aligned at this time.				
6.1	Reelect Joerg Reinhardt as Director and Board Chair	Mgmt	For	For	For
	Voting Policy Rationale: A vote AGAINST incumbent nominating committee chair Patrice Bula is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.				
6.2	Reelect Nancy Andrews as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote AGAINST incumbent nominating committee chair Patrice Bula is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.				
6.3	Reelect Ton Buechner as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote AGAINST incumbent nominating committee chair Patrice Bula is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.				
6.4	Reelect Patrice Bula as Director	Mgmt	For	Against	Against
	Voting Policy Rationale: A vote AGAINST incumbent nominating committee chair Patrice Bula is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.				
6.5	Reelect Elizabeth Doherty as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote AGAINST incumbent nominating committee chair Patrice Bula is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6.6	Reelect Bridgette Heller as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote AGAINST incumbent nominating committee chair Patrice Bula is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.					
6.7	Reelect Daniel Hochstrasser as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote AGAINST incumbent nominating committee chair Patrice Bula is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.					
6.8	Reelect Frans van Houten as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote AGAINST incumbent nominating committee chair Patrice Bula is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.					
6.9	Reelect Simon Moroney as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote AGAINST incumbent nominating committee chair Patrice Bula is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.					
6.10	Reelect Ana de Pro Gonzalo as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote AGAINST incumbent nominating committee chair Patrice Bula is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.					
6.11	Reelect Charles Sawyers as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote AGAINST incumbent nominating committee chair Patrice Bula is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.					
6.12	Reelect William Winters as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote AGAINST incumbent nominating committee chair Patrice Bula is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.					
6.13	Reelect John Young as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote AGAINST incumbent nominating committee chair Patrice Bula is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.					
7.1	Reappoint Patrice Bula as Member of the Compensation Committee	Mgmt	For	Against	Against
Voting Policy Rationale: A vote AGAINST incumbent nominating committee chair Patrice Bula is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.					
7.2	Reappoint Bridgette Heller as Member of the Compensation Committee	Mgmt	For	For	For
Voting Policy Rationale: A vote AGAINST incumbent nominating committee chair Patrice Bula is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.					
7.3	Reappoint Simon Moroney as Member of the Compensation Committee	Mgmt	For	For	For
Voting Policy Rationale: A vote AGAINST incumbent nominating committee chair Patrice Bula is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.					
7.4	Reappoint William Winters as Member of the Compensation Committee	Mgmt	For	For	For
Voting Policy Rationale: A vote AGAINST incumbent nominating committee chair Patrice Bula is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.					
8	Ratify KPMG AG as Auditors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.					
9	Designate Peter Zahn as Independent Proxy	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10	Transact Other Business (Voting)	Mgmt	For	Against	Against
Voting Policy 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.					

QUALCOMM Incorporated

Meeting Date: 03/05/2024Country: USATicker: QCOM

Record Date: 01/08/2024Meeting Type: Annual

Primary Security ID: 747525103

Shares Voted: 18,836					
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Sylvia Acevedo	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1b	Elect Director Cristiano R. Amon	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1c	Elect Director Mark Fields	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1d	Elect Director Jeffrey W. Henderson	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1e	Elect Director Gregory N. Johnson	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1f	Elect Director Ann M. Livermore	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1g	Elect Director Mark D. McLaughlin	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1h	Elect Director Jamie S. Miller	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1i	Elect Director Irene B. Rosenfeld	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1j	Elect Director Kornelis (Neil) Smit	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1k	Elect Director Jean-Pascal Tricoire	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1l	Elect Director Anthony J. Vinciguerra	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					

QUALCOMM Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted. Pay and performance are reasonably aligned at this time and a majority of annual and long-term incentives are based on pre-set financial metrics.					
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.					
5	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.					
6	Amend Bylaws to Add Federal Forum Selection Provision	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted, as requiring federal securities litigation to be brought in federal court has the potential to reduce the company's litigation costs without unduly burdening would-be plaintiffs.					

Carlsberg A/S

Meeting Date: 03/11/2024

Record Date: 03/04/2024

Primary Security ID: K36628137

Country: Denmark

Meeting Type: Annual

Ticker: CARL.B

Shares Voted: 3,939					
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Report of Board	Mgmt			
Voting Policy Rationale: This is a routine, non-voting item.					
2	Accept Financial Statements and Statutory Reports; Approve Discharge of Management and Board	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concern regarding the financial statements, proposed allocation of income, or the board of directors.					
3	Approve Allocation of Income and Dividends of DKK 27 Per Share	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because the proposed dividend is in line with the company's dividend policy.					
4	Approve Remuneration Report (Advisory Vote)	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration report is well described and does not contravene good European executive remuneration practice.					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.A	Approve Guidelines for Incentive-Based Compensation for Executive Management and Board	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this item is warranted because the remuneration policy is broadly in line with market practice, regarding both actual content and disclosure. However, concerns are noted with the inclusion of a discretionary mandate in the policy. The recommendation is therefore qualified.					
5.B	Approve Remuneration of Directors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this remuneration proposal is warranted because of a lack of concern regarding the proposed fees.					
5.C	Approve DKK 62 Million Reduction in Share Capital via Share Cancellation	Mgmt	For	For	For
Voting Policy Rationale: 31A vote FOR this item is warranted as the cancellation of shares may improve the efficiency of the balance sheet, which may also enhance returns over the long-term.					
6.a	Reelect Henrik Poulsen as New Director	Mgmt	For	Abstain	Abstain
Voting Policy Rationale: A vote ABSTAIN incumbent nominating committee chair Henrik Poulsen is warranted for lack of diversity on the board. A vote ABSTAIN candidates Majken Schultz (Item 6.b) and Soeren-Peter Fuchs Olesen (Item 6.h) is warranted due to the company maintaining a share structure with unequal voting rights. A vote FOR the remaining director nominee(s) is warranted.					
6.b	Reelect Majken Schultz as New Director	Mgmt	For	Abstain	Abstain
Voting Policy Rationale: A vote ABSTAIN incumbent nominating committee chair Henrik Poulsen is warranted for lack of diversity on the board. A vote ABSTAIN candidates Majken Schultz (Item 6.b) and Soeren-Peter Fuchs Olesen (Item 6.h) is warranted due to the company maintaining a share structure with unequal voting rights. A vote FOR the remaining director nominee(s) is warranted.					
6.c	Reelect Mikael Aro as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote ABSTAIN incumbent nominating committee chair Henrik Poulsen is warranted for lack of diversity on the board. A vote ABSTAIN candidates Majken Schultz (Item 6.b) and Soeren-Peter Fuchs Olesen (Item 6.h) is warranted due to the company maintaining a share structure with unequal voting rights. A vote FOR the remaining director nominee(s) is warranted.					
6.d	Reelect Magdi Batato as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote ABSTAIN incumbent nominating committee chair Henrik Poulsen is warranted for lack of diversity on the board. A vote ABSTAIN candidates Majken Schultz (Item 6.b) and Soeren-Peter Fuchs Olesen (Item 6.h) is warranted due to the company maintaining a share structure with unequal voting rights. A vote FOR the remaining director nominee(s) is warranted.					
6.e	Reelect Lilian Fossum Biner as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote ABSTAIN incumbent nominating committee chair Henrik Poulsen is warranted for lack of diversity on the board. A vote ABSTAIN candidates Majken Schultz (Item 6.b) and Soeren-Peter Fuchs Olesen (Item 6.h) is warranted due to the company maintaining a share structure with unequal voting rights. A vote FOR the remaining director nominee(s) is warranted.					
6.f	Reelect Richard Burrows as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote ABSTAIN incumbent nominating committee chair Henrik Poulsen is warranted for lack of diversity on the board. A vote ABSTAIN candidates Majken Schultz (Item 6.b) and Soeren-Peter Fuchs Olesen (Item 6.h) is warranted due to the company maintaining a share structure with unequal voting rights. A vote FOR the remaining director nominee(s) is warranted.					
6.g	Reelect Punita Lal as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote ABSTAIN incumbent nominating committee chair Henrik Poulsen is warranted for lack of diversity on the board. A vote ABSTAIN candidates Majken Schultz (Item 6.b) and Soeren-Peter Fuchs Olesen (Item 6.h) is warranted due to the company maintaining a share structure with unequal voting rights. A vote FOR the remaining director nominee(s) is warranted.					

Carlsberg A/S

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6.h	Reelect Soren-Peter Fuchs Olesen as Director	Mgmt	For	Abstain	Abstain
Voting Policy Rationale: A vote ABSTAIN incumbent nominating committee chair Henrik Poulsen is warranted for lack of diversity on the board. A vote ABSTAIN candidates Majken Schultz (Item 6.b) and Soeren-Peter Fuchs Olesen (Item 6.h) is warranted due to the company maintaining a share structure with unequal voting rights. A vote FOR the remaining director nominee(s) is warranted.					
6.i	Elect Bob Kunze-Concewitz as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote ABSTAIN incumbent nominating committee chair Henrik Poulsen is warranted for lack of diversity on the board. A vote ABSTAIN candidates Majken Schultz (Item 6.b) and Soeren-Peter Fuchs Olesen (Item 6.h) is warranted due to the company maintaining a share structure with unequal voting rights. A vote FOR the remaining director nominee(s) is warranted.					
7	Ratify PricewaterhouseCoopers as Auditors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.					
8	Authorize Editorial Changes to Adopted Resolutions in Connection with Registration with Danish Authorities	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this formality is warranted as it will not have any impact on the material content of the adopted resolutions.					

Banco Bilbao Vizcaya Argentaria SA

Meeting Date: 03/14/2024

Record Date: 03/08/2024

Primary Security ID: E11805103

Country: Spain

Meeting Type: Annual

Ticker: BBVA

Shares Voted: 18,599

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Approve Consolidated and Standalone Financial Statements	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this item is warranted due to a lack of concern regarding the accounts presented or audit procedures used.					
1.2	Approve Non-Financial Information Statement	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this item is warranted due to a lack of specific concern about the non-financial information reported by the company.					
1.3	Approve Allocation of Income and Dividends	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR is warranted due to a lack of controversy surrounding the proposed income allocation and dividend distribution.					
1.4	Approve Discharge of Board	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted as there is no evidence that the board or the management have not fulfilled their fiduciary duties in FY2023. For the sixth consecutive year, the spying probe (Cenyt case) remains a cause for concern, although there is no evidence that the board has not fulfilled its fiduciary duties at this time.					
2.1	Reelect Jose Miguel Andres Torrecillas as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR is warranted due to a lack of concerns about the proposed nominees and the resulting board composition.					

Banco Bilbao Vizcaya Argentaria SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.2	Reelect Jaime Felix Caruana Lacorte as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR is warranted due to a lack of concerns about the proposed nominees and the resulting board composition.					
2.3	Reelect Belen Garijo Lopez as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR is warranted due to a lack of concerns about the proposed nominees and the resulting board composition.					
2.4	Reelect Ana Cristina Peralta Moreno as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR is warranted due to a lack of concerns about the proposed nominees and the resulting board composition.					
2.5	Reelect Jan Paul Marie Francis Verplancke as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR is warranted due to a lack of concerns about the proposed nominees and the resulting board composition.					
2.6	Elect Enrique Casanueva Nardiz as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR is warranted due to a lack of concerns about the proposed nominees and the resulting board composition.					
2.7	Elect Cristina de Parias Halcon as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR is warranted due to a lack of concerns about the proposed nominees and the resulting board composition.					
3	Approve Reduction in Share Capital via Amortization of Treasury Shares	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this item is warranted as it facilitates the return of capital to shareholders and may improve the efficiency of the balance sheet, which may also enhance returns over the long term.					
4	Fix Maximum Variable Compensation Ratio	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted given the acceptable remuneration practices of the company.					
5	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this standard resolution is warranted as it provides the board with the means to carry out the agreements validly adopted by the general meeting.					
6	Advisory Vote on Remuneration Report	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this item is warranted in view of the company's disclosure and overall unproblematic pay practices.					

CaixaBank SA

Meeting Date: 03/21/2024	Country: Spain	Ticker: CABK
Record Date: 03/15/2024	Meeting Type: Annual	
Primary Security ID: E2427M123		

Shares Voted: 67,570

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Approve Consolidated and Standalone Financial Statements	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this item is warranted due to a lack of concern regarding the accounts presented or audit procedures used.				
1.2	Approve Non-Financial Information Statement	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this item is warranted due to a lack of specific concern about the non-financial information reported by the company.				
1.3	Approve Discharge of Board	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this resolution is warranted as there is no evidence that the board or the management have not fulfilled their fiduciary duties.				
2	Approve Allocation of Income and Dividends	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR is warranted due to a lack of controversy surrounding the proposed income allocation and dividend distribution.				
3	Renew Appointment of PricewaterhouseCoopers as Auditor	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.				
4	Reelect Maria Veronica Fisas Verges as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the reelection of the independent director Maria Veronica Fisas Verges is warranted due to a lack of concerns about the nominee and the board composition.				
5.1	Approve Reduction in Share Capital via Amortization of Treasury Shares	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR is warranted as the proposals facilitate the return of capital to shareholders and may improve the efficiency of the balance sheet, which may also enhance returns over the long term.				
5.2	Approve Reduction in Share Capital via Amortization of Treasury Shares	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR is warranted as the proposals facilitate the return of capital to shareholders and may improve the efficiency of the balance sheet, which may also enhance returns over the long term.				
5.3	Authorize Increase in Capital up to 50 Percent via Issuance of Equity or Equity-Linked Securities, Excluding Preemptive Rights of up to 10 Percent	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR Item 5.3 is warranted because the requests comply with the guidelines for issues with and without pre-emptive rights. Although the 10 percent limit for non-right issue may theoretically be exceeded, a vote FOR Item 5.4 is warranted considering the nature of the securities that may be issued and the unlikeness of any capital increase in view of the company's solvency ratios.				
5.4	Authorize Board to Issue Contingent Convertible Securities for up to EUR 3.5 Billion	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR Item 5.3 is warranted because the requests comply with the guidelines for issues with and without pre-emptive rights. Although the 10 percent limit for non-right issue may theoretically be exceeded, a vote FOR Item 5.4 is warranted considering the nature of the securities that may be issued and the unlikeness of any capital increase in view of the company's solvency ratios.				
6.1	Amend Remuneration Policy	Mgmt	For	For	For
	Voting Policy Rationale: Despite the significant increase in the CEO pay opportunity, a qualified vote FOR is warranted because the remaining changes and the resulting policy are considered unproblematic, overall.				

CaixaBank SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6.2	Approve 2024 Variable Remuneration Scheme	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this item is warranted due to a lack of concerns about the company's variable remuneration scheme.					
6.3	Fix Maximum Variable Compensation Ratio	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted given the acceptable remuneration practices of the company, overall.					
6.4	Advisory Vote on Remuneration Report	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this item is warranted because the company's remuneration practices have been uncontroversial during the year under review.					
7	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this standard resolution is warranted as it provides the board with the means to carry out the agreements validly adopted by the general meeting.					
8.1	Receive Amendments to Board of Directors Regulations	Mgmt			
Voting Policy Rationale: This is a non-voting item.					
8.2	Receive Board of Directors Report	Mgmt			
Voting Policy Rationale: This is a non-voting item.					

Nordea Bank Abp

Meeting Date: 03/21/2024

Record Date: 03/11/2024

Primary Security ID: X5S8VL105

Country: Finland

Meeting Type: Annual

Ticker: NDA.SE

Shares Voted: 82,049					
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
Voting Policy Rationale: These are routine meeting formalities.					
2	Call the Meeting to Order	Mgmt			
Voting Policy Rationale: These are routine meeting formalities.					
3	Designate Inspector or Shareholder Representative(s) of Minutes of Meeting	Mgmt			
Voting Policy Rationale: These are routine meeting formalities.					
4	Acknowledge Proper Convening of Meeting	Mgmt			
Voting Policy Rationale: These are routine meeting formalities.					
5	Prepare and Approve List of Shareholders	Mgmt			
Voting Policy Rationale: These are routine meeting formalities.					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Receive Financial Statements and Statutory Reports; Receive President Review	Mgmt			
Voting Policy Rationale: This is a routine, non-voting item.					
7	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the approval of the annual accounts is warranted due to a lack of concern regarding the accounts presented or audit procedures used.					
8	Approve Allocation of Income and Dividends of EUR 0.92 Per Share	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this income allocation proposal is warranted because the proposed dividend is in line with the company's dividend policy.					
9	Approve Discharge of Board and President	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted as there is no evidence that the board or management have not fulfilled their fiduciary duties.					
10	Approve Remuneration Report (Advisory Vote)	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration report is well described and exemplifies best practice in terms of disclosure. However, concerns remain with parts of the LTIP awards vesting for below median performance.					
11	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration policy is well described and does not contravene good European executive remuneration practice. However, concerns are noted regarding the uncapped extraordinary remuneration mandate in the recruitment policy.					
12	Approve Remuneration of Directors in the Amount of EUR 365,000 for Chairman, EUR 171,000 for Vice Chairman and EUR 109,000 for Other Directors; Approve Legal and Administrative Fees; Approve Travel Expenses; Approve Remuneration for Committee Work	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this remuneration proposal is warranted because of a lack of concern regarding the proposed fees.					
13	Determine Number of Members (10) and Deputy Members (1) of Board	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because of a lack of controversy concerning the size of the board.					
14a	Reelect Sir Stephen Hester as Director (Chair)	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR all candidates (Items 14a – 14j) is warranted due to a lack of concern regarding the composition of the board or its committees.					
14b	Reelect Petra van Hoeken as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR all candidates (Items 14a – 14j) is warranted due to a lack of concern regarding the composition of the board or its committees.					
14c	Reelect John Maltby as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR all candidates (Items 14a – 14j) is warranted due to a lack of concern regarding the composition of the board or its committees.					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
14d	Reelect Risto Murto as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR all candidates (Items 14a – 14j) is warranted due to a lack of concern regarding the composition of the board or its committees.					
14e	Reelect Lene Skole as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR all candidates (Items 14a – 14j) is warranted due to a lack of concern regarding the composition of the board or its committees.					
14f	Reelect Per Stromberg as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR all candidates (Items 14a – 14j) is warranted due to a lack of concern regarding the composition of the board or its committees.					
14g	Reelect Jonas Synnergren as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR all candidates (Items 14a – 14j) is warranted due to a lack of concern regarding the composition of the board or its committees.					
14h	Reelect Arja Talma as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR all candidates (Items 14a – 14j) is warranted due to a lack of concern regarding the composition of the board or its committees.					
14i	Reelect Kjersti Wiklund as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR all candidates (Items 14a – 14j) is warranted due to a lack of concern regarding the composition of the board or its committees.					
14j	Elect Lars Rohde as new Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR all candidates (Items 14a – 14j) is warranted due to a lack of concern regarding the composition of the board or its committees.					
15	Approve Remuneration of Auditors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.					
16	Ratify PricewaterhouseCoopers as Auditors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.					
17	Approve Remuneration of Authorized Sustainability Auditors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.					
18	Ratify PricewaterhouseCoopers as Authorized Sustainability Auditor	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.					
19	Approve Issuance of Convertible Instruments without Preemptive Rights	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this issuance authorization is warranted because the potential share capital increase is not excessive.					
20	Authorize Share Repurchase Program in the Securities Trading Business	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these proposals to repurchase and transfer company shares in the securities trading business is warranted, as the proposals include acceptable holding, volume, and duration limits.					
21	Authorize Reissuance of Repurchased Shares	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these proposals to repurchase and transfer company shares in the securities trading business is warranted, as the proposals include acceptable holding, volume, and duration limits.					

Nordea Bank Abp

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
22	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal to repurchase and reissue company shares is warranted, as the proposal includes acceptable holding, volume, and duration limits.					
23	Approve Issuance of up to 30 Million Shares without Preemptive Rights	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this issuance authorization is warranted because the potential share capital increase is not excessive.					
	Shareholder Proposals Submitted by Greenpeace Nordic, the Swedish Society for Nature Conservation and Mellemfolkeligt Samvirke / Action Aid Denmark	Mgmt			
24	Approve Business Activities in Line with the Paris Agreement	SH	Against	Against	Against
Voting Policy Rationale: A vote AGAINST this item is warranted because agreeing to include the proponents' requested new article in the articles of association would hinder the bank's flexibility to execute its sustainable strategy, and its ability to incentivize fossil fuel companies to alter their strategies.					
25	Close Meeting	Mgmt			
Voting Policy Rationale: This is a non-voting formality.					

Novo Nordisk A/S

Meeting Date: 03/21/2024

Record Date: 03/14/2024

Primary Security ID: K72807140

Country: Denmark

Meeting Type: Annual

Ticker: NOVO.B

Shares Voted: 5,576					
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Report of Board	Mgmt			
Voting Policy Rationale: This is a routine, non-voting item.					
2	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the approval of the annual accounts is warranted due to a lack of concern regarding the accounts presented or audit procedures used.					
3	Approve Allocation of Income and Dividends of DKK 6.40 Per Share	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this income allocation proposal is warranted due to a lack of controversy surrounding the proposed dividend.					
4	Approve Remuneration Report (Advisory Vote)	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration report is well described and does not contravene good European executive remuneration practice. While some concerns are noted, the company's retrospective disclosure of targets for awards under the STIP as well as LTIP, as well as a holding period for vested awards under the LTIP, are considered good practice.					

Novo Nordisk A/S

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.1	Approve Remuneration of Directors in the Amount of DKK 3.4 Million for the Chairman, DKK 1.7 Million for the Vice Chairman and DKK 840,000 for Other Directors; Approve Remuneration for Committee Work	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this remuneration proposal is warranted because of a lack of concern regarding the proposed fees.					
5.2a	Approve Indemnification of Board of Directors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these items is warranted, as the indemnification agreement specifies that the board directors (Item 5.2a) and executive management (Item 5.2b) covered under the indemnification will not be indemnified in cases of fraudulent actions, gross negligence, and deliberate or criminal actions.					
5.2b	Approve Indemnification of Executive Management	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these items is warranted, as the indemnification agreement specifies that the board directors (Item 5.2a) and executive management (Item 5.2b) covered under the indemnification will not be indemnified in cases of fraudulent actions, gross negligence, and deliberate or criminal actions.					
5.2c	Amend Articles Re: Indemnification Scheme	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because the proposed addition to the articles of association is aligned with good practice.					
5.3	Approve Guidelines for Incentive-Based Compensation for Executive Management and Board	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration policy is well described and does not contravene good European executive remuneration practice. The vote is QUALIFIED as concerns remain with the discretionary bonus mandate.					
6.1	Reelect Helge Lund (Chair) as Director	Mgmt	For	Abstain	Abstain
Voting Policy Rationale: A vote ABSTAIN against incumbent Nominating Committee Chair Helge Lund is warranted for lack of diversity on the board. A vote ABSTAIN against Henrik Poulsen and Kasim Kutay is warranted because the company maintains a share structure with unequal voting rights, and the candidates represent the primary beneficiary of the superior voting rights.					
6.2	Reelect Henrik Poulsen (Vice Chair) as Director	Mgmt	For	Abstain	Abstain
Voting Policy Rationale: A vote ABSTAIN against incumbent Nominating Committee Chair Helge Lund is warranted for lack of diversity on the board. A vote ABSTAIN against Henrik Poulsen and Kasim Kutay is warranted because the company maintains a share structure with unequal voting rights, and the candidates represent the primary beneficiary of the superior voting rights.					
6.3a	Reelect Laurence Debroux as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote ABSTAIN against incumbent Nominating Committee Chair Helge Lund is warranted for lack of diversity on the board. A vote ABSTAIN against Henrik Poulsen and Kasim Kutay is warranted because the company maintains a share structure with unequal voting rights, and the candidates represent the primary beneficiary of the superior voting rights.					
6.3b	Reelect Andreas Fibig as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote ABSTAIN against incumbent Nominating Committee Chair Helge Lund is warranted for lack of diversity on the board. A vote ABSTAIN against Henrik Poulsen and Kasim Kutay is warranted because the company maintains a share structure with unequal voting rights, and the candidates represent the primary beneficiary of the superior voting rights.					
6.3c	Reelect Sylvie Gregoire as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote ABSTAIN against incumbent Nominating Committee Chair Helge Lund is warranted for lack of diversity on the board. A vote ABSTAIN against Henrik Poulsen and Kasim Kutay is warranted because the company maintains a share structure with unequal voting rights, and the candidates represent the primary beneficiary of the superior voting rights.					

Novo Nordisk A/S

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6.3d	Reelect Kasim Kutay as Director	Mgmt	For	Abstain	Abstain
Voting Policy Rationale: A vote ABSTAIN against incumbent Nominating Committee Chair Helge Lund is warranted for lack of diversity on the board. A vote ABSTAIN against Henrik Poulsen and Kasim Kutay is warranted because the company maintains a share structure with unequal voting rights, and the candidates represent the primary beneficiary of the superior voting rights.					
6.3e	Reelect Christina Law as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote ABSTAIN against incumbent Nominating Committee Chair Helge Lund is warranted for lack of diversity on the board. A vote ABSTAIN against Henrik Poulsen and Kasim Kutay is warranted because the company maintains a share structure with unequal voting rights, and the candidates represent the primary beneficiary of the superior voting rights.					
6.3f	Reelect Martin Mackay as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote ABSTAIN against incumbent Nominating Committee Chair Helge Lund is warranted for lack of diversity on the board. A vote ABSTAIN against Henrik Poulsen and Kasim Kutay is warranted because the company maintains a share structure with unequal voting rights, and the candidates represent the primary beneficiary of the superior voting rights.					
7	Ratify Deloitte as Auditor	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.					
8.1	Approve DKK 4.5 Million Reduction in Share Capital via Share Cancellation of B Shares	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this item is warranted as the cancellation of shares may improve the efficiency of the balance sheet, which may also enhance returns over the long-term.					
8.2	Authorize Share Repurchase Program	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal to repurchase company shares is warranted, as the proposal includes acceptable holding, volume, and duration limits.					
8.3	Approve Creation of DKK 44.7 Million Pool of Capital with Preemptive Rights; Approve Creation of DKK 44.7 Million Pool of Capital without Preemptive Rights; Maximum Increase in Share Capital under Both Authorizations up to DKK 44.7 Million	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the issuance authorizations is warranted because the potential share capital increase is not excessive.					
9	Other Business	Mgmt			
Voting Policy Rationale: This is a routine, non-voting item.					

Yamaha Motor Co., Ltd.

Meeting Date: 03/21/2024

Record Date: 12/31/2023

Primary Security ID: J95776126

Country: Japan

Meeting Type: Annual

Ticker: 7272

Shares Voted: 15,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 72.5	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.					

Yamaha Motor Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.1	Elect Director Watanabe, Katsuaki	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.2	Elect Director Hidaka, Yoshihiro	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.3	Elect Director Maruyama, Heiji	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.4	Elect Director Matsuyama, Satohiko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.5	Elect Director Shitara, Motofumi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.6	Elect Director Nakata, Takuya	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.					
2.7	Elect Director Tashiro, Yuko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.8	Elect Director Ohashi, Tetsuji	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.9	Elect Director Jin Song Montesano	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.10	Elect Director Masui, Keiji	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.					

Kao Corp.

Meeting Date: 03/22/2024

Record Date: 12/31/2023

Primary Security ID: J30642169

Country: Japan

Meeting Type: Annual

Ticker: 4452

Shares Voted: 3,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 75	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * The company's reserves are adequate to cover the dividend.					
2.1	Elect Director Hasebe, Yoshihiro	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.2	Elect Director Negoro, Masakazu	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.3	Elect Director Nishiguchi, Toru	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.4	Elect Director David J. Muenz	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.5	Elect Director Shinobe, Osamu	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.6	Elect Director Sakurai, Eriko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.7	Elect Director Nishii, Takaaki	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.8	Elect Director Takashima, Makoto	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.					
3	Appoint Statutory Auditor Arai, Saeko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
4	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.					
5	Approve Compensation Ceiling for Statutory Auditors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * The size of the proposed ceiling cannot be regarded as high.					

Asahi Group Holdings Ltd.

Meeting Date: 03/26/2024

Record Date: 12/31/2023

Primary Security ID: J02100113

Country: Japan

Meeting Type: Annual

Ticker: 2502

Shares Voted: 4,800					
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 65	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.					
2.1	Elect Director Koji, Akiyoshi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.2	Elect Director Katsuki, Atsushi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					

Asahi Group Holdings Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.3	Elect Director Tanimura, Keizo	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.4	Elect Director Sakita, Kaoru	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.5	Elect Director Christina L. Ahmadjian	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.6	Elect Director Sasae, Kenichiro	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.7	Elect Director Ohashi, Tetsuji	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.8	Elect Director Matsunaga, Mari	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.9	Elect Director Nishinaka, Naoko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.10	Elect Director Sato, Chika	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.11	Elect Director Melanie Brock	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3	Appoint Statutory Auditor Oshima, Akiko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.					
4	Approve Compensation Ceiling for Directors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * The increase is intended to introduce/increase performance-based pay. * The size of the proposed ceiling cannot be regarded as high.					
5	Approve Compensation Ceiling for Statutory Auditors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * The size of the proposed ceiling cannot be regarded as high.					

Randstad NV

Meeting Date: 03/26/2024

Record Date: 02/27/2024

Primary Security ID: N7291Y137

Country: Netherlands

Meeting Type: Annual

Ticker: RAND

Shares Voted: 8,157

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt			

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
	Voting Policy Rationale: No vote is required for this item.				
2a	Receive Reports of Executive Board and Supervisory Board (Non-Voting)	Mgmt			
	Voting Policy Rationale: No vote is required for this item.				
2b	Discussion on Company's Corporate Governance Structure	Mgmt			
	Voting Policy Rationale: This is a non-voting item.				
2c	Approve Remuneration Report	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR is warranted because pay is generally not considered contentious and broadly in line with market practice. Additionally, previous concerns regarding the level of disclosure on non-financial performance indicators for the STI award have been addressed in this year's remuneration report. However, we raise some concern regarding the exit payment of Henry Schirmer of EUR 2.1 million, as there is lack of a compelling rationale for awarding the severance payment (one year base salary) for a resigning executive who continues to provide further activities for the company.				
2d	Adopt Financial Statements and Statutory Reports	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR is warranted because of the absence of concern with the company's audit procedures or its auditors.				
2e	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt			
	Voting Policy Rationale: No vote is required for this item.				
2f	Approve Dividend	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the company's dividend proposal is warranted. Because the board considers the reserves to be sufficient to allow for the payment of a dividend, and because the company does not have a history of excessive allocations to dividends, the dividend proposal warrants support.				
2g	Approve Special Dividend	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the company's dividend proposal is warranted. Because the board considers the reserves to be sufficient to allow for the payment of a dividend, and because the company does not have a history of excessive allocations to dividends, the dividend proposal warrants support.				
3a	Approve Discharge of Executive Board	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR is warranted because of the absence of any information about significant and compelling controversies that the management board and/or supervisory board are not fulfilling their fiduciary duties.				
3b	Approve Discharge of Supervisory Board	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR is warranted because of the absence of any information about significant and compelling controversies that the management board and/or supervisory board are not fulfilling their fiduciary duties.				
4a	Elect Dimitra Manis to Supervisory Board	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these elections 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 candidate.				
4b	Elect Philippe Vimard to Supervisory Board	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these elections 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 candidate.				

Randstad NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5a	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital and Exclude Preemptive Rights	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because it is in line with commonly used safeguards regarding volume and duration.					
5b	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR is warranted because: * This proposal is in line with commonly used safeguards regarding volume and pricing; * The authorization would allow Randstad to repurchase up to 10.00 percent of the issued share capital; and * The authorization would allow the company to repurchase shares for less or up to 110 percent of the share price prior to the repurchase.					
5c	Approve Cancellation of Repurchased Shares	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR is warranted because the cancellation of shares is in shareholders' interests.					
6	Other Business (Non-Voting)	Mgmt			
Voting Policy Rationale: No vote is required for this item.					
7	Close Meeting	Mgmt			
Voting Policy Rationale: No vote is required for this item.					

SKF AB

Meeting Date: 03/26/2024

Record Date: 03/18/2024

Primary Security ID: W84237143

Country: Sweden

Meeting Type: Annual

Ticker: SKF.B

Shares Voted: 9,209					
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
Voting Policy Rationale: These are routine meeting formalities.					
2	Elect Chairman of Meeting	Mgmt	For	For	For
Voting Policy Rationale: These are routine meeting formalities.					
3	Prepare and Approve List of Shareholders	Mgmt			
Voting Policy Rationale: These are routine meeting formalities.					
4	Approve Agenda of Meeting	Mgmt	For	For	For
Voting Policy Rationale: These are routine meeting formalities.					
5	Designate Inspector(s) of Minutes of Meeting	Mgmt			
Voting Policy Rationale: These are routine meeting formalities.					
6	Acknowledge Proper Convening of Meeting	Mgmt	For	For	For
Voting Policy Rationale: These are routine meeting formalities.					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Receive Financial Statements and Statutory Reports	Mgmt			
Voting Policy Rationale: These are routine, non-voting items.					
8	Receive President's Report	Mgmt			
Voting Policy Rationale: These are routine, non-voting items.					
9	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the approval of the annual accounts is warranted due to a lack of concern regarding the accounts presented or audit procedures used.					
10	Approve Allocation of Income and Dividends of SEK 7.50 Per Share	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this income allocation proposal is warranted due to a lack of controversy surrounding the proposed dividend.					
11.1	Approve Discharge of Board Member Hans Straberg	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board or president have not fulfilled their fiduciary duties.					
11.2	Approve Discharge of Board Member Hock Goh	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board or president have not fulfilled their fiduciary duties.					
11.3	Approve Discharge of Board Member Geert Follens	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board or president have not fulfilled their fiduciary duties.					
11.4	Approve Discharge of Board Member Hakan Buskhe	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board or president have not fulfilled their fiduciary duties.					
11.5	Approve Discharge of Board Member Susanna Schneeberg	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board or president have not fulfilled their fiduciary duties.					
11.6	Approve Discharge of Board Member Rickard Gustafson	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board or president have not fulfilled their fiduciary duties.					
11.7	Approve Discharge of Board Member Beth Ferreira	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board or president have not fulfilled their fiduciary duties.					
11.8	Approve Discharge of Board Member Therese Friberg	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board or president have not fulfilled their fiduciary duties.					
11.9	Approve Discharge of Board Member Richard Nilsson	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board or president have not fulfilled their fiduciary duties.					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
11.10	Approve Discharge of Board Member Niko Pakalen	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board or president have not fulfilled their fiduciary duties.					
11.11	Approve Discharge of Board Member Jonny Hillber	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board or president have not fulfilled their fiduciary duties.					
11.12	Approve Discharge of Board Member Zarko Djurovic	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board or president have not fulfilled their fiduciary duties.					
11.13	Approve Discharge of Deputy Board Member Thomas Eliasson	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board or president have not fulfilled their fiduciary duties.					
11.14	Approve Discharge of Deputy Board Member Steve Norrman	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board or president have not fulfilled their fiduciary duties.					
11.15	Approve Discharge of President Rickard Gustafsson	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board or president have not fulfilled their fiduciary duties.					
12	Determine Number of Members (10) and Deputy Members (0) of Board	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because of a lack of controversy concerning the size of the board.					
13	Approve Remuneration of Directors in the Amount of SEK 2.8 Million for Chair, SEK 1.4 Million for Vice Chair and SEK 900,000 for Other Directors; Approve Remuneration for Committee Work	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this remuneration proposal is warranted because of a lack of concern regarding the proposed fees.					
14.1	Reelect Hans Straberg as Director	Mgmt	For	Against	Against
Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Hans Straaberg (Item 14.1) is warranted for lack of diversity on the board. A vote AGAINST candidate Hans Straaberg (Item 14.1) is warranted because he is considered overboarded. A vote AGAINST candidate Haakan Buskhe (Item 14.4) is warranted due to his position as a non-independent chairman of the audit committee. A vote AGAINST Haakan Buskhe (Item 14.4) and Richard Nilsson (Item 14.9) is warranted because the company maintains a share structure with unequal voting rights, and the candidates represent the primary beneficiary of the superior voting rights. A vote FOR the remaining director nominees is warranted.					
14.2	Reelect Hock Goh as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Hans Straaberg (Item 14.1) is warranted for lack of diversity on the board. A vote AGAINST candidate Hans Straaberg (Item 14.1) is warranted because he is considered overboarded. A vote AGAINST candidate Haakan Buskhe (Item 14.4) is warranted due to his position as a non-independent chairman of the audit committee. A vote AGAINST Haakan Buskhe (Item 14.4) and Richard Nilsson (Item 14.9) is warranted because the company maintains a share structure with unequal voting rights, and the candidates represent the primary beneficiary of the superior voting rights. A vote FOR the remaining director nominees is warranted.					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
14.3	Reelect Geert Follens as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Hans Straaberg (Item 14.1) is warranted for lack of diversity on the board. A vote AGAINST candidate Hans Straaberg (Item 14.1) is warranted because he is considered overboarded. A vote AGAINST candidate Haakan Buskhe (Item 14.4) is warranted due to his position as a non-independent chairman of the audit committee. A vote AGAINST Haakan Buskhe (Item 14.4) and Richard Nilsson (Item 14.9) is warranted because the company maintains a share structure with unequal voting rights, and the candidates represent the primary beneficiary of the superior voting rights. A vote FOR the remaining director nominees is warranted.					
14.4	Reelect Hakan Buskhe as Director	Mgmt	For	Against	Against
Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Hans Straaberg (Item 14.1) is warranted for lack of diversity on the board. A vote AGAINST candidate Hans Straaberg (Item 14.1) is warranted because he is considered overboarded. A vote AGAINST candidate Haakan Buskhe (Item 14.4) is warranted due to his position as a non-independent chairman of the audit committee. A vote AGAINST Haakan Buskhe (Item 14.4) and Richard Nilsson (Item 14.9) is warranted because the company maintains a share structure with unequal voting rights, and the candidates represent the primary beneficiary of the superior voting rights. A vote FOR the remaining director nominees is warranted.					
14.5	Reelect Susanna Schneeberger as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Hans Straaberg (Item 14.1) is warranted for lack of diversity on the board. A vote AGAINST candidate Hans Straaberg (Item 14.1) is warranted because he is considered overboarded. A vote AGAINST candidate Haakan Buskhe (Item 14.4) is warranted due to his position as a non-independent chairman of the audit committee. A vote AGAINST Haakan Buskhe (Item 14.4) and Richard Nilsson (Item 14.9) is warranted because the company maintains a share structure with unequal voting rights, and the candidates represent the primary beneficiary of the superior voting rights. A vote FOR the remaining director nominees is warranted.					
14.6	Reelect Rickard Gustafson as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Hans Straaberg (Item 14.1) is warranted for lack of diversity on the board. A vote AGAINST candidate Hans Straaberg (Item 14.1) is warranted because he is considered overboarded. A vote AGAINST candidate Haakan Buskhe (Item 14.4) is warranted due to his position as a non-independent chairman of the audit committee. A vote AGAINST Haakan Buskhe (Item 14.4) and Richard Nilsson (Item 14.9) is warranted because the company maintains a share structure with unequal voting rights, and the candidates represent the primary beneficiary of the superior voting rights. A vote FOR the remaining director nominees is warranted.					
14.7	Reelect Beth Ferreira as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Hans Straaberg (Item 14.1) is warranted for lack of diversity on the board. A vote AGAINST candidate Hans Straaberg (Item 14.1) is warranted because he is considered overboarded. A vote AGAINST candidate Haakan Buskhe (Item 14.4) is warranted due to his position as a non-independent chairman of the audit committee. A vote AGAINST Haakan Buskhe (Item 14.4) and Richard Nilsson (Item 14.9) is warranted because the company maintains a share structure with unequal voting rights, and the candidates represent the primary beneficiary of the superior voting rights. A vote FOR the remaining director nominees is warranted.					
14.8	Reelect Therese Friberg as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Hans Straaberg (Item 14.1) is warranted for lack of diversity on the board. A vote AGAINST candidate Hans Straaberg (Item 14.1) is warranted because he is considered overboarded. A vote AGAINST candidate Haakan Buskhe (Item 14.4) is warranted due to his position as a non-independent chairman of the audit committee. A vote AGAINST Haakan Buskhe (Item 14.4) and Richard Nilsson (Item 14.9) is warranted because the company maintains a share structure with unequal voting rights, and the candidates represent the primary beneficiary of the superior voting rights. A vote FOR the remaining director nominees is warranted.					
14.9	Reelect Richard Nilsson as Director	Mgmt	For	Against	Against
Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Hans Straaberg (Item 14.1) is warranted for lack of diversity on the board. A vote AGAINST candidate Hans Straaberg (Item 14.1) is warranted because he is considered overboarded. A vote AGAINST candidate Haakan Buskhe (Item 14.4) is warranted due to his position as a non-independent chairman of the audit committee. A vote AGAINST Haakan Buskhe (Item 14.4) and Richard Nilsson (Item 14.9) is warranted because the company maintains a share structure with unequal voting rights, and the candidates represent the primary beneficiary of the superior voting rights. A vote FOR the remaining director nominees is warranted.					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
14.10	Reelect Niko Pakalen as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Hans Straaberg (Item 14.1) is warranted for lack of diversity on the board. A vote AGAINST candidate Hans Straaberg (Item 14.1) is warranted because he is considered overboarded. A vote AGAINST candidate Haakan Buskhe (Item 14.4) is warranted due to his position as a non-independent chairman of the audit committee. A vote AGAINST Haakan Buskhe (Item 14.4) and Richard Nilsson (Item 14.9) is warranted because the company maintains a share structure with unequal voting rights, and the candidates represent the primary beneficiary of the superior voting rights. A vote FOR the remaining director nominees is warranted.					
15	Reelect Hans Straberg as Board Chair	Mgmt	For	Against	Against
Voting Policy Rationale: A vote AGAINST this item is warranted because the election of this individual to the board of directors is not supported.					
16	Approve Remuneration Report	Mgmt	For	Against	Against
Voting Policy Rationale: A vote AGAINST this item is warranted because the company has not disclosed weights or targets for the performance conditions used for the CEO's STIP, and has not disclosed LTIP ex-post targets for awards that vested during the year under review.					
17	Approve 2024 Performance Share Program	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR is warranted as the proposed plan is largely aligned with Swedish executive compensation market practices.					

OTSUKA CORP.

Meeting Date: 03/27/2024

Record Date: 12/31/2023

Primary Security ID: J6243L115

Country: Japan

Meeting Type: Annual

Ticker: 4768

Shares Voted: 3,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 135	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.					
2.1	Appoint Statutory Auditor Nakai, Kazuhiko	Mgmt	For	Against	Against
Voting Policy Rationale: A vote AGAINST this nominee is warranted because: * The outside statutory auditor nominee's affiliation with the company could compromise independence.					
2.2	Appoint Statutory Auditor Hada, Etsuo	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.3	Appoint Statutory Auditor Minagawa, Katsumasa	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3	Approve Compensation Ceiling for Statutory Auditors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * The size of the proposed ceiling cannot be regarded as high.					

Meeting Date: 03/28/2024

Record Date: 12/31/2023

Primary Security ID: J05124144

Country: Japan

Meeting Type: Annual

Ticker: 7751

Shares Voted: 10,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 70	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.					
2.1	Elect Director Mitarai, Fujio	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.2	Elect Director Tanaka, Toshizo	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.3	Elect Director Homma, Toshio	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.4	Elect Director Ogawa, Kazuto	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.5	Elect Director Takeishi, Hiroaki	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.6	Elect Director Asada, Minoru	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.7	Elect Director Kawamura, Yusuke	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.8	Elect Director Ikegami, Masayuki	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.9	Elect Director Suzuki, Masaki	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.10	Elect Director Ito, Akiko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3	Appoint Statutory Auditor Okayama, Chikahiro	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.					
4	Approve Annual Bonus	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the proposal is warranted because: * The total proposed amount of the bonuses is not excessively high.					
5	Approve Deep Discount Stock Option Plan	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.					

DBS Group Holdings Ltd.

Meeting Date: 03/28/2024

Record Date: 03/26/2024

Primary Security ID: Y20246107

Country: Singapore

Meeting Type: Annual

Ticker: D05

Shares Voted: 5,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For	For
Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR this resolution is warranted.					
2	Approve Final Dividend	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine dividend proposal.					
3	Approve Directors' Fees	Mgmt	For	For	For
Voting Policy Rationale: Director fees in Singapore are usually reasonable. In the absence of known concerns over director fees at the company, a vote FOR this proposal is warranted.					
4	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.					
5	Elect Piyush Gupta as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.					
6	Elect Chng Kai Fong as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.					
7	Elect Judy Lee as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.					
8	Elect David Ho Hing-Yuen as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.					
9	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted because the issuance request without preemptive rights is within the recommended limit.					
10	Approve Issuance of Shares Pursuant to the DBSH Scrip Dividend Scheme	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted given that this is a routine dividend proposal.					
11	Authorize Share Repurchase Program	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted given that the size and pricing provisions of the proposed repurchase mandate are within the recommended limits.					

Nippon Express Holdings, Inc.

Meeting Date: 03/28/2024

Record Date: 12/31/2023

Primary Security ID: J53377107

Country: Japan

Meeting Type: Annual

Ticker: 9147

Shares Voted: 5,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Amend Articles to Abolish Board Structure with Statutory Auditors - Adopt Board Structure with Audit Committee - Amend Provisions on Director Titles - Authorize Directors to Execute Day to Day Operations without Full Board Approval	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns resulting from the change to the articles.					
2.1	Elect Director Saito, Mitsuru	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.2	Elect Director Horikiri, Satoshi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.3	Elect Director Akaishi, Mamoru	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.4	Elect Director Abe, Sachiko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.5	Elect Director Shiba, Yojiro	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful because outside directors are not required in the category of "directors who are not audit committee members."					
2.6	Elect Director Ito, Yumiko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.7	Elect Director Tsukahara, Tsukiko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3.1	Elect Director and Audit Committee Member Nakamoto, Takashi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3.2	Elect Director and Audit Committee Member Aoki, Yoshio	Mgmt	For	Against	Against
Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * This outside director candidate who will be an audit committee member lacks independence.					
3.3	Elect Director and Audit Committee Member Sanui, Nobuko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3.4	Elect Director and Audit Committee Member Masuno, Ryuji	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					

Nippon Express Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * The proposal reflects the company's adoption of a board with an audit committee, which appears beneficial to shareholders.					
5	Approve Compensation Ceiling for Directors Who Are Audit Committee Members	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * The proposal reflects the company's adoption of a board with an audit committee, which appears beneficial to shareholders.					
6	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.					

VOTE SUMMARY REPORT

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

LOCATION(S): ALL LOCATIONS

INSTITUTION ACCOUNT(S): SUN LIFE GLOBAL
DIVIDEND PRIVATE POOL

Telefonaktiebolaget LM Ericsson

Meeting Date: 04/03/2024 Country: Sweden Ticker: ERIC.B
Record Date: 03/22/2024 Meeting Type: Annual
Primary Security ID: W26049119

Shares Voted: 79,076

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Chairman of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
2	Prepare and Approve List of Shareholders	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
3	Approve Agenda of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
4	Acknowledge Proper Convening of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
5	Designate Inspector(s) of Minutes of Meeting	Mgmt			
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
6	Receive Financial Statements and Statutory Reports	Mgmt			
	<i>Voting Policy Rationale: These are routine, non-voting items.</i>				
7	Receive President and CEO Report; Allow Questions	Mgmt			
	<i>Voting Policy Rationale: These are routine, non-voting items.</i>				
8.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the annual accounts is warranted due to a lack of concern regarding the accounts presented or audit procedures used.</i>				
8.2	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration report is well described and does not contravene good European executive remuneration practice. However, concerns are noted with the lack of ex-post target disclosures for the company's STIP, although it is noted that threshold and maximum is disclosed as a percentage of target. The support is qualified.</i>				
8.3.a	Approve Discharge of Board Member Jan Carlson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors have not fulfilled their fiduciary duties.</i>				
8.3.b	Approve Discharge of Board Member Ronnie Leten	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors have not fulfilled their fiduciary duties.</i>				

Telefonaktiebolaget LM Ericsson

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8.3.c	Approve Discharge of Board Member Jacob Wallenberg	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors have not fulfilled their fiduciary duties.</i>				
8.3.d	Approve Discharge of Board Member Jon Fredrik Baksaas	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors have not fulfilled their fiduciary duties.</i>				
8.3.e	Approve Discharge of Board Member Nora Denzel	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors have not fulfilled their fiduciary duties.</i>				
8.3.f	Approve Discharge of Board Member Carolina Dybeck Happe	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors have not fulfilled their fiduciary duties.</i>				
8.3.g	Approve Discharge of Board Member Borje Ekholm	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors have not fulfilled their fiduciary duties.</i>				
8.3.h	Approve Discharge of Board Member Eric A. Elzvik	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors have not fulfilled their fiduciary duties.</i>				
8.3.i	Approve Discharge of Board Member Kurt Jofs	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors have not fulfilled their fiduciary duties.</i>				
8.3.j	Approve Discharge of Board Member Kristin S. Rinne	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors have not fulfilled their fiduciary duties.</i>				
8.3.k	Approve Discharge of Board Member Helena Stjernholm	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors have not fulfilled their fiduciary duties.</i>				
8.3.l	Approve Discharge of Board Member Jonas Synnergren	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors have not fulfilled their fiduciary duties.</i>				
8.3.m	Approve Discharge of Board Member Christy Wyatt	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors have not fulfilled their fiduciary duties.</i>				
8.3.n	Approve Discharge of Employee Representative Torbjorn Nyman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors have not fulfilled their fiduciary duties.</i>				

Telefonaktiebolaget LM Ericsson

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8.3.o	Approve Discharge of Employee Representative Anders Ripa <i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
8.3.p	Approve Discharge of Deputy Employee Representative Ulf Rosberg <i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
8.3.q	Approve Discharge of Deputy Employee Representative Annika Salomonsson <i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
8.3.r	Approve Discharge of Employee Representative Kjell-Ake Söting <i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
8.3.s	Approve Discharge of Deputy Employee Representative Frans Frejdestedt <i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
8.3.t	Approve Discharge of Deputy Employee Representative Loredana Roslund <i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
8.3.u	Approve Discharge of Deputy Employee Representative Stefan Wanstedt <i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
8.3.v	Approve Discharge of President Borje Ekholm <i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
8.4	Approve Allocation of Income and Dividends of SEK 2.70 Per Share <i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted due to a lack of controversy surrounding the proposed dividend.</i>	Mgmt	For	For	For
9	Determine Number Directors (10) and Deputy Directors (0) of Board <i>Voting Policy Rationale: A vote FOR this proposal is warranted because of a lack of controversy concerning the size of the board.</i>	Mgmt	For	For	For
10	Approve Remuneration of Directors SEK 4.6 Million for Chairman and SEK 1.2 Million for Other Directors, Approve Remuneration for Committee Work <i>Voting Policy Rationale: A vote AGAINST this item is warranted as the proposed fees are considered excessive in relation to company peers, in particular for the chairman as he has the highest fee in the Swedish market.</i>	Mgmt	For	Against	Against

Telefonaktiebolaget LM Ericsson

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
11.1	Reelect Jon Fredrik Baksaas as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Jan Carlson is warranted for lack of diversity on the board. A vote AGAINST candidates Jacob Wallenberg and Karl Aaberg is warranted due to the company maintaining a share structure with unequal voting rights. A vote FOR the remaining director nominees is warranted.</i>				
11.2	Reelect Jan Carlson as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Jan Carlson is warranted for lack of diversity on the board. A vote AGAINST candidates Jacob Wallenberg and Karl Aaberg is warranted due to the company maintaining a share structure with unequal voting rights. A vote FOR the remaining director nominees is warranted.</i>				
11.3	Reelect Carolina Dybeck Happe as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Jan Carlson is warranted for lack of diversity on the board. A vote AGAINST candidates Jacob Wallenberg and Karl Aaberg is warranted due to the company maintaining a share structure with unequal voting rights. A vote FOR the remaining director nominees is warranted.</i>				
11.4	Reelect Borje Ekholm as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Jan Carlson is warranted for lack of diversity on the board. A vote AGAINST candidates Jacob Wallenberg and Karl Aaberg is warranted due to the company maintaining a share structure with unequal voting rights. A vote FOR the remaining director nominees is warranted.</i>				
11.5	Reelect Eric A. Elzvik as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Jan Carlson is warranted for lack of diversity on the board. A vote AGAINST candidates Jacob Wallenberg and Karl Aaberg is warranted due to the company maintaining a share structure with unequal voting rights. A vote FOR the remaining director nominees is warranted.</i>				
11.6	Reelect Kristin S. Rinne as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Jan Carlson is warranted for lack of diversity on the board. A vote AGAINST candidates Jacob Wallenberg and Karl Aaberg is warranted due to the company maintaining a share structure with unequal voting rights. A vote FOR the remaining director nominees is warranted.</i>				
11.7	Reelect Jonas Synnergren as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Jan Carlson is warranted for lack of diversity on the board. A vote AGAINST candidates Jacob Wallenberg and Karl Aaberg is warranted due to the company maintaining a share structure with unequal voting rights. A vote FOR the remaining director nominees is warranted.</i>				
11.8	Reelect Jacob Wallenberg as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Jan Carlson is warranted for lack of diversity on the board. A vote AGAINST candidates Jacob Wallenberg and Karl Aaberg is warranted due to the company maintaining a share structure with unequal voting rights. A vote FOR the remaining director nominees is warranted.</i>				
11.9	Reelect Christy Wyatt as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Jan Carlson is warranted for lack of diversity on the board. A vote AGAINST candidates Jacob Wallenberg and Karl Aaberg is warranted due to the company maintaining a share structure with unequal voting rights. A vote FOR the remaining director nominees is warranted.</i>				
11.10	Elect Karl Aberg as New Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Jan Carlson is warranted for lack of diversity on the board. A vote AGAINST candidates Jacob Wallenberg and Karl Aaberg is warranted due to the company maintaining a share structure with unequal voting rights. A vote FOR the remaining director nominees is warranted.</i>				
12	Reelect Jan Carlson as Board Chairman	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this item is warranted as his reelection to the board does not warrant support.</i>				
13	Determine Number of Auditors (1)	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because of a lack of controversy concerning the number of auditors.</i>				

Telefonaktiebolaget LM Ericsson

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
14	Approve Remuneration of Auditor	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.					
15	Ratify Deloitte AB as Auditor	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.					
16.1	Approve Long-Term Variable Compensation Program 2024 (LTV 2024)	Mgmt	For	Against	Against
Voting Policy Rationale: A vote AGAINST is warranted because the performance period for the group EBITA performance metric, which constitutes 45 percent of the total weight, is only one year.					
16.2	Approve Equity Plan Financing LTV 2024	Mgmt	For	Against	Against
Voting Policy Rationale: A vote AGAINST is warranted because the performance period for the group EBITA performance metric, which constitutes 45 percent of the total weight, is only one year.					
16.3	Approve Alternative Equity Plan Financing of LTV 2024, if Item 16.2 is Not Approved	Mgmt	For	Against	Against
Voting Policy Rationale: A vote AGAINST this item is warranted, because support for LTV 2024 (Item 16.1) is not warranted.					
17	Approve Equity Plan Financing of LTV I 2023	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this item is warranted as the proposed decision would fund an equity remuneration plan that Sustainability Advisory Services has previously given qualified support for and because the plans have already been approved by shareholders and as the alternative financing options for the plans are more costly for the company and for shareholders. Concerns are nonetheless noted with the fact that the underlying plan has short performance periods for part of its awards.					
18.1	Approve Equity Plan Financing of LTV 2021, LTV 2022 and LTV II 2023	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these items is warranted as the plans have already been approved by shareholders and as the alternative financing options for the plans are more costly for the company and for shareholders. Concerns are nonetheless noted with the fact that the underlying plans have short performance periods for part of their awards.					
18.2	Approve Equity Plan Financing of LTV 2021, LTV 2022 and LTV II 2023	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these items is warranted as the plans have already been approved by shareholders and as the alternative financing options for the plans are more costly for the company and for shareholders. Concerns are nonetheless noted with the fact that the underlying plans have short performance periods for part of their awards.					
19	Close Meeting	Mgmt			
Voting Policy Rationale: This is a non-voting formality.					

Canadian Imperial Bank of Commerce

Meeting Date: 04/04/2024Country: CanadaTicker: CM

Record Date: 02/05/2024Meeting Type: Annual

Primary Security ID: 136069101

Shares Voted: 16,132

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Ammar Aljoundi	Mgmt	For	For	For
Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.					

Canadian Imperial Bank of Commerce

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director Charles J. G. Brindamour	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1c	Elect Director Nanci E. Caldwell	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1d	Elect Director Michelle L. Collins	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1e	Elect Director Victor G. Dodig	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1f	Elect Director Kevin J. Kelly	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1g	Elect Director Christine E. Larsen	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1h	Elect Director Mary Lou Maher	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1i	Elect Director William F. Morneau	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1j	Elect Director Mark W. Podlasly	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1k	Elect Director Katharine B. Stevenson	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1l	Elect Director Martine Turcotte	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1m	Elect Director Barry L. Zubrow	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR the ratification of Ernst & Young LLP as auditor as non-audit fees (7 percent) were reasonable relative to total fees paid to the auditor.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this non-binding advisory vote as there are no significant issues at this time.</i>				
	Shareholder Proposals	Mgmt			

Canadian Imperial Bank of Commerce

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	SP 1: Issue Report Disclosing Exposure on the Oil and Gas Sector	SH	Against	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this shareholder proposal is warranted at this time. The company's Net-Zero ambition is aligned with global and Canadian climate initiatives. The bank has undertaken efforts to support oil and gas clients in low carbon transition and continues to invest in and finance the Canadian oil and gas sector. In addition, the bank has provided within its annual report, a breakdown of business and government exposure by industry groups, including the oil and gas sector. In its annual climate report, the bank provides updates on performance relative to climate-related metrics and targets and associated physical and transition risks. The bank has further indicated that it is actively preparing for and incorporating requirements for existing and upcoming regulatory frameworks, such as the CSFI B-15 Guidelines, which outline governance and risk management expectations related to financial institutions management of climate-related risks. In light of the above, the bank's disclosure is aligned with industry best practices and already meets the proponents request that the bank disclose its exposure to oil and gas divestment. The proponents request that the bank further qualify and quantify the impacts of divestment from the Canadian oil and gas sector on shareholder value and other relevant economic analysis is overly prescriptive and goes beyond industry best practices and existing or upcoming regulatory frameworks.</i>					
5	SP 2: Hold Annual Meetings of the Company in Person with Virtual Meetings as Complements	SH	Against	For	For
<i>Voting Policy Rationale: Vote FOR this shareholder proposal. Similar to last year, the bank will be holding its 2024 annual shareholder meeting in hybrid format. However, in its response, the board indicates that despite its current hybrid meeting format, it does not want to make a commitment in perpetuity to hold in-person shareholder meetings considering unforeseen circumstances and potential extraordinary events beyond its control. While many investors recognize the potential benefits of enabling participation at shareholder meetings via electronic means as a potential enhancement to shareholder rights, especially when combined with a physical meeting, they also raise concerns about moves to eliminate physical shareholder meetings, arguing that virtual-only meetings may hinder meaningful exchanges between management and shareholders, enable management to avoid uncomfortable questions, increase the likelihood of marginalizing certain shareholders, and contribute to an erosion of shareholder rights. In addition, compelling investor feedback indicates that a significant majority of shareholders want to retain the ability to attend shareholder meetings in person, even if in a given year they elect to participate only virtually. Furthermore, if unforeseen circumstances arise, companies governed by the Bank Act can hold a virtual meeting in lieu of an in-person meeting by obtaining a court order. In the absence of any extenuating circumstances preventing the bank from holding an in-person meeting, a vote FOR the proponent's request is warranted at this time.</i>					
6	SP 3: Disclose Non-Confidential Information Relating to the Bank's Country-by-Country Reporting	SH	Against	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted as public disclosure of the requested information would enhance the company's tax transparency and overall calculation of compensation ratios.</i>					
7	SP 4: Advisory Vote on Environmental Policy	SH	Against	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Additional information on the company's plan to reduce its GHG emissions would allow investors to better understand how the company is managing its climate change related risks and it would allow shareholders to express their opinions on the climate risk management practices of the company.</i>					
8	SP 5: Disclosure of the CEO Compensation to Median Worker Pay Ratio	SH	Against	Against	For
<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted at this time as executive compensation programs should be designed to promote pay for performance, taking compensation risk into account for generating long-term, sustainable growth for shareholders and the benefit of all employees.</i>					

Rio Tinto Plc

Meeting Date: 04/04/2024	Country: United Kingdom	Ticker: RIO
Record Date: 04/02/2024	Meeting Type: Annual	
Primary Security ID: G75754104		

Rio Tinto Plc

Shares Voted: 12,298

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Resolutions 1 to 21 will be Voted on by Rio Tinto plc and Rio Tinto Limited Shareholders as a Joint Electorate	Mgmt			
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Remuneration Policy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted although it is not without concern because: * The proposed increase in LTIP quantum from 4x to 5x salary is significant. * The proposed reduction of the five-year performance period to three years (albeit with a two-year holding period) is a concern within the context of the Australian market, where longer performance periods are expected. However, the following factors are taken into account: * The additional opportunity relates to climate goals. For a company in this sphere, climate strategy is critical, and has resonance outside the company itself. * The balance of the LTIP is based on relative TSR, which is an inherently objective criterion, and serves as an offset to the more subjective character of the climate goals. * The resulting package is not pitched above median in the sector and has a higher long-term focus than its closest competitor. The uplifted package is also not considered excessive for a company in the FTSE 10. It is also worth noting that the Company is not positioning itself against US peers. * This is the first increase since the remuneration policy was originally introduced in 2014. In the interim, neither the bonus nor the LTIP opportunity have risen. Therefore, although the increase is informed by benchmarking, there has not been a pattern of benchmark-driven increases. * Although out of sync with Australian market standards, a three-year performance period is standard in the UK. The two-year holding period also gives some longer-term flavour and is in line with UK market expectations. Concerns regarding Australian practice and expectations are discussed under Item 4. In this context, were this company only listed on the Australian Stock Exchange, the vote recommendation would likely reflect this.</i>				
3	Approve Remuneration Report for UK Law Purposes	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted although it is not without concern, considering concerns raised in the context of Australian market practice (as further discussed in Items 2 and 4).</i>				
4	Approve Remuneration Report for Australian Law Purposes	Mgmt	For	For	For
	<i>Voting Policy Rationale: A qualified vote FOR this resolution is warranted on the basis that the Company is dual-listed, and the remuneration outcomes and many of the innovations reflect UK market practice and standards. Nevertheless, the recommendation is qualified to raise a number of concerns and inconsistencies with local Australian practice. * The proposed increased in LTI opportunity for the CEO from 400% to 500% of base salary coupled with a reduced performance period of 3 years (from 5 years) is a regressive step and inconsistent with Australian market practice. However, as discussed under the remuneration policy analysis (refer Item 2), the overall enhanced opportunity remains at median against UK peers, and comparable with Australian-listed miner, BHP. * There are climate goals in the STI (10%) and LTI (20%), which potentially may have the effect of rewarding executives twice for the same outcome. As the STI goals are disclosed on a retrospective basis, this will be reviewed ahead of the 2025 AGM. * The target range for the FY23 STI financial measures were set lower than the prior year. Bonuses in FY23 were higher compared to the previous year despite lower actual results. However, as analysed under UK policy, the actual bonus levels were shy of 60% of maximum opportunity; and the final results exceeded broker consensus, and therefore there is no marked dissonance between performance and bonus outcome. * LTI grant to EDs were not put to a shareholder vote and there is no resolution put at this AGM for the FY24 LTI grant. This represents a material inconsistency with good corporate governance practice in Australia, although it is fully consistent with UK market practice and standards where remuneration policy approval is the main shareholder approval mechanism. If the Company were only listed on the Australian Stock Exchange, adherence to Australian standards would be expected. In this context, the recommendation should not be interpreted as a precedent for Australian-listed companies.</i>				
5	Approve Increase in the Maximum Aggregate Fees Payable to Non-Executive Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A qualified vote FOR this resolution is warranted as the NED fee levels are not out of line with UK standards and given that the current cap has been in place since 2009. The qualification raises concerns that the quantum of the increase is considered substantial on the basis that there currently is sufficient headroom within the existing fee cap to accommodate an additional director or a temporary increase in directors for board renewal/transition.</i>				

Rio Tinto Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Elect Dean Valle as Director <i>Voting Policy Rationale: A vote FOR all director nominees is warranted at this time.</i>	Mgmt	For	For	For
7	Elect Susan Lloyd-Hurwitz as Director <i>Voting Policy Rationale: A vote FOR all director nominees is warranted at this time.</i>	Mgmt	For	For	For
8	Elect Martina Merz as Director <i>Voting Policy Rationale: A vote FOR all director nominees is warranted at this time.</i>	Mgmt	For	For	For
9	Elect Joc O'Rourke as Director <i>Voting Policy Rationale: A vote FOR all director nominees is warranted at this time.</i>	Mgmt	For	For	For
10	Re-elect Dominic Barton as Director <i>Voting Policy Rationale: A vote FOR all director nominees is warranted at this time.</i>	Mgmt	For	For	For
11	Re-elect Peter Cunningham as Director <i>Voting Policy Rationale: A vote FOR all director nominees is warranted at this time.</i>	Mgmt	For	For	For
12	Re-elect Simon Henry as Director <i>Voting Policy Rationale: A vote FOR all director nominees is warranted at this time.</i>	Mgmt	For	For	For
13	Re-elect Kaisa Hietala as Director <i>Voting Policy Rationale: A vote FOR all director nominees is warranted at this time.</i>	Mgmt	For	For	For
14	Re-elect Sam Laidlaw as Director <i>Voting Policy Rationale: A vote FOR all director nominees is warranted at this time.</i>	Mgmt	For	For	For
15	Re-elect Jennifer Nason as Director <i>Voting Policy Rationale: A vote FOR all director nominees is warranted at this time.</i>	Mgmt	For	For	For
16	Re-elect Jakob Stausholm as Director <i>Voting Policy Rationale: A vote FOR all director nominees is warranted at this time.</i>	Mgmt	For	For	For
17	Re-elect Ngairé Woods as Director <i>Voting Policy Rationale: A vote FOR all director nominees is warranted at this time.</i>	Mgmt	For	For	For
18	Re-elect Ben Wyatt as Director <i>Voting Policy Rationale: A vote FOR all director nominees is warranted at this time.</i>	Mgmt	For	For	For
19	Reappoint KPMG LLP as Auditors <i>Voting Policy Rationale: A vote FOR this resolution is considered warranted at this time.</i>	Mgmt	For	For	For
20	Authorise Audit & Risk Committee to Fix Remuneration of Auditors <i>Voting Policy Rationale: A vote FOR this item is warranted because there are no concerns regarding this proposal.</i>	Mgmt	For	For	For
21	Authorise UK Political Donations and Expenditure <i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>	Mgmt	For	For	For
	Resolution 22 will be Voted on by Rio Tinto plc and Rio Tinto Limited Shareholders as a Separate Electorates	Mgmt			

Rio Tinto Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
22	Approve Amendments to Rio Tinto Limited's Constitution	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the amendments to the RTL Constitution is warranted. The proposed amendments do not appear contentious				
23	Resolutions 23 to 26 will be Voted on by Rio Tinto plc Shareholders Only	Mgmt			
	Authorise Issue of Equity	Mgmt	For	For	For
24	Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.				
	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
25	Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.				
	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
26	Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.				
	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.				

The Bank of New York Mellon Corporation

Meeting Date: 04/09/2024Country: USATicker: BK

Record Date: 02/14/2024Meeting Type: Annual

Primary Security ID: 064058100

					Shares Voted: 5,956
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Linda Z. Cook	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1b	Elect Director Joseph J. Echevarria	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1c	Elect Director M. Amy Gilliland	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1d	Elect Director Jeffrey A. Goldstein	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1e	Elect Director K. Guru Gowrappan	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1f	Elect Director Ralph Izzo	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				

The Bank of New York Mellon Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Director Sandra E. "Sandie" O'Connor	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1h	Elect Director Elizabeth E. Robinson	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1i	Elect Director Rakafet Russak-Aminovich	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1j	Elect Director Robin A. Vince	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1k	Elect Director Alfred W. "Al" Zollar	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted, with caution. The updated incentive determination structure provides less transparency and raises greater concerns over the impact of discretion. However, these issues have not resulted in a quantitative pay-for-performance misalignment for the year in review.					
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.					
4	Report on Lobbying Payments and Policy	SH	Against	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted, as additional disclosure of the company's state level lobbying, indirect lobbying expenditures and board oversight mechanisms would help shareholders better assess the risks and benefits associated with the company's participation in the public policy process.					
5	Report on Risks Related to Discrimination Against Individuals Including Religious/Political Views	SH	Against	Against	Against
Voting Policy Rationale: A vote AGAINST this resolution is warranted as the company provides adequate disclosures related to its commitment to not discriminate against patrons.					

The Bank of Nova Scotia

Meeting Date: 04/09/2024Country: CanadaTicker: BNS

Record Date: 02/13/2024Meeting Type: Annual

Primary Security ID: 064149107

Shares Voted: 63,048

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Nora A. Aufreiter	Mgmt	For	For	For
Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.					
1.2	Elect Director Guillermo E. Babatz	Mgmt	For	For	For
Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.					

The Bank of Nova Scotia

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Scott B. Bonham	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1.4	Elect Director Daniel (Don) H. Callahan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1.5	Elect Director W. Dave Dowrich	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1.6	Elect Director Michael B. Medline	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1.7	Elect Director Lynn K. Patterson	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1.8	Elect Director Michael D. Penner	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1.9	Elect Director Una M. Power	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1.10	Elect Director Aaron W. Regent	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1.11	Elect Director Calin Rovinescu	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1.12	Elect Director Sandra J. Stuart	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1.13	Elect Director L. Scott Thomson	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1.14	Elect Director Benita M. Warmbold	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR the ratification of KPMG LLP as auditor as non-audit fees (2 percent) were reasonable relative to total fees paid to the auditor.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this non-binding advisory vote as there are no significant issues at this time.</i>				
	Shareholder Proposal	Mgmt			
4	SP 1: Report on Impact of Oil and Gas Divestment	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this shareholder proposal is warranted at this time. The bank's disclosure is aligned with industry best practices and already meets the proponents request that the bank disclose its exposure to oil and gas divestment. The proponents request that the bank further qualify and quantify the impacts of divestment from the Canadian oil and gas sector on shareholder value and other relevant economic analysis is overly prescriptive and goes beyond industry best practices and existing or upcoming regulatory frameworks.</i>				

The Bank of Nova Scotia

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	SP 2: Disclose Non-Confidential Information Relating to the Bank's Country-by-Country Reporting	SH	Against	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted as public disclosure of the requested information would enhance the company's tax transparency and overall calculation of compensation ratios.					
6	SP 3: Advisory Vote on Environmental Policies	SH	Against	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted. Additional information on the company's plan to reduce its GHG emissions would allow investors to better understand how the company is managing its climate change related risks and it would allow shareholders to express their opinions on the climate risk management practices of the company.					

Hewlett Packard Enterprise Company

Meeting Date: 04/10/2024Country: USATicker: HPE

Record Date: 02/12/2024Meeting Type: Annual

Primary Security ID: 42824C109

Shares Voted: 66,694

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Pamela L. Carter	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1b	Elect Director Frank A. D'Amelio	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1c	Elect Director Regina E. Dugan	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1d	Elect Director Jean M. Hobby	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1e	Elect Director Raymond J. Lane	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1f	Elect Director Ann M. Livermore	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1g	Elect Director Bethany J. Mayer	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1h	Elect Director Antonio F. Neri	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1i	Elect Director Charles H. Noski	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1j	Elect Director Raymond E. Ozzie	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1k	Elect Director Gary M. Reiner	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					

Hewlett Packard Enterprise Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1l	Elect Director Patricia F. Russo	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.				
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
	Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time. Equity awards are half performance-conditioned, PSUs are based on multi-year performance periods, and annual incentives were primarily based on pre-set financial metrics.				
5	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.				

Koninklijke Ahold Delhaize NV

Meeting Date: 04/10/2024Country: NetherlandsTicker: AD

Record Date: 03/13/2024Meeting Type: Annual

Primary Security ID: N0074E105

Shares Voted: 6,676

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Annual Meeting Agenda	Mgmt			
	Open Meeting	Mgmt			
	Voting Policy Rationale: No vote is required for this item.				
2.1	Receive Report of Management Board (Non-Voting)	Mgmt			
	Voting Policy Rationale: No vote is required for this item.				
2.2	Discussion on Company's Corporate Governance Structure	Mgmt			
	Voting Policy Rationale: This is a non-voting item.				
2.3	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt			
	Voting Policy Rationale: This is a non-voting item.				
2.4	Adopt Financial Statements	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR is warranted because of the absence of concern with the company's audit procedures or its auditors.				
2.5	Approve Dividends	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this dividend proposal is warranted because the proposed payout ratio is adequate without being excessive.				

Koninklijke Ahold Delhaize NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted as the proposed remuneration report is in line with market practice, regarding actual content and disclosure.</i>				
4.1	Approve Discharge of Management Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of any information about significant and compelling controversies that the management board and/or supervisory board are not fulfilling their fiduciary duties.</i>				
4.2	Approve Discharge of Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of any information about significant and compelling controversies that the management board and/or supervisory board are not fulfilling their fiduciary duties.</i>				
5.1	Reelect Bill McEwan to Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections 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 candidates</i>				
5.2	Reelect Helen Weir to Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections 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 candidates</i>				
5.3	Reelect Frank van Zanten to Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections 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 candidates</i>				
5.4	Elect Robert Jan van de Kraats to Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections 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 candidates</i>				
5.5	Elect Laura Miller to Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections 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 candidates</i>				
6	Ratify KPMG Accountants N.V. as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
7.1	Grant Board Authority to Issue Shares Up to 10 Percent of Issued Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because it is in line with commonly used safeguards regarding volume and duration.</i>				
7.2	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because it is in line with commonly used safeguards regarding volume and duration.</i>				
7.3	Authorize Board to Acquire Common Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because: * This proposal is in line with commonly used safeguards regarding volume and pricing; * The authorization would allow Koninklijke Ahold Delhaize to repurchase up to 10.00 percent of the issued share capital; and * The authorization would allow the company to repurchase shares for less or up to 110 percent of the share price prior to the repurchase.</i>				

Koninklijke Ahold Delhaize NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7.4	Approve Cancellation of Repurchased Shares	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR is warranted because the cancellation of shares is in shareholders' interests.					
8	Close Meeting	Mgmt			
Voting Policy Rationale: No vote is required for this item.					

Lennar Corporation

Meeting Date: 04/10/2024Country: USATicker: LEN

Record Date: 02/14/2024Meeting Type: Annual

Primary Security ID: 526057104

					Shares Voted: 8,646
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Amy Banse	Mgmt	For	For	For
Voting Policy Rationale: A vote AGAINST Stuart Miller is warranted given he is the primary beneficiary of the problematic capital structure. A vote FOR the remaining director nominees is warranted.					
1b	Elect Director Theron (Tig) Gilliam	Mgmt	For	For	For
Voting Policy Rationale: A vote AGAINST Stuart Miller is warranted given he is the primary beneficiary of the problematic capital structure. A vote FOR the remaining director nominees is warranted.					
1c	Elect Director Sherrill W. Hudson	Mgmt	For	For	For
Voting Policy Rationale: A vote AGAINST Stuart Miller is warranted given he is the primary beneficiary of the problematic capital structure. A vote FOR the remaining director nominees is warranted.					
1d	Elect Director Jonathan M. Jaffe	Mgmt	For	For	For
Voting Policy Rationale: A vote AGAINST Stuart Miller is warranted given he is the primary beneficiary of the problematic capital structure. A vote FOR the remaining director nominees is warranted.					
1e	Elect Director Sidney Lapidus	Mgmt	For	For	For
Voting Policy Rationale: A vote AGAINST Stuart Miller is warranted given he is the primary beneficiary of the problematic capital structure. A vote FOR the remaining director nominees is warranted.					
1f	Elect Director Teri P. McClure	Mgmt	For	For	For
Voting Policy Rationale: A vote AGAINST Stuart Miller is warranted given he is the primary beneficiary of the problematic capital structure. A vote FOR the remaining director nominees is warranted.					
1g	Elect Director Stuart Miller	Mgmt	For	Against	Against
Voting Policy Rationale: A vote AGAINST Stuart Miller is warranted given he is the primary beneficiary of the problematic capital structure. A vote FOR the remaining director nominees is warranted.					
1h	Elect Director Armando Olivera	Mgmt	For	For	For
Voting Policy Rationale: A vote AGAINST Stuart Miller is warranted given he is the primary beneficiary of the problematic capital structure. A vote FOR the remaining director nominees is warranted.					
1i	Elect Director Dacona Smith	Mgmt	For	For	For
Voting Policy Rationale: A vote AGAINST Stuart Miller is warranted given he is the primary beneficiary of the problematic capital structure. A vote FOR the remaining director nominees is warranted.					

Lennar Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1j	Elect Director Jeffrey Sonnenfeld	Mgmt	For	For	For
Voting Policy Rationale: A vote AGAINST Stuart Miller is warranted given he is the primary beneficiary of the problematic capital structure. A vote FOR the remaining director nominees is warranted.					
1k	Elect Director Serena Wolfe	Mgmt	For	For	For
Voting Policy Rationale: A vote AGAINST Stuart Miller is warranted given he is the primary beneficiary of the problematic capital structure. A vote FOR the remaining director nominees is warranted.					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the significant concerns surrounding the aggregate magnitude of awards made to the co-CEOs as well as the cash retirement payment made to the retiring co-CEO. While the company has made certain improvements to the incentive programs, including lowering the NEO bonus pool and increasing goal rigor in the equity program, award values remain relatively large and the co-CEO model continues to result in two highly paid executives. In addition, the retiring co-CEO received a sizable cash payment upon his voluntary retirement, which is considered to be a problematic pay practice.					
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.					
4	Amend Certificate of Incorporation to Limit the Liability of Officers	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.					
5	Report on Political Contributions	SH	Against	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted given the lack of disclosure around the company's political activities. Shareholders would benefit from greater disclosure around indirect political contribution expenditures, the company's participation in trade associations, and the board's role in oversight.					
6	Report on Effectiveness of Diversity, Equity, and Inclusion Efforts	SH	Against	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted, as it not only aligns with Lennar's existing DEI efforts but would also allow shareholders to better assess the company's human capital management strategy.					
7	Report on Climate Change	SH	Against	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted, as additional information on the company's efforts to reduce its carbon footprint and align its operations with Paris Agreement goals would allow investors to better understand how the company is managing its transition to a low carbon economy and climate change-related risks.					

Julius Baer Gruppe AG

Meeting Date: 04/11/2024Country: SwitzerlandTicker: BAER

Record Date: 04/03/2024Meeting Type: Annual

Primary Security ID: H4414N103

Shares Voted: 2,917

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the annual accounts, annual report, and auditor's report for the fiscal year in review is warranted.					

Julius Baer Gruppe AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Approve Remuneration Report (Non-Binding)	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration report is warranted because: * The company's remuneration practices and level of ex-post transparency are broadly in line with market practice; and * Significant pay actions were taken in the wake of the Signa Holding credit loss, with executives responsible for credit decisions receiving no variable remuneration.</i>				
1.3	Approve Sustainability Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the company's non-financial report is warranted due to a lack of significant concerns.</i>				
2	Approve Allocation of Income and Dividends of CHF 2.60 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>				
3	Approve Discharge of Board and Senior Management	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the formal discharge of the board of directors and senior management is warranted, as there is no evidence that the board and senior management have not fulfilled their fiduciary duties.</i>				
4.1	Approve Remuneration of Board of Directors in the Amount of CHF 3.7 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount is in line with market practice.</i>				
4.2.1	Approve Variable Share-Based Remuneration of Executive Committee in the Amount of CHF 3.3 Million for Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because the proposals appear to be in line with market practice and do not raise significant concerns.</i>				
4.2.2	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 14.8 Million for Fiscal Year 2025	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because the proposals appear to be in line with market practice and do not raise significant concerns.</i>				
4.2.3	Approve Supplementary Remuneration of Executive Committee for the Period from 2024 AGM to 2025 AGM	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because the proposals appear to be in line with market practice and do not raise significant concerns.</i>				
5.1.1	Reelect Romeo Lacher as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee chair Richard Campbell-Breeden is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5.1.2	Reelect Richard Campbell-Breeden as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee chair Richard Campbell-Breeden is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5.1.3	Reelect Juerg Hunziker as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee chair Richard Campbell-Breeden is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5.1.4	Reelect Kathryn Shih as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee chair Richard Campbell-Breeden is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Julius Baer Gruppe AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.1.5	Reelect Tomas Muina as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee chair Richard Campbell-Breeden is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5.1.6	Reelect Eunice Zehnder-Lai as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee chair Richard Campbell-Breeden is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5.1.7	Reelect Olga Zoutendijk as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee chair Richard Campbell-Breeden is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5.2.1	Elect Bruce Fletcher as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee chair Richard Campbell-Breeden is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5.2.2	Elect Andrea Sambo as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee chair Richard Campbell-Breeden is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5.3	Reelect Romeo Lacher as Board Chair	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee chair Richard Campbell-Breeden is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5.4.1	Reappoint Richard Campbell-Breeden as Member of the Nomination and Compensation Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee chair Richard Campbell-Breeden is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5.4.2	Appoint Bruce Fletcher as Member of the Nomination and Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee chair Richard Campbell-Breeden is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5.4.3	Reappoint Kathryn Shih as Member of the Nomination and Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee chair Richard Campbell-Breeden is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5.4.4	Reappoint Eunice Zehnder-Lai as Member of the Nomination and Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee chair Richard Campbell-Breeden is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
6	Ratify KPMG AG as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
7	Designate Marc Nater as Independent Proxy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i>				

Julius Baer Gruppe AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Approve Creation of CHF 460,000 Pool of Conditional Capital for Bonds or Similar Debt Instruments	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted, although the following concern is noted: * If a corresponding trigger were to occur and this conversion capital is issued, this would result in a dilution for current shareholders. The main reason for support is: * These shares may only be used to reinforce the equity base and to prevent or overcome a crisis, which appears highly unlikely considering the company's current total capital ratio.					
9	Transact Other Business (Voting)	Mgmt	For	Against	Against
Voting Policy 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.					

Stellantis NV

Meeting Date: 04/16/2024

Record Date: 03/19/2024

Primary Security ID: NR2405106

Country: Netherlands

Meeting Type: Annual

Ticker: STLAM

Shares Voted: 38,236

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Annual Meeting Agenda	Mgmt			
	Open Meeting	Mgmt			
Voting Policy Rationale: No vote is required for this item.					
2.a	Receive Report of Management Board (Non-Voting)	Mgmt			
Voting Policy Rationale: No vote is required for this item.					
2.b	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt			
Voting Policy Rationale: This is a non-voting item.					
2.c	Discussion on Company's Corporate Governance Structure	Mgmt			
Voting Policy Rationale: This is a non-voting item.					
2.d	Approve Remuneration Report	Mgmt	For	Against	Against
Voting Policy Rationale: A vote AGAINST is warranted because: * Concerns are raised regarding the CEO's realized pay package amounting to EUR 42 million, which appears excessive according to ISS-selected peers and European standards, and is considered high even when compared to the company's own selected US peers. The package is 6.77x ISS peer median. * The excessive quantum of the package is largely driven by the so-called 'transformation incentive' of EUR 10 million which is a one-off additional cash incentive, whereas the existing package is not considered uncompetitive and should already aim to retain and reward the CEO; * Concerns are raised with regard to the generous benefit package for the executive chair (personal use of aircraft) and CEO (tax equalization without clear disclosure and pension contributions of EUR 1.9 million). * Furthermore, minor concerns are raised on the lack of disclosure on a portion of 15 percent of STI performance metrics related to non-financials regarding actual achievement and payout. It is noted that we recognize and acknowledge the exceptional context of this reward including: * The company's global footprint (with 75 percent of profit stemming from outside EU and 53 percent originating from the US) and size (Stellantis grew among the top 10 largest companies in Europe based on revenue). * Since the FCA/PSA merger in 2021, the company successfully delivered and outperformed on synergy goals, and is currently outperforming market expectations. We note also that the company was responsive to shareholder feedback from the prior year and improved the ongoing pay-for-performance framework and transparency of the pay program. * The market is generally appreciative of the company's financial performance and transformation, and the pay package is recognizing strong performance. However, pay is considered excessive even in this context.					

Stellantis NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.e	Adopt Financial Statements and Statutory Reports	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR is warranted because of the absence of concern with the company's audit procedures or its auditors.				
2.f	Approve Dividends	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the dividend proposal is warranted. Although the company proposes to grant less than 30 percent of the earnings per share, the company gives adequate explanation why this is consistent with the company's dividend policy.				
2.g	Approve Discharge of Directors	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR is warranted because of the absence of any information about significant and compelling controversies that the board is not fulfilling its fiduciary duties.				
3	Elect Claudia Parzani as Non-Executive Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this election is warranted because: * The nominee is elected for a period not exceeding four years; * The candidate appears to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidate.				
4.a	Grant Board Authority to Issue Shares Up to 10 Percent of Issued Capital	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted because it is in line with commonly used safeguards regarding volume and duration.				
4.b	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted because it is in line with commonly used safeguards regarding volume and duration.				
5	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR is warranted because: * This proposal is in line with commonly used safeguards regarding volume and pricing; * The authorization would allow Stellantis to repurchase up to 10.00 percent of the issued share capital; and * The authorization would allow the company to repurchase shares for less or up to 110 percent of the share price prior to the repurchase.				
6.a	Approve Cancellation of Common Shares	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR is warranted because the cancellation of shares is in shareholders' interests.				
6.b	Approve Cancellation of All Class B Special Voting Shares	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR is warranted because the cancellation of shares is in shareholders' interests.				
7	Close Meeting	Mgmt			
	Voting Policy Rationale: No vote is required for this item.				

Regions Financial Corporation

Meeting Date: 04/17/2024Country: USATicker: RF

Record Date: 02/20/2024Meeting Type: Annual

Primary Security ID: 7591EP100

Regions Financial Corporation

Shares Voted: 59,017

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Mark A. Crosswhite	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director Noopur Davis	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director Zhanna Golodryga	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director J. Thomas Hill	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Jola M. Johnson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Ruth Ann Marshall	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director James T. Prokopanko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Alison S. Rand	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director William C. Rhodes, III	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director Lee J. Styslinger, III	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1k	Elect Director Jose S. Suquet	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1l	Elect Director John M. Turner, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1m	Elect Director Timothy Vines	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance were reasonably aligned for the year in review.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
	<i>Voting Policy 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.</i>				

Regions Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Report on Risks Related to Discrimination Against Individuals Including Religious/Political Views	SH	Against	Against	Against
Voting Policy Rationale: A vote AGAINST this resolution is warranted as the company provides adequate disclosures related to its anti-discrimination policies.					

CF Industries Holdings, Inc.

Meeting Date: 04/18/2024Country: USATicker: CF

Record Date: 02/23/2024Meeting Type: Annual

Primary Security ID: 125269100

					Shares Voted: 6,615
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Javed Ahmed	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1b	Elect Director Robert C. Arzbaecher	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1c	Elect Director Christopher D. Bohn	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1d	Elect Director Deborah L. DeHaas	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1e	Elect Director John W. Eaves	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1f	Elect Director Susan A. Ellerbusch	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1g	Elect Director Stephen J. Hagge	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1h	Elect Director Jesus Madrazo Yris	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1i	Elect Director Anne P. Noonan	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1j	Elect Director Michael J. Todde	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1k	Elect Director Theresa E. Wagler	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1l	Elect Director Celso L. White	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					

CF Industries Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1m	Elect Director W. Anthony Will	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the proposal is warranted as pay is reasonably aligned with performance. Although a concern is noted regarding the continued use of one-year performance periods in the LTI, the annual and long-term incentives remain largely performance-based.				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.				

Genting Singapore Limited

Meeting Date: 04/18/2024Country: SingaporeTicker: G13

Record Date:Meeting Type: Annual

Primary Security ID: Y2692C139

Shares Voted: 193,633

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Adopt Directors' Statement, Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For	For
	Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR this resolution is warranted.				
2	Approve Final Dividend	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine dividend proposal.				
3	Elect Tan Wah Yeow as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR both nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.				
4	Elect Hauw Sze Shiong Winston as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR both nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.				
5(a)	Approve Directors' Fees	Mgmt	For	For	For
	Voting Policy Rationale: Director fees in Singapore are usually reasonable. In the absence of known concerns over director fees at the company, a vote FOR this proposal is warranted.				
5(b)	Approve Grant of Awards Under the Genting Singapore Performance Share Scheme	Mgmt	For	Against	Against
	Voting Policy Rationale: A vote AGAINST this proposal is warranted given that the directors eligible to receive awards under the Scheme are involved in the administration of the Scheme.				
6	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Directors to Fix Their Remuneration	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.				

Genting Singapore Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Approve Renewal of Mandate for Interested Person Transactions	Mgmt	For	For	For
Voting Policy Rationale: Given the protections that Singapore law and listing requirements provide, related-party transactions are routine items in Singapore. As such, a vote FOR this resolution is warranted.					
8	Authorize Share Repurchase Program	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted given that the size and pricing provisions of the proposed repurchase mandate are within the recommended limits.					

Owens Corning

Meeting Date: 04/18/2024Country: USATicker: OC

Record Date: 02/20/2024Meeting Type: Annual

Primary Security ID: 690742101

Shares Voted: 13,144

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Brian D. Chambers	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1b	Elect Director Eduardo E. Cordeiro	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1c	Elect Director Adrienne D. Elsher	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1d	Elect Director Alfred E. Festa	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1e	Elect Director Edward F. Lonergan	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1f	Elect Director Maryann T. Mannen	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1g	Elect Director Paul E. Martin	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1h	Elect Director W. Howard Morris	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1i	Elect Director Suzanne P. Nimocks	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1j	Elect Director John D. Williams	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.					

Owens Corning

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.					

HP Inc.

Meeting Date: 04/22/2024Country: USATicker: HPQ

Record Date: 02/22/2024Meeting Type: Annual

Primary Security ID: 49434L105

Shares Voted: 76,171

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Aida M. Alvarez	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1b	Elect Director Robert R. Bennett	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1c	Elect Director Chip Bergh	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1d	Elect Director Bruce Broussard	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1e	Elect Director Stacy Brown-Philpot	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1f	Elect Director Stephanie A. Burns	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1g	Elect Director Mary Anne Citrino	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1h	Elect Director Richard L. Clemmer	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1i	Elect Director Enrique Lores	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1j	Elect Director David Meline	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1k	Elect Director Judith "Jami" Miscik	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1l	Elect Director Kim K.W. Rucker	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.					

HP Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time. Despite some concerns regarding the performance structure of PARSUs and the rigor of quantitative STI goals, equity awards are majority performance-based with multi-year performance periods, and short-term incentives were primarily based on pre-set financial metrics.					
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.					
5	Amend Certificate of Incorporation to Limit the Liability of Officers	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.					
6	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	Against	Against
Voting Policy Rationale: A vote AGAINST this proposal is warranted. The company has a policy that limits cash severance to a reasonable basis, absent shareholder approval, and no significant concerns are identified with respect to equity award treatment.					

AXA SA

Meeting Date: 04/23/2024Country: FranceTicker: CS

Record Date: 04/19/2024Meeting Type: Annual/Special

Primary Security ID: F06106102

Shares Voted: 21,702

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ordinary Business Approve Financial Statements and Statutory Reports	Mgmt	For	For	For
Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.					
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.					
3	Approve Allocation of Income and Dividends of EUR 1.98 per Share	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this income allocation proposal is warranted because the proposed payout ratio is adequate without being excessive.					
4	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.					
5	Approve Compensation of Antoine Gosset-Grainville, Chairman of the Board	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Approve Compensation of Thomas Buberl, CEO <i>Voting Policy Rationale: A vote FOR this remuneration report is warranted although the following concern is raised: * The assessment of the overperformance on individual bonus criteria is unclear. The main reason for support is: * There are no other concerns.</i>	Mgmt	For	For	For
7	Approve Remuneration Policy of Chairman of the Board <i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>	Mgmt	For	For	For
8	Approve Remuneration Policy of CEO <i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted although the following concern is raised: * The policy maintains the possibility of a post-mandate vesting of awards, with no information on the application of a pro-rata principle. The main reason for support is: * There are no other concerns. .</i>	Mgmt	For	For	For
9	Approve Remuneration Policy of Directors <i>Voting Policy Rationale: A vote FOR this policy is warranted as it does not raise concerns.</i>	Mgmt	For	For	For
10	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions <i>Voting Policy Rationale: A vote FOR this proposal is warranted because the information disclosed in the auditors' special report does not raise any concerns.</i>	Mgmt	For	For	For
11	Reelect Antoine Gosset-Grainville as Director <i>Voting Policy Rationale: Votes FOR the reelections of these independent nominees are warranted in the absence of specific concerns (Items 11-15). Votes FOR the reelection of Helen Browne (Item 16) are warranted. Therefore, votes AGAINST Items A-E are warranted.</i>	Mgmt	For	For	For
12	Reelect Clotilde Delbos as Director <i>Voting Policy Rationale: Votes FOR the reelections of these independent nominees are warranted in the absence of specific concerns (Items 11-15). Votes FOR the reelection of Helen Browne (Item 16) are warranted. Therefore, votes AGAINST Items A-E are warranted.</i>	Mgmt	For	For	For
13	Reelect Isabel Hudson as Director <i>Voting Policy Rationale: Votes FOR the reelections of these independent nominees are warranted in the absence of specific concerns (Items 11-15). Votes FOR the reelection of Helen Browne (Item 16) are warranted. Therefore, votes AGAINST Items A-E are warranted.</i>	Mgmt	For	For	For
14	Reelect Angélien Kemna as Director <i>Voting Policy Rationale: Votes FOR the reelections of these independent nominees are warranted in the absence of specific concerns (Items 11-15). Votes FOR the reelection of Helen Browne (Item 16) are warranted. Therefore, votes AGAINST Items A-E are warranted.</i>	Mgmt	For	For	For
15	Reelect Marie-France Tschudin as Director <i>Voting Policy Rationale: Votes FOR the reelections of these independent nominees are warranted in the absence of specific concerns (Items 11-15). Votes FOR the reelection of Helen Browne (Item 16) are warranted. Therefore, votes AGAINST Items A-E are warranted.</i>	Mgmt	For	For	For
16	Elect Helen Browne as Representative of Employee Shareholders to the Board <i>Voting Policy Rationale: Votes FOR the reelections of these independent nominees are warranted in the absence of specific concerns (Items 11-15). Votes FOR the reelection of Helen Browne (Item 16) are warranted. Therefore, votes AGAINST Items A-E are warranted.</i>	Mgmt	For	For	For
	Proposals Submitted by Employees of Axa Group	Mgmt			

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
A	Elect Stefan Bolliger as Representative of Employee Shareholders to the Board <i>Voting Policy Rationale: Votes FOR the reelections of these independent nominees are warranted in the absence of specific concerns (Items 11-15). Votes FOR the reelection of Helen Browne (Item 16) are warranted. Therefore, votes AGAINST Items A-E are warranted.</i>	SH	Against	Against	Against
B	Elect Olivier Eugene as Representative of Employee Shareholders to the Board <i>Voting Policy Rationale: Votes FOR the reelections of these independent nominees are warranted in the absence of specific concerns (Items 11-15). Votes FOR the reelection of Helen Browne (Item 16) are warranted. Therefore, votes AGAINST Items A-E are warranted.</i>	SH	Against	Against	Against
C	Elect Benjamin Sauniere as Representative of Employee Shareholders to the Board <i>Voting Policy Rationale: Votes FOR the reelections of these independent nominees are warranted in the absence of specific concerns (Items 11-15). Votes FOR the reelection of Helen Browne (Item 16) are warranted. Therefore, votes AGAINST Items A-E are warranted.</i>	SH	Against	Against	Against
D	Elect Mark Sundrakes as Representative of Employee Shareholders to the Board <i>Voting Policy Rationale: Votes FOR the reelections of these independent nominees are warranted in the absence of specific concerns (Items 11-15). Votes FOR the reelection of Helen Browne (Item 16) are warranted. Therefore, votes AGAINST Items A-E are warranted.</i>	SH	Against	Against	Against
E	Elect Detlef Thediack as Representative of Employee Shareholders to the Board <i>Voting Policy Rationale: Votes FOR the reelections of these independent nominees are warranted in the absence of specific concerns (Items 11-15). Votes FOR the reelection of Helen Browne (Item 16) are warranted. Therefore, votes AGAINST Items A-E are warranted.</i>	SH	Against	Against	Against
17	Appoint KPMG SA as Auditor <i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i>	Mgmt	For	For	For
18	Acknowledge End of Mandate of Patrice Morot as Alternate Auditor and Decision Not to Replace and Renew <i>Voting Policy Rationale: A vote FOR this non-contentious proposal is warranted.</i>	Mgmt	For	For	For
19	Appoint Ernst & Young Audit as Auditor Responsible for Certifying Sustainability Information <i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i>	Mgmt	For	For	For
20	Appoint KPMG SA as Auditor Responsible for Certifying Sustainability Information <i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i>	Mgmt	For	For	For
21	Authorize Repurchase of Up to 10 Percent of Issued Share Capital <i>Voting Policy Rationale: Such share buyback programs merit a vote FOR.</i>	Mgmt	For	For	For
22	Extraordinary Business Authorize Capital Issuances for Use in Employee Stock Purchase Plans <i>Voting Policy Rationale: Votes FOR these proposed authorizations are warranted as they do not raise concerns.</i>	Mgmt	For	For	For

AXA SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
23	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of the Group's Subsidiaries <i>Voting Policy Rationale: Votes FOR these proposed authorizations are warranted as they do not raise concerns.</i>	Mgmt	For	For	For
24	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares <i>Voting Policy Rationale: A vote FOR this item is warranted as such share capital reductions are favorable to shareholders.</i>	Mgmt	For	For	For
	Ordinary Business	Mgmt			
25	Authorize Filing of Required Documents/Other Formalities <i>Voting Policy Rationale: A vote FOR this routine item is warranted.</i>	Mgmt	For	For	For

ABN AMRO Bank NV

Meeting Date: 04/24/2024
Record Date: 03/27/2024
Primary Security ID: N0162C102

Country: Netherlands
Meeting Type: Annual

Ticker: ABN

Shares Voted: 18,819

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt			
1	Open Meeting <i>Voting Policy Rationale: No vote is required for this item.</i>	Mgmt			
2.a	Receive Report of Executive Board (Non-Voting) <i>Voting Policy Rationale: No vote is required for this item.</i>	Mgmt			
2.b	Receive Report of Supervisory Board (Non-Voting) <i>Voting Policy Rationale: No vote is required for this item.</i>	Mgmt			
2.c	Receive Presentation of the Employee Council <i>Voting Policy Rationale: This is a non-voting item.</i>	Mgmt			
2.d	Discussion on Company's Corporate Governance Structure <i>Voting Policy Rationale: This is a non-voting item.</i>	Mgmt			
2.e	Approve Remuneration Report <i>Voting Policy Rationale: A vote FOR is warranted as the proposed remuneration report is in line with market practice, regarding actual content and disclosure.</i>	Mgmt	For	For	For
2.f	Receive Presentation of the Auditor <i>Voting Policy Rationale: This is a non-voting item.</i>	Mgmt			

ABN AMRO Bank NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.g	Adopt Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of concern with the company's audit procedures or its auditors.</i>				
3.a	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
3.b	Approve Dividends	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this dividend proposal is warranted because the proposed payout ratio is adequate without being excessive.</i>				
4.a	Approve Discharge of Executive Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of any information about significant and compelling controversies that the management board and/or supervisory board are not fulfilling their fiduciary duties.</i>				
4.b	Approve Discharge of Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of any information about significant and compelling controversies that the management board and/or supervisory board are not fulfilling their fiduciary duties.</i>				
5.a	Receive Auditor's Report (Non-Voting)	Mgmt			
	<i>Voting Policy Rationale: No vote is required for this item.</i>				
5.b	Ratify PricewaterhouseCoopers Accountants N.V. as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
6.a	Amend Remuneration Policy of the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted, since there is no evidence of excessiveness on the part of the supervisory board regarding this remuneration proposal.</i>				
6.b	Approve Remuneration Policy of the Executive Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted as the proposed amendment(s) as well as the overall structure of the remuneration policy are considered to be in line with market practice and no further concerns were identified.</i>				
7.a	Announce Vacancies on the Supervisory Board	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
7.b	Opportunity to Make Recommendations	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
7.c	Opportunity for Employees Council to Explain the Position Statements	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
7.d.1	Reelect Lactitia Griffith to Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections 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 candidates.</i>				

ABN AMRO Bank NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7.d.2	Reelect Arjen Dorland to Supervisory Board	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these elections 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 candidates.					
8.a	Announce Intention to Reappoint Robert Swaak as Member of the Executive Board with the Title Chief Executive Officer (CEO)	Mgmt			
Voting Policy Rationale: This is a non-voting item.					
8.b	Announce Intention to Appoint Caroline Oosterloo - van 't Hoff as Interim Member of the Executive Board with the Title Chief Risk Officer (CRO)	Mgmt			
Voting Policy Rationale: This is a non-voting item.					
9.a	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because it is in line with commonly used safeguards regarding volume and duration.					
9.b	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because it is in line with commonly used safeguards regarding volume and duration.					
9.c	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR is warranted because: * This proposal is in line with commonly used safeguards regarding volume and pricing; * The authorization would allow ABN AMRO Bank to repurchase up to 10.00 percent of the issued share capital; and * The authorization would allow the company to repurchase shares for less or up to 110 percent of the share price prior to the repurchase.					
10	Approve Cancellation of Shares	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR is warranted because the cancellation of shares is in shareholders' interests.					
11	Close Meeting	Mgmt			
Voting Policy Rationale: No vote is required for this item.					

ASML Holding NV

Meeting Date: 04/24/2024Country: NetherlandsTicker: ASML

Record Date: 03/27/2024Meeting Type: Annual

Primary Security ID: N07059202

Shares Voted: 997

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Annual Meeting Agenda	Mgmt			
	Open Meeting	Mgmt			
Voting Policy Rationale: No vote is required for this item.					

ASML Holding NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Discuss the Company's Business, Financial Situation and ESG Sustainability <i>Voting Policy Rationale: This is a non-voting item.</i>	Mgmt			
3a	Approve Remuneration Report <i>Voting Policy Rationale: A vote FOR is warranted as the proposed remuneration report is in line with market practice, regarding actual content and disclosure.</i>	Mgmt	For	For	For
3b	Adopt Financial Statements and Statutory Reports <i>Voting Policy Rationale: A vote FOR is warranted because of the absence of concern with the company's audit procedures or its auditors.</i>	Mgmt	For	For	For
3c	Discussion on Company's Corporate Governance Structure and Compliance with the Corporate Governance Code <i>Voting Policy Rationale: This is a non-voting item.</i>	Mgmt			
3d	Receive Explanation on Company's Reserves and Dividend Policy <i>Voting Policy Rationale: This is a non-voting item.</i>	Mgmt			
3e	Approve Dividends <i>Voting Policy Rationale: A vote FOR this dividend proposal is warranted because the proposed payout ratio is adequate without being excessive.</i>	Mgmt	For	For	For
4a	Approve Discharge of Management Board <i>Voting Policy Rationale: A vote FOR is warranted because of the absence of any information about significant and compelling controversies that the management board and/or supervisory board are not fulfilling their fiduciary duties.</i>	Mgmt	For	For	For
4b	Approve Discharge of Supervisory Board <i>Voting Policy Rationale: A vote FOR is warranted because of the absence of any information about significant and compelling controversies that the management board and/or supervisory board are not fulfilling their fiduciary duties.</i>	Mgmt	For	For	For
5	Approve Number of Shares for Management Board <i>Voting Policy Rationale: A vote FOR this item is warranted because the terms of the proposed equity plan are not problematic.</i>	Mgmt	For	For	For
6a	Announce Intention to Reappoint C.D. Fouquet to Management Board <i>Voting Policy Rationale: These are non-voting items.</i>	Mgmt			
6b	Announce Intention to Reappoint J.P. Koonmen to Management Board <i>Voting Policy Rationale: These are non-voting items.</i>	Mgmt			
7a	Discuss Updated Profile of the Supervisory Board <i>Voting Policy Rationale: This is a non-voting item.</i>	Mgmt			
7b	Reelect A.P. Aris to Supervisory Board <i>Voting Policy Rationale: A vote FOR these elections 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 candidates.</i>	Mgmt	For	For	For

ASML Holding NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7c	Reelect D.M. Durcan to Supervisory Board <i>Voting Policy Rationale: A vote FOR these elections 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 candidates.</i>	Mgmt	For	For	For
7d	Reelect D.W.A. East to Supervisory Board <i>Voting Policy Rationale: A vote FOR these elections 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 candidates.</i>	Mgmt	For	For	For
7e	Discuss Composition of the Supervisory Board <i>Voting Policy Rationale: This is a non-voting item.</i>	Mgmt			
8a	Grant Board Authority to Issue Shares Up to 5 Percent of Issued Capital Plus Additional 5 Percent in Case of Merger or Acquisition <i>Voting Policy Rationale: A vote FOR this proposal is warranted because it is in line with commonly used safeguards regarding volume and duration.</i>	Mgmt	For	For	For
8b	Authorize Board to Exclude Preemptive Rights from Share Issuances <i>Voting Policy Rationale: A vote FOR this proposal is warranted because it is in line with commonly used safeguards regarding volume and duration.</i>	Mgmt	For	For	For
9	Authorize Repurchase of Up to 10 Percent of Issued Share Capital <i>Voting Policy Rationale: A vote FOR is warranted because: * This proposal is in line with commonly used safeguards regarding volume and pricing; * The authorization would allow ASML Holding to repurchase up to 10.00 percent of the issued share capital; and * The authorization would allow the company to repurchase shares for less or up to 110 percent of the share price prior to the repurchase.</i>	Mgmt	For	For	For
10	Authorize Cancellation of Repurchased Shares <i>Voting Policy Rationale: A vote FOR is warranted because the cancellation of shares is in shareholders' interests.</i>	Mgmt	For	For	For
11	Other Business (Non-Voting) <i>Voting Policy Rationale: No vote is required for this item.</i>	Mgmt			
12	Close Meeting <i>Voting Policy Rationale: No vote is required for this item.</i>	Mgmt			

Intesa Sanpaolo SpA

Meeting Date: 04/24/2024Country: ItalyTicker: ISP

Record Date: 04/15/2024Meeting Type: Annual/Special

Primary Security ID: T55067101

Shares Voted: 36,068

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Ordinary Business	Mgmt			

Intesa Sanpaolo SpA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR Item 1 given the lack of concern regarding the accounts presented or audit procedures used. Support for the approval of the financial statements is however qualified due to the shareholder meeting format, which will not allow shareholders to actively participate in the AGM and interact with the management during the meeting. Item 2 merits a vote FOR because the proposed dividend distribution and the underlying shareholder remuneration policy are supported by Intesa Sanpaolo's positive results and robust capital structure at the moment.</i>				
1b	Approve Allocation of Income	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR Item 1 given the lack of concern regarding the accounts presented or audit procedures used. Support for the approval of the financial statements is however qualified due to the shareholder meeting format, which will not allow shareholders to actively participate in the AGM and interact with the management during the meeting. Item 2 merits a vote FOR because the proposed dividend distribution and the underlying shareholder remuneration policy are supported by Intesa Sanpaolo's positive results and robust capital structure at the moment.</i>				
2a	Approve Remuneration Policy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted because the proposed remuneration policy is overall in line with good market practices. This is not without highlighting that: * Termination payments might theoretically exceed 24 months' pay. * The CEO/GM pay package continues to deserve attention due to the risk of excessive compensation payouts in the future.</i>				
2b	Approve Second Section of the Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: These item warrants a vote FOR because the company pay practices during 2023 do not raise material concerns, though there is room for improvement of the retrospective information on short-term variable pay.</i>				
2c	Approve Annual Incentive Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted because the proposed remuneration policy is overall in line with good market practices. This is not without highlighting that: * Termination payments might theoretically exceed 24 months' pay. * The CEO/GM pay package continues to deserve attention due to the risk of excessive compensation payouts in the future.</i>				
3a	Authorize Share Repurchase Program	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the company has provided a valid rationale in support of these proposals and the underlying distribution policy is backed by Intesa Sanpaolo's positive results and robust capital structure.</i>				
3b	Authorize Share Repurchase Program and Reissuance of Repurchased Shares to Service Incentive Plans	Mgmt	For	For	For
	<i>Voting Policy Rationale: These item warrants a vote FOR because the company pay practices during 2023 do not raise material concerns, though there is room for improvement of the retrospective information on short-term variable pay.</i>				
3c	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: This item warrants a vote FOR because the proposed authorization is unproblematic.</i>				
	Extraordinary Business	Mgmt			
1	Authorize Cancellation of Shares without Reduction of Share Capital; Amend Article 5	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the company has provided a valid rationale in support of these proposals and the underlying distribution policy is backed by Intesa Sanpaolo's positive results and robust capital structure.</i>				

Marathon Petroleum Corporation

Meeting Date: 04/24/2024

Country: USA

Ticker: MPC

Record Date: 03/01/2024

Meeting Type: Annual

Primary Security ID: 56585A102

Marathon Petroleum Corporation

Shares Voted: 16,791

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Abdulaziz F. Alkhayyal	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST the incumbent members of the committee responsible for climate risk oversight, Michael Hennigan and Abdulaziz Al Khayyal, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. 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 CEO Michael Hennigan are warranted for the following reasons: * Given that board chair, John Surma, who shoulders the greatest responsibility amongst the board members for failing to effectively supervise the management of risks to the company and its shareholders is not up for election at this year's annual meeting, CEO Michael Hennigan should be held accountable for poor board and management oversight of ESG risk exposures at the firm. A cautionary vote FOR governance committee member Jonathan Cohen is warranted given the board's partial responsiveness to last year's majority-supported shareholder proposal related to simple majority voting. A vote FOR the remaining proposed nominee, Frank Semple, is warranted.</i></p>				
1b	Elect Director Jonathan Z. Cohen	Mgmt	For	For	Against
	<p><i>Voting Policy Rationale: A vote AGAINST the incumbent members of the committee responsible for climate risk oversight, Michael Hennigan and Abdulaziz Al Khayyal, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. 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 CEO Michael Hennigan are warranted for the following reasons: * Given that board chair, John Surma, who shoulders the greatest responsibility amongst the board members for failing to effectively supervise the management of risks to the company and its shareholders is not up for election at this year's annual meeting, CEO Michael Hennigan should be held accountable for poor board and management oversight of ESG risk exposures at the firm. A cautionary vote FOR governance committee member Jonathan Cohen is warranted given the board's partial responsiveness to last year's majority-supported shareholder proposal related to simple majority voting. A vote FOR the remaining proposed nominee, Frank Semple, is warranted.</i></p>				
1c	Elect Director Michael J. Hennigan	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST the incumbent members of the committee responsible for climate risk oversight, Michael Hennigan and Abdulaziz Al Khayyal, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. 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 CEO Michael Hennigan are warranted for the following reasons: * Given that board chair, John Surma, who shoulders the greatest responsibility amongst the board members for failing to effectively supervise the management of risks to the company and its shareholders is not up for election at this year's annual meeting, CEO Michael Hennigan should be held accountable for poor board and management oversight of ESG risk exposures at the firm. A cautionary vote FOR governance committee member Jonathan Cohen is warranted given the board's partial responsiveness to last year's majority-supported shareholder proposal related to simple majority voting. A vote FOR the remaining proposed nominee, Frank Semple, is warranted.</i></p>				
1d	Elect Director Frank M. Semple	Mgmt	For	For	Against
	<p><i>Voting Policy Rationale: A vote AGAINST the incumbent members of the committee responsible for climate risk oversight, Michael Hennigan and Abdulaziz Al Khayyal, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. 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 CEO Michael Hennigan are warranted for the following reasons: * Given that board chair, John Surma, who shoulders the greatest responsibility amongst the board members for failing to effectively supervise the management of risks to the company and its shareholders is not up for election at this year's annual meeting, CEO Michael Hennigan should be held accountable for poor board and management oversight of ESG risk exposures at the firm. A cautionary vote FOR governance committee member Jonathan Cohen is warranted given the board's partial responsiveness to last year's majority-supported shareholder proposal related to simple majority voting. A vote FOR the remaining proposed nominee, Frank Semple, is warranted.</i></p>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	Abstain
	<p><i>Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.</i></p>				

Marathon Petroleum Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted. Incentive programs were largely performance-based, with clear disclosure of targets and payout formulas, and pay and performance were reasonably aligned for the year in review.				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
	Voting Policy 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.				
5	Amend Certificate of Incorporation to Provide for Officer Exculpation	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.				
6	Declassify the Board of Directors	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted as a declassified board would improve director accountability to shareholders.				
7	Eliminate Supermajority Voting Provisions	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted as the reduction in supermajority requirements would improve shareholder rights.				
8	Adopt Simple Majority Vote	SH	Against	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted. The reduction in vote requirements, including elimination of supermajority requirements and change to an "of cast" standard when permitted, would improve shareholder rights. In addition, approval of this non-binding item may convey to the board that shareholders may wish for it to take additional steps to ensure the proposal topic is implemented.				

The Cigna Group

Meeting Date: 04/24/2024Country: USATicker: CI

Record Date: 03/05/2024Meeting Type: Annual

Primary Security ID: 125523100

Shares Voted: 8,064

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director David M. Cordani	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1b	Elect Director William J. DeLaney	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1c	Elect Director Eric J. Foss	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1d	Elect Director Elder Granger	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1e	Elect Director Neesha Hathi	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				

The Cigna Group

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1f	Elect Director George Kurian	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1g	Elect Director Kathleen M. Mazzarella	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1h	Elect Director Mark B. McClellan	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1i	Elect Director Philip O. Ozuah	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1j	Elect Director Kimberly A. Ross	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1k	Elect Director Eric C. Wiseman	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1l	Elect Director Donna F. Zarcone	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	Voting Policy Rationale: After a review of the company's compensation program and practices, a vote FOR this proposal is warranted, as pay is reasonably aligned with performance at this time.				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.				
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted. Lowering the ownership threshold from 25 percent to 15 percent would improve shareholders' ability to use the special meeting right.				
5	Report on Risks Created by the Company's Diversity, Equity, and Inclusion Efforts	SH	Against	Against	Against
	Voting Policy Rationale: A vote AGAINST this resolution is warranted as the company provides adequate disclosure related to its diversity, equity and inclusion efforts and its management of related risks.				

Bouygues SA

Meeting Date: 04/25/2024Country: FranceTicker: EN

Record Date: 04/23/2024Meeting Type: Annual/Special

Primary Security ID: F11487125

Shares Voted: 10,628

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Ordinary Business	Mgmt			

Bouygues SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i>				
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i>				
3	Approve Allocation of Income and Dividends of EUR 1.90 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted because the proposed payout ratio is adequate without being excessive.</i>				
4	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted as the reciprocal management service agreement between SCDM and Bouygues constitute an outsourcing of the remuneration of the Chairman, which is not in line with market best practices.</i>				
5	Approve Remuneration of Directors in the Aggregate Amount of EUR 1,100,000	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted since the proposed amount remains in line with French market practices.</i>				
6	Approve Remuneration Policy of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted since the proposed amount remains in line with French market practices.</i>				
7	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>				
8	Approve Remuneration Policy of CEO and Vice-CEOs	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this remuneration policy is warranted as: * The package opportunity of Edward Bouygues increases for the third time in a row and the company fails to disclose a compelling rationale. * The package opportunity of Edward Bouygues and Olivier Roussat increase substantially, and the company fails to disclose a compelling rationale. * The derogation policy is too broad and not constrained by the cap of STI and LTI. Furthermore, the board can derogate to post mandate vesting rules provided for by the policy.</i>				
9	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted in the absence of any specific concerns.</i>				
10	Approve Compensation of Martin Bouygues, Chairman of the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
11	Approve Compensation of Olivier Roussat, CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
12	Approve Compensation of Pascal Grange, Vice-CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
13	Approve Compensation of Edward Bouygues, Vice-CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				

Bouygues SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
14	Reelect Martin Bouygues as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the reelection of this non-independent nominee is warranted given the satisfactory level of board independence (including all board members: 35.7 percent vs 33.3 percent recommended; excluding government representatives, employee representatives, and employee shareholder representatives (if any): 50.0 percent vs 50 percent recommended) and the absence of specific concerns (Item 14). A vote FOR the reelection of this independent nominee is warranted in the absence of specific concerns (Item 15).</i>				
15	Reelect Pascaline de Dreuzy as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the reelection of this non-independent nominee is warranted given the satisfactory level of board independence (including all board members: 35.7 percent vs 33.3 percent recommended; excluding government representatives, employee representatives, and employee shareholder representatives (if any): 50.0 percent vs 50 percent recommended) and the absence of specific concerns (Item 14). A vote FOR the reelection of this independent nominee is warranted in the absence of specific concerns (Item 15).</i>				
16	Appoint Mazars as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR are warranted in the absence of any specific concerns.</i>				
17	Appoint Ernst & Young Audit as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR are warranted in the absence of any specific concerns.</i>				
18	Authorize Repurchase of Up to 5 Percent of Issued Share Capital	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: This resolution warrants a vote AGAINST as the share repurchase program can be continued during a takeover period.</i>				
	Extraordinary Business	Mgmt			
19	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as such share capital reductions are favorable to shareholders.</i>				
20	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted in the absence of any specific concerns.</i>				
21	Authorize up to 1 Percent of Issued Capital for Use in Restricted Stock Plans Reserved for Employees and Corporate Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because: * No information is available on the existence of performance conditions. * The vesting period is not sufficiently long-term oriented. * The performance period is not disclosed. The main reasons for support are: * Performance conditions for 2024 are disclosed for corporate officers. * The vesting period for corporate officers is long-term oriented. * The performance period for corporate officers is long-term oriented.</i>				
22	Authorize Board to Issue Free Warrants with Preemptive Rights During a Public Tender Offer	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this form of antitakeover mechanism is warranted.</i>				
23	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this routine item is warranted.</i>				

BP Plc

Meeting Date: 04/25/2024

Country: United Kingdom

Ticker: BP

Record Date: 04/23/2024

Meeting Type: Annual

Primary Security ID: G12793108

Shares Voted: 70,362

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports <i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>	Mgmt	For	For	For
2	Approve Remuneration Report <i>Voting Policy Rationale: A vote FOR the remuneration report is warranted, as no significant concerns have been identified.</i>	Mgmt	For	For	For
3	Re-elect Helga Lund as Director <i>Voting Policy Rationale: A vote FOR these candidates is warranted as no significant concerns have been identified.</i>	Mgmt	For	For	For
4	Re-elect Murray Auchincloss as Director <i>Voting Policy Rationale: A vote FOR these candidates is warranted as no significant concerns have been identified.</i>	Mgmt	For	For	For
5	Elect Kate Thomson as Director <i>Voting Policy Rationale: A vote FOR these candidates is warranted as no significant concerns have been identified.</i>	Mgmt	For	For	For
6	Re-elect Melody Meyer as Director <i>Voting Policy Rationale: A vote FOR these candidates is warranted as no significant concerns have been identified.</i>	Mgmt	For	For	For
7	Re-elect Tushar Morzaria as Director <i>Voting Policy Rationale: A vote FOR these candidates is warranted as no significant concerns have been identified.</i>	Mgmt	For	For	For
8	Re-elect Dame Amanda Blanc as Director <i>Voting Policy Rationale: A vote FOR these candidates is warranted as no significant concerns have been identified.</i>	Mgmt	For	For	For
9	Re-elect Pamela Daley as Director <i>Voting Policy Rationale: A vote FOR these candidates is warranted as no significant concerns have been identified.</i>	Mgmt	For	For	For
10	Re-elect Hina Nagarajan as Director <i>Voting Policy Rationale: A vote FOR these candidates is warranted as no significant concerns have been identified.</i>	Mgmt	For	For	For
11	Re-elect Satish Pai as Director <i>Voting Policy Rationale: A vote FOR these candidates is warranted as no significant concerns have been identified.</i>	Mgmt	For	For	For
12	Re-elect Karen Richardson as Director <i>Voting Policy Rationale: A vote FOR these candidates is warranted as no significant concerns have been identified.</i>	Mgmt	For	For	For
13	Re-elect Johannes Teyssen as Director <i>Voting Policy Rationale: A vote FOR these candidates is warranted as no significant concerns have been identified.</i>	Mgmt	For	For	For
14	Reappoint Deloitte LLP as Auditors <i>Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.</i>	Mgmt	For	For	For
15	Authorise the Audit Committee to Fix Remuneration of Auditors <i>Voting Policy Rationale: A vote FOR this item is warranted because there are no concerns regarding this proposal.</i>	Mgmt	For	For	For

BP Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
16	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.				
17	Approve Scrip Dividend Programme	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no concerns have been identified.				
18	Authorise Issue of Equity	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.				
19	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.				
20	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.				
21	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.				
22	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.				

Domino's Pizza, Inc.

Meeting Date: 04/25/2024Country: USATicker: DPZ

Record Date: 03/01/2024Meeting Type: Annual

Primary Security ID: 25754A201

					Shares Voted: 768
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director David A. Brandon	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.2	Elect Director C. Andrew Ballard	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.3	Elect Director Andrew B. Balson	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.4	Elect Director Corie S. Barry	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				

Domino's Pizza, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.5	Elect Director Diana F. Cantor	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.6	Elect Director Richard L. Federico	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.7	Elect Director James A. Goldman	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.8	Elect Director Patricia E. Lopez	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.9	Elect Director Russell J. Weiner	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned. There are concerns regarding the rigor of annual incentive goal-setting and significant increases to LTI award values. Nevertheless, annual incentives remained entirely based on a financial metric with FY23 awards were paid out in line with the unadjusted metrics. Further, the magnitude of the CEO's LTI award remains in line with peers with half of the award granted in performance equity, and closing-cycle awards vested below target, in line with performance.				
4	Adopt Simple Majority Vote	SH	None	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted given that elimination of the supermajority vote requirement would enhance shareholder rights.				

Edison International

Meeting Date: 04/25/2024Country: USATicker: EIX

Record Date: 03/04/2024Meeting Type: Annual

Primary Security ID: 281020107

					Shares Voted: 10,501
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Jeanne Beliveau-Dunn	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1b	Elect Director Michael C. Camunaz	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1c	Elect Director Vanessa C.L. Chang	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1d	Elect Director James T. Morris	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				

Edison International

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director Timothy T. O'Toole	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1f	Elect Director Pedro J. Pizarro	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1g	Elect Director Marcy L. Reed	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1h	Elect Director Carey A. Smith	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1i	Elect Director Linda G. Stuntz	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1j	Elect Director Peter J. Taylor	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1k	Elect Director Keith Trent	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
2	Ratify PwC as Auditors	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted as CEO pay and company performance were reasonably aligned during the year in review. The relative TSR metric of the LTI program targets only median performance and the proxy does not disclose a payout cap for negative absolute results. However, equity grants are targeted to be half performance shares which are earned based on two objective financial metrics measured over a multi-year performance period. The annual incentive program is primarily based on objective metrics, and goal disclosure improved from last year.				
4	Report on Lobbying Payments and Policy	SH	Against	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted, as additional public reporting on the company's direct and indirect lobbying practices, policies, and expenditures would benefit shareholders in assessing its management of related risks.				

HCA Healthcare, Inc.

Meeting Date: 04/25/2024Country: USATicker: HCA

Record Date: 02/26/2024Meeting Type: Annual

Primary Security ID: 40412C101

					Shares Voted: 2,600
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Thomas F. Frist, III	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1b	Elect Director Samuel N. Hazen	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				

HCA Healthcare, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Meg G. Crofton	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director Robert J. Dennis	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Nancy-Ann DeParle	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director William R. Frist	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Hugh F. Johnston	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Michael W. Michelson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director Wayne J. Riley	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director Andrea B. Smith	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned. While some concerns are noted regarding the long-term incentive program, PSUs are measured over a multi-year period. In addition, annual incentives were entirely determined by clearly disclosed objective metrics, with performance goals that appear rigorous.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
	<i>Voting Policy 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.</i>				
5	Report on Risks Regarding Patients' Right to Access Abortions in Emergencies	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as shareholders would benefit from more specific information on the potential risks associated with the company's abortion policies, specifically on pregnant patients' rights to access abortion in medical emergencies.</i>				
6	Report on Patient Feedback Regarding Quality Care	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as additional information on patient feedback regarding quality of care would benefit shareholders by allowing them to evaluate the effectiveness of the company's actions toward its central goals and to better assess how the company is managing related risks and controversies.</i>				
7	Report on Maternal Health Outcomes	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Additional disclosure on the company's strategies and programs related to maternal health outcomes would help shareholders better gauge the effectiveness of the company's efforts in improving maternal and infant health, as well as the company's progress in reducing health disparities around pregnancy and childbirth.</i>				

Kering SA

Meeting Date: 04/25/2024Country: FranceTicker: KER

Record Date: 04/23/2024Meeting Type: Annual/Special

Primary Security ID: F5433L103

Shares Voted: 1,496

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ordinary Business Approve Financial Statements and Statutory Reports <i>Voting Policy Rationale: A vote FOR the approval of financial statements and statutory reports is warranted in the absence of specific concerns (Item 1). Despite the unqualified auditors' opinion and lack of concerns, the approval of consolidated financial statements only warrants qualified support as the company does not submit to the approval of its shareholders the auditors' special report containing an ongoing related-party agreement with Artemis SAS (Item 2).</i>	Mgmt			
2	Approve Consolidated Financial Statements and Statutory Reports <i>Voting Policy Rationale: A vote FOR the approval of financial statements and statutory reports is warranted in the absence of specific concerns (Item 1). Despite the unqualified auditors' opinion and lack of concerns, the approval of consolidated financial statements only warrants qualified support as the company does not submit to the approval of its shareholders the auditors' special report containing an ongoing related-party agreement with Artemis SAS (Item 2).</i>	Mgmt	For	For	For
3	Approve Allocation of Income and Dividends of EUR 14 per Share <i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted because the proposed payout ratio is adequate without being excessive.</i>	Mgmt	For	For	For
4	Ratify Appointment of Maureen Chiquet as Director <i>Voting Policy Rationale: Votes FOR the (re)elections of these independent nominees are warranted in the absence of specific concerns (Item 6 and 7). Votes FOR the (re)election of these non-independent nominees are warranted given the satisfactory level of board independence (including all board members: 46.2 percent vs 33.3 percent recommended; excluding government representatives and employee representatives, and employee shareholder representatives (if any): 54.5 percent vs 50 percent recommended) and the absence of specific concerns (Items 4 and 8). A vote FOR the reelection of the chairman of the audit committee is warranted under (Item 5) but is not without concern due to his lack of independence. The main reason for support is the fact that he is not meant to remain in this position.</i>	Mgmt	For	For	For
5	Reelect Jean-Pierre Denis as Director <i>Voting Policy Rationale: Votes FOR the (re)elections of these independent nominees are warranted in the absence of specific concerns (Item 6 and 7). Votes FOR the (re)election of these non-independent nominees are warranted given the satisfactory level of board independence (including all board members: 46.2 percent vs 33.3 percent recommended; excluding government representatives and employee representatives, and employee shareholder representatives (if any): 54.5 percent vs 50 percent recommended) and the absence of specific concerns (Items 4 and 8). A vote FOR the reelection of the chairman of the audit committee is warranted under (Item 5) but is not without concern due to his lack of independence. The main reason for support is the fact that he is not meant to remain in this position.</i>	Mgmt	For	For	For
6	Elect Rachel Duan as Director <i>Voting Policy Rationale: Votes FOR the (re)elections of these independent nominees are warranted in the absence of specific concerns (Item 6 and 7). Votes FOR the (re)election of these non-independent nominees are warranted given the satisfactory level of board independence (including all board members: 46.2 percent vs 33.3 percent recommended; excluding government representatives and employee representatives, and employee shareholder representatives (if any): 54.5 percent vs 50 percent recommended) and the absence of specific concerns (Items 4 and 8). A vote FOR the reelection of the chairman of the audit committee is warranted under (Item 5) but is not without concern due to his lack of independence. The main reason for support is the fact that he is not meant to remain in this position.</i>	Mgmt	For	For	For

Kering SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Elect Giovanna Melandri as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR the (re)elections of these independent nominees are warranted in the absence of specific concerns (Item 6 and 7). Votes FOR the (re)election of these non-independent nominees are warranted given the satisfactory level of board independence (including all board members: 46.2 percent vs 33.3 percent recommended; excluding government representatives and employee representatives, and employee shareholder representatives (if any): 54.5 percent vs 50 percent recommended) and the absence of specific concerns (Items 4 and 8). A vote FOR the reelection of the chairman of the audit committee is warranted under (Item 5) but is not without concern due to his lack of independence. The main reason for support is the fact that he is not meant to remain in this position.</i></p>				
8	Elect Dominique D Hinnin as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR the (re)elections of these independent nominees are warranted in the absence of specific concerns (Item 6 and 7). Votes FOR the (re)election of these non-independent nominees are warranted given the satisfactory level of board independence (including all board members: 46.2 percent vs 33.3 percent recommended; excluding government representatives and employee representatives, and employee shareholder representatives (if any): 54.5 percent vs 50 percent recommended) and the absence of specific concerns (Items 4 and 8). A vote FOR the reelection of the chairman of the audit committee is warranted under (Item 5) but is not without concern due to his lack of independence. The main reason for support is the fact that he is not meant to remain in this position.</i></p>				
9	Appoint Deloitte & Associates as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i></p>				
10	Appoint PricewaterhouseCoopers Audit as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i></p>				
11	Approve Transaction with Maureen Chiquet, Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: The lack of disclosure surrounding this transaction merits a vote AGAINST this proposal. In addition, it compromises Maureen Chiquet's capacity as independent board director.</i></p>				
12	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this remuneration report is warranted due to the board's response to shareholders' dissent and the absence of significant concern.</i></p>				
13	Approve Compensation of Francois-Henri Pinault, Chairman and CEO	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR these remuneration reports are warranted because they do not raise any significant concern.</i></p>				
14	Approve Compensation of Jean-Francois Palus, Vice-CEO	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR these remuneration reports are warranted because they do not raise any significant concern.</i></p>				
15	Approve Remuneration Policy of Executive Corporate Officer	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted, although the following concerns are raised: * The post-mandate policy of the CEO allows for the board to discretionarily maintain the vesting of LTIPs after the executive's departure, without any pro rata. The main reason for support is: * If rejected, the proposal is likely to have no impact on the CEO's post-mandate policy as it appears that it already is the policy in place.</i></p>				
16	Approve Remuneration Policy of Directors	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i></p>				

Kering SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
17	Authorize Repurchase of Up to 10 Percent of Issued Share Capital <i>Voting Policy Rationale: Such share buyback programs merit a vote FOR.</i>	Mgmt	For	For	For
18	Extraordinary Business Authorize up to 1 Percent of Issued Capital for Use in Restricted Stock Plans with Performance Conditions Attached <i>Voting Policy Rationale: Due to the lack of disclosure regarding the performance conditions pertaining to beneficiaries other than the CEO (in particular, executive committee members or assimilates), a vote AGAINST is warranted.</i>	Mgmt	For	Against	Against
19	Authorize Capital Issuances for Use in Employee Stock Purchase Plans <i>Voting Policy Rationale: Votes FOR these employee stock purchase plans are warranted as the proposed volumes respect the recommended guidelines.</i>	Mgmt	For	For	For
20	Authorize Capital Issuances for Use in Employee Stock Purchase Plans for Employees of International Subsidiaries <i>Voting Policy Rationale: Votes FOR these employee stock purchase plans are warranted as the proposed volumes respect the recommended guidelines.</i>	Mgmt	For	For	For
21	Authorize Filing of Required Documents/Other Formalities <i>Voting Policy Rationale: A vote FOR this routine item is warranted.</i>	Mgmt	For	For	For

La Francaise des Jeux SA

Meeting Date: 04/25/2024Country: FranceTicker: FDJ

Record Date: 04/23/2024Meeting Type: Annual/Special

Primary Security ID: F55896108

Shares Voted: 5,591

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ordinary Business Approve Financial Statements and Statutory Reports <i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i>	Mgmt	For	For	For
2	Approve Consolidated Financial Statements and Statutory Reports <i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i>	Mgmt	For	For	For
3	Approve Allocation of Income and Dividends of EUR 1.78 per Share <i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted because the proposed payout ratio is adequate without being excessive.</i>	Mgmt	For	For	For

La Francaise des Jeux SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because the information disclosed in the auditors' special report does not raise any concerns.</i>				
5	Reelect Stephane Pallez as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: As the functions of chairman and CEO are combined, a vote AGAINST the reelection of Stephane Pallez is warranted (Item 5). Votes FOR the (re)elections of all other nominees are warranted given the satisfactory level of board independence (including all board members: 40 percent vs 33.3 percent recommended; excluding government representatives, employee representatives, and employee shareholder representatives (if any): 54.5 percent vs 50 percent recommended) and the absence of specific concerns (Items 6-10).</i>				
6	Reelect Union des Blessés de la Face et de la Tête as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: As the functions of chairman and CEO are combined, a vote AGAINST the reelection of Stephane Pallez is warranted (Item 5). Votes FOR the (re)elections of all other nominees are warranted given the satisfactory level of board independence (including all board members: 40 percent vs 33.3 percent recommended; excluding government representatives, employee representatives, and employee shareholder representatives (if any): 54.5 percent vs 50 percent recommended) and the absence of specific concerns (Items 6-10).</i>				
7	Reelect Fédération Nationale André Maginot des Anciens Combattants as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: As the functions of chairman and CEO are combined, a vote AGAINST the reelection of Stephane Pallez is warranted (Item 5). Votes FOR the (re)elections of all other nominees are warranted given the satisfactory level of board independence (including all board members: 40 percent vs 33.3 percent recommended; excluding government representatives, employee representatives, and employee shareholder representatives (if any): 54.5 percent vs 50 percent recommended) and the absence of specific concerns (Items 6-10).</i>				
8	Reelect Predica as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: As the functions of chairman and CEO are combined, a vote AGAINST the reelection of Stephane Pallez is warranted (Item 5). Votes FOR the (re)elections of all other nominees are warranted given the satisfactory level of board independence (including all board members: 40 percent vs 33.3 percent recommended; excluding government representatives, employee representatives, and employee shareholder representatives (if any): 54.5 percent vs 50 percent recommended) and the absence of specific concerns (Items 6-10).</i>				
9	Elect David Chianese as Representative of Employee Shareholders to the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: As the functions of chairman and CEO are combined, a vote AGAINST the reelection of Stephane Pallez is warranted (Item 5). Votes FOR the (re)elections of all other nominees are warranted given the satisfactory level of board independence (including all board members: 40 percent vs 33.3 percent recommended; excluding government representatives, employee representatives, and employee shareholder representatives (if any): 54.5 percent vs 50 percent recommended) and the absence of specific concerns (Items 6-10).</i>				
10	Elect Frederic Martins as Representative of Employee Shareholders to the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: As the functions of chairman and CEO are combined, a vote AGAINST the reelection of Stephane Pallez is warranted (Item 5). Votes FOR the (re)elections of all other nominees are warranted given the satisfactory level of board independence (including all board members: 40 percent vs 33.3 percent recommended; excluding government representatives, employee representatives, and employee shareholder representatives (if any): 54.5 percent vs 50 percent recommended) and the absence of specific concerns (Items 6-10).</i>				
11	Appoint Deloitte & Associé as Authorized Sustainability Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
12	Appoint PricewaterhouseCoopers Audit as Authorized Sustainability Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				

La Francaise des Jeux SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
13	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.					
14	Approve Compensation of Stephane Pallez, Chairwoman and CEO	Mgmt	For	For	For
Voting Policy Rationale: Votes FOR these remuneration reports are warranted but not without concern as the company fails to disclose the vesting levels and the achievement of the performance conditions of the LTIP plan which performance period ended during FY under review.					
15	Approve Compensation of Charles Lantieri, Vice-CEO	Mgmt	For	For	For
Voting Policy Rationale: Votes FOR these remuneration reports are warranted but not without concern as the company fails to disclose the vesting levels and the achievement of the performance conditions of the LTIP plan which performance period ended during FY under review.					
16	Approve Remuneration Policy of Corporate Officers	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.					
17	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
Voting Policy Rationale: Such share buyback programs merit a vote FOR.					
Extraordinary Business		Mgmt			
18	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this item is warranted as such share capital reductions are favorable to shareholders.					
Ordinary Business		Mgmt			
19	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this routine item is warranted.					

Persimmon Plc

Meeting Date: 04/25/2024Country: United KingdomTicker: PSN

Record Date: 04/23/2024Meeting Type: Annual

Primary Security ID: G70202109

Shares Voted: 8,403

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.					
2	Approve Final Dividend	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.					

Persimmon Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted as no significant concerns have been identified.</i>				
4	Re-elect Roger Devlin as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
5	Re-elect Dean Finch as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
6	Re-elect Nigel Mills as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
7	Re-elect Annemarie Durbin as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
8	Re-elect Andrew Wyllie as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
9	Re-elect Shirine Khoury-Haq as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
10	Elect Alexandra Depledge as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
11	Elect Colette O'Shea as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
12	Reappoint Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.</i>				
13	Authorise the Audit & Risk Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because there are no concerns regarding this proposal.</i>				
14	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
15	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
16	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
17	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				

Persimmon Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
18	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.					
19	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.					

Pfizer Inc.

Meeting Date: 04/25/2024Country: USATicker: PFE

Record Date: 02/28/2024Meeting Type: Annual

Primary Security ID: 717081103

Shares Voted: 113,377

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Ronald E. Blaylock	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.					
1.2	Elect Director Albert Bourla	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.					
1.3	Elect Director Susan Desmond-Hellmann	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.					
1.4	Elect Director Joseph J. Echevarria	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.					
1.5	Elect Director Scott Gottlieb	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.					
1.6	Elect Director Helen H. Hobbs	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.					
1.7	Elect Director Susan Hockfield	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.					
1.8	Elect Director Dan R. Littman	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.					
1.9	Elect Director Shantanu Narayen	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.					
1.10	Elect Director Suzanne Nora Johnson	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.					
1.11	Elect Director James Quincey	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.					

Pfizer Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.12	Elect Director James C. Smith	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.				
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
	Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted. Although some concern exists regarding lower year-over-year annual incentive goals and the use of annually-set targets for long-term performance awards, CEO pay declined significantly in FY23, and annual and long-term incentives were sufficiently performance-based. In addition, the Compensation Committee exercised negative discretion so that no annual bonuses were earned when performance on financial goals was unmet, and closing cycle long-term performance awards did not vest, in line with underperforming TSR.				
5	Require Independent Board Chair	SH	Against	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted given the importance of having an independent board chair.				
6	Report on Congruency of Political Spending with Company Stated Values and Priorities	SH	Against	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted, as a report on the congruence of the company's political expenditures with its stated values would enable shareholders to have a more comprehensive understanding of how the company oversees and manages risks related to its political spending.				
7	Amend Director Resignation Processes *Withdrawn Resolution*	SH			
	Voting Policy Rationale: NONE – this proposal has been withdrawn.				
8	Report on Corporate Contributions	SH	Against	Against	Against
	Voting Policy Rationale: A vote AGAINST this proposal is warranted because the company provides sufficient information regarding its corporate contributions; and absent self-dealing or gross negligence, management should be afforded discretion in determining the company's charitable giving strategy.				

Sekisui House, Ltd.

Meeting Date: 04/25/2024Country: JapanTicker: 1928

Record Date: 01/31/2024Meeting Type: Annual

Primary Security ID: J70746136

Shares Voted: 25,503

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 64	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.				
2.1	Elect Director Nakai, Yoshihiro	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.				
2.2	Elect Director Horiuchi, Yosuke	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.				

Sekisui House, Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.3	Elect Director Tanaka, Satoshi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.4	Elect Director Ishii, Toru	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.5	Elect Director Shinozaki, Hiroshi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.6	Elect Director Yoshimaru, Yukiko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.7	Elect Director Kitazawa, Toshifumi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.8	Elect Director Nakajima, Yoshimi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.9	Elect Director Takegawa, Koiko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.10	Elect Director Abe, Shinichi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3	Appoint Statutory Auditor Wada, Yoritomo	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					

Evolution AB

Meeting Date: 04/26/2024Country: SwedenTicker: EVO

Record Date: 04/18/2024Meeting Type: Annual

Primary Security ID: W3287P115

Shares Voted: 3,796

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
Voting Policy Rationale: These are routine meeting formalities.					
2.1	Elect Fredrik Palm as Chairman of Meeting	Mgmt	For	For	For
Voting Policy Rationale: These are routine meeting formalities.					
3	Prepare and Approve List of Shareholders	Mgmt	For	For	For
Voting Policy Rationale: These are routine meeting formalities.					
4	Approve Agenda of Meeting	Mgmt	For	For	For
Voting Policy Rationale: These are routine meeting formalities.					

Evolution AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.1	Designate Erik Sprinchorn as Inspector of Minutes of Meeting <i>Voting Policy Rationale: These are routine meeting formalities.</i>	Mgmt	For	For	For
6	Acknowledge Proper Convening of Meeting <i>Voting Policy Rationale: These are routine meeting formalities.</i>	Mgmt	For	For	For
7.a	Accept Financial Statements and Statutory Reports <i>Voting Policy Rationale: A vote FOR the approval of the annual accounts is warranted due to a lack of concern regarding the accounts presented or audit procedures used.</i>	Mgmt	For	For	For
7.b	Approve Allocation of Income and Dividends of EUR 2.65 Per Share <i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted due to a lack of controversy surrounding the proposed dividend.</i>	Mgmt	For	For	For
7.c1	Approve Discharge of Jens von Bahr <i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or management have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
7.c2	Approve Discharge of Fredrik Osterberg <i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or management have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
7.c3	Approve Discharge of Ian Livingstone <i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or management have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
7.c4	Approve Discharge of Joel Citron <i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or management have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
7.c5	Approve Discharge of Jonas Engwall <i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or management have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
7.c6	Approve Discharge of Mimi Drake <i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or management have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
7.c7	Approve Discharge of Sandra Urie <i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or management have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
7.c8	Approve Discharge of Martin Carlesund <i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or management have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
8	Determine Number of Members (6) and Deputy Members (0) of Board <i>Voting Policy Rationale: A vote FOR this proposal is warranted because of a lack of controversy concerning the size of the board.</i>	Mgmt	For	For	For

Evolution AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9	Approve Remuneration of Directors in the Amount of EUR 400,000 to Chairman and EUR 100,000 for Other Directors <i>Voting Policy Rationale: A vote AGAINST this item is warranted, as the proposed director fees lack justification and can be considered excessive in relation to comparable domestic peers.</i>	Mgmt	For	Against	Against
10.1	Reelect Jens von Bahr (Chair) as Director <i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Joel Citron and Ian Livingstone is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>	Mgmt	For	For	For
10.2	Reelect Joel Citron as Director <i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Joel Citron and Ian Livingstone is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>	Mgmt	For	Against	Against
10.3	Reelect Mimi Drake as Director <i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Joel Citron and Ian Livingstone is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>	Mgmt	For	For	For
10.4	Reelect Ian Livingstone as Director <i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Joel Citron and Ian Livingstone is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>	Mgmt	For	Against	Against
10.5	Reelect Sandra Urie as Director <i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Joel Citron and Ian Livingstone is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>	Mgmt	For	For	For
10.6	Reelect Fredrik Osterberg as Director <i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Joel Citron and Ian Livingstone is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>	Mgmt	For	For	For
11	Approve Remuneration of Auditors <i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>	Mgmt	For	For	For
12.1	Ratify PricewaterhouseCoopers as Auditors <i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>	Mgmt	For	For	For
13	Approve Nomination Committee Procedures <i>Voting Policy Rationale: A vote FOR the approval of the procedure for the appointment of a nominating committee is warranted due to the local market practice of including non-board members in the nominating committee.</i>	Mgmt	For	For	For
14	Approve Remuneration Policy And Other Terms of Employment For Executive Management <i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration policy is well described and does not contravene good European executive remuneration practice.</i>	Mgmt	For	For	For
15	Approve Remuneration Report <i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration report is well described and does not contravene good European executive remuneration practice. Significant pay quantum concerns are noted with the 2020 warrant plan vested during the fiscal year in review. As such, the vote is qualified.</i>	Mgmt	For	For	For
16	Authorize Share Repurchase Program <i>Voting Policy Rationale: A vote FOR these proposals to repurchase (Item 16) and reissue (Item 17) company shares is warranted, despite the lack of a disclosed volume limit, because: * There are acceptable limits on holding and duration, and * There is no evidence of past abuse of repurchase authorities.</i>	Mgmt	For	For	For

Evolution AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
17	Authorize Reissuance of Repurchased Shares <i>Voting Policy Rationale: A vote FOR these proposals to repurchase (Item 16) and reissue (Item 17) company shares is warranted, despite the lack of a disclosed volume limit, because: * There are acceptable limits on holding and duration, and * There is no evidence of past abuse of repurchase authorities.</i>	Mgmt	For	For	For
18	Approve Issuance of up to 10 Percent of Issued Shares without Preemptive Rights <i>Voting Policy Rationale: A vote FOR this issuance authorization is warranted because the potential share capital increase is not excessive.</i>	Mgmt	For	For	For
19	Approve EUR 13,722.05 Reduction in Share Capital via Share Cancellation; Approve EUR 13,722.05 Increase in Share Capital Through a Bonus Issue <i>Voting Policy Rationale: A vote FOR this item is warranted as the cancellation of shares may improve the efficiency of the balance sheet, which may also enhance returns over the long-term.</i>	Mgmt	For	For	For
20	Approve Transfer of Shares to the Sellers of BTG <i>Voting Policy Rationale: A vote FOR this item is warranted because the transfer is largely uncontroversial and clearly explained.</i>	Mgmt	For	For	For
21	Close Meeting <i>Voting Policy Rationale: This is a non-voting formality.</i>	Mgmt			

Randstad NV

Meeting Date: 04/26/2024
Record Date: 03/29/2024
Primary Security ID: N7291Y137

Country: Netherlands
Meeting Type: Extraordinary Shareholders

Ticker: RAND

Shares Voted: 8,157

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Extraordinary Meeting Agenda Open Meeting <i>Voting Policy Rationale: No vote is required for this item.</i>	Mgmt			
2	Elect Helene Auriol Potier to Supervisory Board <i>Voting Policy Rationale: A vote FOR this election is warranted because: * The nominee is elected for a period not exceeding four years; * The candidate appears to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidate</i>	Mgmt	For	For	For
3	Close Meeting <i>Voting Policy Rationale: No vote is required for this item.</i>	Mgmt			

Anglo American Plc

Meeting Date: 04/30/2024Country: United KingdomTicker: AAL

Record Date: 04/26/2024Meeting Type: Annual

Primary Security ID: G03764134

Shares Voted: 13,322

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.				
2	Approve Final Dividend	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.				
3	Elect John Heasley as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Ian Ashby, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.				
4	Re-elect Stuart Chambers as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Ian Ashby, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.				
5	Re-elect Duncan Wanblad as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Ian Ashby, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.				
6	Re-elect Ian Tyler as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Ian Ashby, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.				
7	Re-elect Magali Anderson as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Ian Ashby, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.				
8	Re-elect Ian Ashby as Director	Mgmt	For	Against	Against
	Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Ian Ashby, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.				
9	Re-elect Marcelo Bastos as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Ian Ashby, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.				
10	Re-elect Hilary Maxson as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Ian Ashby, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.				
11	Re-elect Hixonia Nyasulu as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Ian Ashby, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.				

Anglo American Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12	Re-elect Nonkululeko Nyembezi as Director <i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Ian Ashby, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>	Mgmt	For	For	For
13	Reappoint PricewaterhouseCoopers LLP as Auditors <i>Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.</i>	Mgmt	For	For	For
14	Authorise Board to Fix Remuneration of Auditors <i>Voting Policy Rationale: A vote FOR this item is warranted because there are no concerns regarding this proposal.</i>	Mgmt	For	For	For
15	Approve Remuneration Report <i>Voting Policy Rationale: A vote FOR the remuneration report is considered warranted, although it is not without concern because: * The annual bonus paid out at c.38-39% of the maximum despite the financial targets being missed and a largely negative shareholder experience. The main reasons for support are: * The shareholder experience was partly reflected in the LTIP outcome. * The importance of non-financial metrics in this sector is acknowledged. It is also noted that the former CFO received a significant sum as relocation support. However, this is a one-off payment, albeit a sizeable one.</i>	Mgmt	For	For	For
16	Authorise Issue of Equity <i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>	Mgmt	For	For	For
17	Authorise Issue of Equity without Pre-emptive Rights <i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>	Mgmt	For	For	For
18	Authorise Market Purchase of Ordinary Shares <i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>	Mgmt	For	For	For
19	Authorise the Company to Call General Meeting with Two Weeks' Notice <i>Voting Policy Rationale: A vote FOR this resolution is warranted, as no material concerns have been identified.</i>	Mgmt	For	For	For

GEA Group AG

Meeting Date: 04/30/2024Country: GermanyTicker: G1A

Record Date: 04/08/2024Meeting Type: Annual

Primary Security ID: D28304109

Shares Voted: 2,882

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting) <i>Voting Policy Rationale: This is a non-voting item.</i>	Mgmt			
2	Approve Allocation of Income and Dividends of EUR 1.00 per Share <i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>	Mgmt	For	For	For

GEA Group AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Remuneration Report	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because the company's remuneration practices are broadly in line with, and even exceed in some respects, best practice standards in Germany and pay and performance appear reasonably aligned at this time. Nevertheless, it is not without some concerns: * The remuneration report lacks a detailed explanation regarding STI target adjustments that were made to financial targets in the year under review. However, we note that an explanation is available in the 2022 remuneration report. * Ex-post disclosure surrounding the assessment of the individual performance modifier under the STI is somewhat underdeveloped.</i></p>				
4	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i></p>				
5	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i></p>				
6	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2024	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR the proposed auditor is warranted due to a lack of significant concerns.</i></p>				
7.1	Elect Andreas Renschler to the Supervisory Board	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the supervisory board.</i></p>				
7.2	Elect Axel Stapken to the Supervisory Board	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the supervisory board.</i></p>				
8.1	Amend Articles Re: Proof of Entitlement	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR the proposed article amendments are warranted because: * The amendment proposed under Item 8.1 reflects amendments in line with new German statutory requirements. * The amendments proposed under Item 8.2 reflect the company's relatively newly staggered board and is mostly considered editorial in nature.</i></p>				
8.2	Amend Articles Re: Supervisory Board Term of Office	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR the proposed article amendments are warranted because: * The amendment proposed under Item 8.1 reflects amendments in line with new German statutory requirements. * The amendments proposed under Item 8.2 reflect the company's relatively newly staggered board and is mostly considered editorial in nature.</i></p>				
9	Approve Climate Roadmap 2040	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR the company's climate transition plan is warranted as no significant concerns have been identified: * The company has a net-zero ambition by 2040, as well as intermediate targets for its scope 1, 2, and 3 emissions recently validated by the SBTi, as aligned with a 1.5°C scenario. * Additionally, it has set a 2026 target for its scope 1 and 2 emissions.</i></p>				

International Business Machines Corporation

Meeting Date: 04/30/2024

Country: USA

Ticker: IBM

Record Date: 03/01/2024

Meeting Type: Annual

Primary Security ID: 459200101

International Business Machines Corporation

Shares Voted: 9,644

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Marianne C. Brown	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director Thomas Buberl	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director David N. Farr	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director Alex Gorsky	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Michelle J. Howard	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Arvind Krishna	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Andrew N. Liveris	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Frederick William McNabb, III	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director Michael Miebach	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director Martha E. Pollack	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1k	Elect Director Peter R. Voser	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1l	Elect Director Frederick H. Waddell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1m	Elect Director Alfred W. Zollar	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as pay is reasonably aligned with performance for the year under review and the majority of compensation is conditioned on objective financial performance metrics.</i>				
4	Report on Lobbying Payments and Policy	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as additional disclosure of the company's direct and indirect lobbying-related expenditures would help shareholders better assess the risks and benefits associated with the company's participation in the public policy process.</i>				

International Business Machines Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Report on Risks Related to Operations in China	SH	Against	Against	Against
Voting Policy Rationale: A vote AGAINST this proposal is warranted. The company appears to provide shareholders with sufficient disclosure to assess its management of risks related to its operations in China and has policies in place that address human rights concerns raised by the proponent.					
6	Provide Right to Act by Written Consent	SH	Against	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted given that the reduction in the threshold required to exercise written consent would enhance shareholder rights.					
7	Report on Climate Lobbying	SH	Against	For	For
Voting Policy Rationale: Support FOR the proposal is warranted. Additional disclosure would help shareholders better evaluate how the company is addressing any misalignments between its direct and indirect lobbying activities and its public commitment to achieve net zero emissions by 2050.					
8	Adopt Science-Based GHG Emissions Targets Including for Value Chain Emissions	SH	Against	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted, as shareholders would benefit from the company's adoption of science-based targets including for scope 3 emissions.					

Oversea-Chinese Banking Corporation Limited

Meeting Date: 04/30/2024Country: SingaporeTicker: 039

Record Date: 04/26/2024Meeting Type: Annual

Primary Security ID: Y64248209

Shares Voted: 48,103

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Adopt Directors' Statement, Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For	For
Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR this resolution is warranted.					
2a	Elect Andrew Lee Kok Keng as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.					
2b	Elect Andrew Khoo Cheng Hoe as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.					
2c	Elect Pramukti Surjaudaja as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.					
3	Elect Seck Wai Kwong as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.					
4	Approve Final Dividend	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine dividend proposal.					

Oversea-Chinese Banking Corporation Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5a	Approve Directors' Remuneration	Mgmt	For	For	For
	Voting Policy Rationale: Director fees in Singapore are usually reasonable. In the absence of known concerns over director fees at the company, a vote FOR these proposals is warranted.				
5b	Approve Allotment and Issuance of Remuneration Shares to the Directors	Mgmt	For	For	For
	Voting Policy Rationale: Director fees in Singapore are usually reasonable. In the absence of known concerns over director fees at the company, a vote FOR these proposals is warranted.				
6	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Directors to Fix Their Remuneration	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.				
7	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this resolution is warranted because the issuance request without preemptive rights is within the recommended limit.				
8	Approve Grant of Options and/or Rights and Issuance of Shares Pursuant to the OCBC Share Option Scheme 2001, OCBC Employee Share Purchase Plan, and the OCBC Deferred Share Plan 2021	Mgmt	For	Against	Against
	Voting Policy Rationale: A vote AGAINST this resolution is warranted given the following: * The company could be considered a mature company, and the limit under the Scheme, the Plan, and the DSP 2021 is 10 percent of the company's issued capital. * The arrangement under the DSP 2021 to determine the vesting of awards based on past performance and the absence of performance targets during the vesting period would reduce the incentive rationale of the equity incentives.				
9	Approve Issuance of Shares Pursuant to the OCBC Scrip Dividend Scheme	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this resolution is warranted given the Scrip Dividend Scheme would provide shareholders with the discretion and flexibility to receive dividends in the form of new shares in lieu of cash depending on their individual investment objectives.				
10	Authorize Share Repurchase Program	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this resolution is warranted given that the size and pricing provisions of the proposed repurchase mandate are within the recommended limits.				

Sanofi

Meeting Date: 04/30/2024Country: FranceTicker: SAN

Record Date: 04/26/2024Meeting Type: Annual/Special

Primary Security ID: F5548N101

Shares Voted: 3,909

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ordinary Business	Mgmt			
	Approve Financial Statements and Statutory Reports	Mgmt	For	For	For
	Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i>				
3	Approve Allocation of Income and Dividends of EUR 3.76 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted because the proposed payout ratio is adequate without being excessive.</i>				
4	Reelect Rachel Duan as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>				
5	Reelect Lise Kingo as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>				
6	Elect Clotilde Delbos as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>				
7	Elect Anne-Francoise Nesmes as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>				
8	Elect John Sundry as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>				
9	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
10	Approve Compensation of Serge Weinberg, Chairman of the Board from January 1, 2023 to May 25, 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
11	Approve Compensation of Frederic Oudea, Chairman of the Board Since May 25, 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
12	Approve Compensation of Paul Hudson, CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted although the following concerns are raised: * Under LTIP's structure an overachieved criterion can offset one underachieved; * The free-cash flow performance criterion attached to the granted LTIP allows vesting for underperforming the budget; The main reasons for support are: * There are no other concerns.</i>				
13	Approve Remuneration Policy of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>				
14	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>				
15	Approve Remuneration Policy of CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted although the following concerns are raised: * The LTIP performance conditions still allow partial compensatory effects between criteria. * The LTIP performance conditions allow partial vesting for financial performances below budget. The main reason for support is: * There are no other concerns.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
16	Appoint Mazars as Auditor	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.				
17	Appoint Mazars as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.				
18	Appoint PricewaterhouseCoopers Audit as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.				
19	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	Voting Policy Rationale: Such share buyback programs merit a vote FOR.				
	Extraordinary Business	Mgmt			
20	Authorize up to 1.5 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted, although the following concerns are raised: * Under the plans' structure two overachieved criteria can partially offset one underachieved; and * The minimum threshold allows for vesting below the budget under the FCF criterion. The main reasons for support are: * Overall the plans' terms are deemed acceptable and the level of disclosure is considered satisfactory.				
21	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted as it does not raise concerns.				
22	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees and Corporate Officers of International Subsidiaries	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted as it does not raise concerns.				
	Ordinary Business	Mgmt			
23	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this routine item is warranted.				

VICI Properties Inc.

Meeting Date: 04/30/2024Country: USATicker: VICI

Record Date: 03/04/2024Meeting Type: Annual

Primary Security ID: 925652109

Shares Voted: 46,306

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director James R. Abrahamson	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				

VICI Properties Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director Diana F. Cantor	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1c	Elect Director Monica H. Douglas	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1d	Elect Director Elizabeth I. Holland	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1e	Elect Director Craig Macnab	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1f	Elect Director Edward B. Pitoniak	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1g	Elect Director Michael D. Rumbolz	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance were reasonably aligned for the year in review.				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
	Voting Policy 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.				

Smith & Nephew plc

Meeting Date: 05/01/2024Country: United KingdomTicker: SN

Record Date: 04/29/2024Meeting Type: Annual

Primary Security ID: G82343164

Shares Voted: 28,430

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is considered warranted as no significant concerns have been identified.				
2	Approve Remuneration Policy	Mgmt	For	Against	Against
	Voting Policy Rationale: A vote AGAINST this resolution is considered warranted: * The Company is increasing the PSP opportunity in addition to introducing new RSP awards, in order to offer significantly increased pay packages to US-based Executives. The proposed changes to remuneration represent a significant deviation from UK good market practice and a fundamental shift from the current framework. While the Company's rationale for some level of increases for its US-based executives is acknowledged, the extent of the proposed changes is considered excessive even in the light of the Company's rationale and its stated comparisons.				

Smith & Nephew plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is considered warranted as no significant concerns have been identified.</i>				
4	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
5	Elect Jeremy Maiden as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes AGAINST incumbent nomination committee chair Rupert Soames are warranted for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
6	Elect Simon Lowth as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes AGAINST incumbent nomination committee chair Rupert Soames are warranted for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
7	Elect John Rogers as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes AGAINST incumbent nomination committee chair Rupert Soames are warranted for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
8	Re-elect Rupert Soames as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST incumbent nomination committee chair Rupert Soames are warranted for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
9	Re-elect Jo Hallas as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes AGAINST incumbent nomination committee chair Rupert Soames are warranted for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
10	Re-elect John Ma as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes AGAINST incumbent nomination committee chair Rupert Soames are warranted for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
11	Re-elect Katarzyna Mazur-Hofsaess as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes AGAINST incumbent nomination committee chair Rupert Soames are warranted for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
12	Re-elect Deepak Nath as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes AGAINST incumbent nomination committee chair Rupert Soames are warranted for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
13	Re-elect Marc Owen as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes AGAINST incumbent nomination committee chair Rupert Soames are warranted for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
14	Re-elect Angie Risley as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes AGAINST incumbent nomination committee chair Rupert Soames are warranted for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
15	Re-elect Bob White as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes AGAINST incumbent nomination committee chair Rupert Soames are warranted for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
16	Appoint Deloitte LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is considered warranted at this time.</i>				
17	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because there are no concerns regarding this proposal.</i>				

Smith & Nephew plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
18	Authorise Issue of Equity	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these resolutions is considered warranted because the proposed amounts and durations are within recommended limits.					
19	Approve Restricted Share Plan	Mgmt	For	Against	Against
Voting Policy Rationale: A vote AGAINST this resolution is considered warranted: * The Company is increasing the PSP opportunity in addition to introducing new RSP awards, in order to offer significantly increased pay packages to US-based Executives. The proposed changes to remuneration represent a significant deviation from UK good market practice and a fundamental shift from the current framework. While the Company's rationale for some level of increases for its US-based executives is acknowledged, the extent of the proposed changes is considered excessive even in the light of the Company's rationale and its stated comparisons.					
20	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these resolutions is considered warranted because the proposed amounts and durations are within recommended limits.					
21	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these resolutions is considered warranted because the proposed amounts and durations are within recommended limits.					
22	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.					
23	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.					

AIB Group plc

Meeting Date: 05/02/2024Country: IrelandTicker: ASG

Record Date: 04/28/2024Meeting Type: Annual

Primary Security ID: G0R4HJ106

					Shares Voted: 24,415
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.					
2	Approve Final Dividend	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.					
3	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this item is warranted because there are no concerns regarding this proposal.					

AIB Group plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Ratify PricewaterhouseCoopers as Auditors <i>Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.</i>	Mgmt	For	For	For
5a	Re-elect Anik Chaumartin as Director <i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>	Mgmt	For	For	For
5b	Re-elect Donal Galvin as Director <i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>	Mgmt	For	For	For
5c	Re-elect Basil Geoghegan as Director <i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>	Mgmt	For	For	For
5d	Re-elect Tanya Horgan as Director <i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>	Mgmt	For	For	For
5e	Re-elect Colin Hunt as Director <i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>	Mgmt	For	For	For
5f	Re-elect Sandy Kinney Pritchard as Director <i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>	Mgmt	For	For	For
5g	Re-elect Elaine MacLean as Director <i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>	Mgmt	For	For	For
5h	Re-elect Andrew Maguire as Director <i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>	Mgmt	For	For	For
5i	Re-elect Brendan McDonagh as Director <i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>	Mgmt	For	For	For
5j	Re-elect Helen Normoyle as Director <i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>	Mgmt	For	For	For
5k	Re-elect Ann O'Brien as Director <i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>	Mgmt	For	For	For
5l	Re-elect Fergal O'Dwyer as Director <i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>	Mgmt	For	For	For
5m	Re-elect James Pettigrew as Director <i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>	Mgmt	For	For	For
5n	Re-elect Jan Sijbrand as Director <i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>	Mgmt	For	For	For
5o	Re-elect Ranjit Singh as Director <i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>	Mgmt	For	For	For
6	Approve Remuneration Report <i>Voting Policy Rationale: A vote FOR this proposal is warranted as no significant concerns have been identified. The Company continues to be restricted in how it can pay its directors</i>	Mgmt	For	For	For

AIB Group plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Approve Remuneration Policy	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this item is considered warranted. Although the pension contribution rate for EDs is not aligned with the wider workforce, this issue is not being raised as a matter of concern because of the restrictions imposed on issuing awards under variable pay schemes.				
8	Authorise Issue of Equity	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.				
9a	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.				
9b	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.				
10	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.				
11	Determine the Price Range at which Treasury Shares may be Re-issued Off-Market	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this resolution is warranted because no significant concerns have been identified.				
12	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.				
13	Approve the Directed Buyback Contract with the Minister for Finance	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.				
14	Amend Articles of Association Re: Odd-Lot Offer	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these resolutions is considered warranted as no material concerns have been identified.				
15	Authorise Implementation of the Odd-lot Offer	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these resolutions is considered warranted as no material concerns have been identified.				
16	Authorise Off-Market Purchase of Shares	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these resolutions is considered warranted as no material concerns have been identified.				

AIB Group plc

Meeting Date: 05/02/2024Country: IrelandTicker: ASG

Record Date: 04/28/2024Meeting Type: Special

Primary Security ID: G0R4HJ106

AIB Group plc

Shares Voted: 24,415					
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve the Buyback Contract with the Minister for Finance <i>Voting Policy Rationale: A vote FOR this item is warranted.</i>	Mgmt	For	For	For
2	Approve Related Party Transaction <i>Voting Policy Rationale: A vote FOR this item is warranted.</i>	Mgmt	For	For	For

Fortis Inc.

Meeting Date: 05/02/2024Country: CanadaTicker: FTS

Record Date: 03/15/2024Meeting Type: Annual/Special

Primary Security ID: 349553107

Shares Voted: 8,159					
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Tracey C. Ball <i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>	Mgmt	For	For	For
1.2	Elect Director Pierre J. Blouin <i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>	Mgmt	For	For	For
1.3	Elect Director Lawrence T. Borgard <i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>	Mgmt	For	For	For
1.4	Elect Director Maura J. Clark <i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>	Mgmt	For	For	For
1.5	Elect Director Lisa Crutchfield <i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>	Mgmt	For	For	For
1.6	Elect Director Margarita K. Dilley <i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>	Mgmt	For	For	For
1.7	Elect Director Julie A. Dobson <i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>	Mgmt	For	For	For
1.8	Elect Director Lisa L. Durocher <i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>	Mgmt	For	For	For
1.9	Elect Director David G. Hutchens <i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>	Mgmt	For	For	For
1.10	Elect Director Gianna M. Manes <i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>	Mgmt	For	For	For
1.11	Elect Director Donald R. Marchand <i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>	Mgmt	For	For	For

Fortis Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.12	Elect Director Jo Mark Zurel	Mgmt	For	For	For
	Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.				
2	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	Voting Policy Rationale: Vote FOR the ratification of Deloitte LLP as auditor as non-audit fees (1 percent) were reasonable relative to total fees paid to the auditor.				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	For
	Voting Policy Rationale: Vote FOR this non-binding advisory vote as there are no significant issues at this time.				
4	Approve Omnibus Equity Plan	Mgmt	For	For	For
	Voting Policy Rationale: Based on the Equity Plan Score Card evaluation (EPSC), vote FOR this full-value award plan.				

Reckitt Benckiser Group Plc

Meeting Date: 05/02/2024Country: United KingdomTicker: RKT

Record Date: 04/30/2024Meeting Type: Annual

Primary Security ID: G74079107

Shares Voted: 3,011

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.				
2	Approve Remuneration Report	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this item is warranted, although it is not without concern: * Quantum of pay arrangements available to Executive Directors remain high, despite reduced profit performance for the year under review. The main reasons for support are: * Pay outcomes as a percentage of maximum opportunity are reduced year-on-year, and do not appear to represent a material disconnect between pay and performance for FY2023; and * No other overriding concerns have been identified.				
3	Approve Final Dividend	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.				
4	Re-elect Andrew Bonfield as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.				
5	Re-elect Olivier Bohuon as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.				
6	Re-elect Margherita Della Valle as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.				
7	Re-elect Mehmood Khan as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.				

Reckitt Benckiser Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Re-elect Elane Stock as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
9	Re-elect Mary Harris as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
10	Re-elect Sir Jeremy Darroch as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
11	Re-elect Tamara Ingram as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
12	Elect Kris Licht as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
13	Elect Shannon Eisenhardt as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
14	Elect Marybeth Hays as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
15	Reappoint KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is considered warranted at this time.</i>				
16	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because there are no concerns regarding this proposal.</i>				
17	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
18	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
19	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
20	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
21	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
22	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				

United Parcel Service, Inc.

Meeting Date: 05/02/2024Country: USATicker: UPS

Record Date: 03/05/2024Meeting Type: Annual

Primary Security ID: 911312106

Shares Voted: 4,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Carol Tome	Mgmt	For	For	For
	Voting Policy Rationale: A vote AGAINST governance committee members William (Bill) Johnson, Kathleen (Kate) Johnson, Franck Moison, Russell Stokes, and Kevin Warsh is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.				
1b	Elect Director Rodney Adkins	Mgmt	For	For	For
	Voting Policy Rationale: A vote AGAINST governance committee members William (Bill) Johnson, Kathleen (Kate) Johnson, Franck Moison, Russell Stokes, and Kevin Warsh is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.				
1c	Elect Director Eva Boratto	Mgmt	For	For	For
	Voting Policy Rationale: A vote AGAINST governance committee members William (Bill) Johnson, Kathleen (Kate) Johnson, Franck Moison, Russell Stokes, and Kevin Warsh is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.				
1d	Elect Director Michael Burns	Mgmt	For	For	For
	Voting Policy Rationale: A vote AGAINST governance committee members William (Bill) Johnson, Kathleen (Kate) Johnson, Franck Moison, Russell Stokes, and Kevin Warsh is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.				
1e	Elect Director Wayne Hewett	Mgmt	For	For	For
	Voting Policy Rationale: A vote AGAINST governance committee members William (Bill) Johnson, Kathleen (Kate) Johnson, Franck Moison, Russell Stokes, and Kevin Warsh is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.				
1f	Elect Director Angela Hwang	Mgmt	For	For	For
	Voting Policy Rationale: A vote AGAINST governance committee members William (Bill) Johnson, Kathleen (Kate) Johnson, Franck Moison, Russell Stokes, and Kevin Warsh is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.				
1g	Elect Director Kate Johnson	Mgmt	For	Against	Against
	Voting Policy Rationale: A vote AGAINST governance committee members William (Bill) Johnson, Kathleen (Kate) Johnson, Franck Moison, Russell Stokes, and Kevin Warsh is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.				
1h	Elect Director William Johnson	Mgmt	For	Against	Against
	Voting Policy Rationale: A vote AGAINST governance committee members William (Bill) Johnson, Kathleen (Kate) Johnson, Franck Moison, Russell Stokes, and Kevin Warsh is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.				
1i	Elect Director Franck Moison	Mgmt	For	Against	Against
	Voting Policy Rationale: A vote AGAINST governance committee members William (Bill) Johnson, Kathleen (Kate) Johnson, Franck Moison, Russell Stokes, and Kevin Warsh is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.				
1j	Elect Director Christiana Smith Shi	Mgmt	For	For	For
	Voting Policy Rationale: A vote AGAINST governance committee members William (Bill) Johnson, Kathleen (Kate) Johnson, Franck Moison, Russell Stokes, and Kevin Warsh is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.				

United Parcel Service, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1k	Elect Director Russell Stokes	Mgmt	For	Against	Against
Voting Policy Rationale: A vote AGAINST governance committee members William (Bill) Johnson, Kathleen (Kate) Johnson, Franck Moison, Russell Stokes, and Kevin Warsh is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.					
1l	Elect Director Kevin Warsh	Mgmt	For	Against	Against
Voting Policy Rationale: A vote AGAINST governance committee members William (Bill) Johnson, Kathleen (Kate) Johnson, Franck Moison, Russell Stokes, and Kevin Warsh is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. Some concern is raised given that performance share goals are not forwardly disclosed. However, annual incentives are entirely based on pre-set financial metrics and annual equity awards are primarily performance-conditioned and use multi-year performance periods.					
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
Voting Policy 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	SH	Against	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted, as it would provide all shareholders with equal voting rights on all matters.					
5	Report on Risks Arising from Voluntary Carbon-Reduction Commitments	SH	Against	Against	Against
Voting Policy Rationale: A vote AGAINST this proposal is warranted, as the company has demonstrated clear sustainability reporting frameworks, engagement with shareholders, risk disclosure, and board oversight.					
6	Report on Effectiveness of Diversity, Equity, and Inclusion Efforts	SH	Against	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted, as reporting quantitative and comparable diversity statistics would allow shareholders to better assess the effectiveness of the company's diversity initiatives and its management of related risks.					

HSBC Holdings Plc

Meeting Date: 05/03/2024Country: United KingdomTicker: HSBA

Record Date: 05/02/2024Meeting Type: Annual

Primary Security ID: G4634U169

Shares Voted: 20,429

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
Management Proposals					
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.					
2	Approve Remuneration Report	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this item is considered warranted, as no material concerns have been identified.					

HSBC Holdings Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Variable Component of Remuneration for Material Risk Takers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted in absence of significant concerns. The proposal relates to the pay of Material Risk Takers, which excludes Executive Directors whose variable opportunity remain subject to the limits set in the remuneration policy approved by shareholders.</i>				
4a	Elect Ann Godbehere as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
4b	Elect Brendan Nelson as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
4c	Elect Swee Lian Tao as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
4d	Re-elect Geraldine Buckingham as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
4e	Re-elect Rachel Duan as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
4f	Re-elect Georges Elhedery as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
4g	Re-elect Dame Carolyn Fairbairn as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
4h	Re-elect James Forese as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
4i	Re-elect Steven Guggenheimer as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
4j	Re-elect Jose Antonio Meade Kuribrena as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
4k	Re-elect Kalpana Morparia as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
4l	Re-elect Eileen Murray as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
4m	Re-elect Noel Quinn as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
4n	Re-elect Mark Tucker as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
5	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.</i>				

HSBC Holdings Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Authorise the Group Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because there are no concerns regarding this proposal.</i>				
7	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
8	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
9	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
10	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
11	Authorise Directors to Allot Any Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is considered warranted and no specific concerns have been identified.</i>				
12	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
13	Approve Share Repurchase Contract	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is considered warranted in the absence of material concerns.</i>				
14	Authorise Issue of Equity in Relation to Contingent Convertible Securities	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted, although this is not without concern for shareholders: * If the Company were to issue Contingent Convertible Securities ("CCSs") and a trigger event were to occur, causing them to convert into ordinary shares, this would result in significant dilution to non-participating shareholders. The main reasons for support are: * Such authorities are common proposals at UK banks and are intended to apply in extreme circumstances only; and * The conversion into ordinary shares would require the CET1 ratio to fall to a level which would denote significant capital weakness well beyond the Company's current position and minimum regulatory requirements.</i>				
15	Authorise Issue of Equity without Pre-emptive Rights in Relation to Contingent Convertible Securities	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted, although this is not without concern for shareholders: * If the Company were to issue Contingent Convertible Securities ("CCSs") and a trigger event were to occur, causing them to convert into ordinary shares, this would result in significant dilution to non-participating shareholders. The main reasons for support are: * Such authorities are common proposals at UK banks and are intended to apply in extreme circumstances only; and * The conversion into ordinary shares would require the CET1 ratio to fall to a level which would denote significant capital weakness well beyond the Company's current position and minimum regulatory requirements.</i>				
16	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				
	Shareholder Proposal	Mgmt			

HSBC Holdings Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
17	Instruct the Board to Align Pension Inequality with their Commitment to Reduce the Gender Pay Gap, by Removing the Impact of State Deduction from the Members of the Post 1974 Midland Section of the HSBC Bank (UK) Pension Scheme	SH	Against	Against	Against
Voting Policy Rationale: A vote AGAINST this resolution is considered warranted: * As a special resolution (and therefore binding), the item is considered to be overly prescriptive.					

Bristol-Myers Squibb Company

Meeting Date: 05/07/2024Country: USATicker: BMY

Record Date: 03/14/2024Meeting Type: Annual

Primary Security ID: 110122108

					Shares Voted: 6,295
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1A	Elect Director Peter J. Arduini	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1B	Elect Director Deepak L. Bhatt	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1C	Elect Director Christopher S. Boerner	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1D	Elect Director Julia A. Haller	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1E	Elect Director Manuel Hidalgo Medina	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1F	Elect Director Paula A. Price	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1G	Elect Director Derica W. Rice	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1H	Elect Director Theodore R. Samuels	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1I	Elect Director Karen H. Vouden	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1J	Elect Director Phyllis R. Yale	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
Voting Policy Rationale: After a review of the company's compensation program and practices, a vote FOR this proposal is warranted, as pay is reasonably aligned with performance at this time.					

Bristol-Myers Squibb Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.					
4	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.					
5	Require Independent Board Chair	SH	Against	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted given the importance of having an independent board chair.					
6	Adopt Share Retention Policy For Senior Executives	SH	Against	For	For
Voting Policy Rationale: A vote FOR the proposal is warranted as the adoption of more stringent stock ownership requirements would more meaningfully align executives' interests with long-term shareholder value.					

Expeditors International of Washington, Inc.

Meeting Date: 05/07/2024Country: USATicker: EXPD

Record Date: 03/12/2024Meeting Type: Annual

Primary Security ID: 302130109

Shares Voted: 14,909

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Glenn M. Alger	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the remaining director nominees is warranted.					
1.2	Elect Director Robert "Bob" P. Carlile	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the remaining director nominees is warranted.					
1.3	Elect Director James "Jim" M. DuBois	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the remaining director nominees is warranted.					
1.4	Elect Director Mark A. Emmert	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the remaining director nominees is warranted.					
1.5	Elect Director Diane H. Gulyas	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the remaining director nominees is warranted.					
1.6	Elect Director Jeffrey S. Musser	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the remaining director nominees is warranted.					
1.7	Elect Director Brandon S. Pedersen	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the remaining director nominees is warranted.					
1.8	Elect Director Liane J. Pelletier	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the remaining director nominees is warranted.					
1.9	Elect Director Olivia D. Polius	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the remaining director nominees is warranted.					

Expeditors International of Washington, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
Voting Policy Rationale: Although some concern is raised given the funding structure for annual incentive awards carries the potential for substantial cash payouts, a vote FOR this proposal is warranted, as pay and performance were reasonably aligned for the year in review.					
3	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted given that: * The purchase price is reasonable; * The number of shares reserved is reasonable; and * The offer period is within the limits prescribed by Section 423 of the Internal Revenue Code.					
4	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.					
5	Report on Effectiveness of Diversity, Equity, and Inclusion Efforts	SH	Against	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted, as reporting metrics on hiring, promotion, or retention would allow shareholders to better assess the effectiveness of Expeditors's diversity, equity and inclusion efforts and management of related risks.					
6	Adopt GHG Emissions Reduction Targets Aligned with the Paris Agreement Goal	SH	Against	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted, as target setting in connection with the company's efforts to reduce its carbon footprint and align its operations with Paris Agreement goals would allow shareholders to better understand how the company is managing its transition to a low carbon economy and climate change-related risks.					

Omnicom Group Inc.

Meeting Date: 05/07/2024Country: USATicker: OMC

Record Date: 03/18/2024Meeting Type: Annual

Primary Security ID: 681919106

					Shares Voted: 31,317
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director John D. Wren	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1.2	Elect Director Mary C. Choksi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1.3	Elect Director Leonard S. Coleman, Jr.	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1.4	Elect Director Mark D. Gerstein	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1.5	Elect Director Ronnie S. Hawkins	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1.6	Elect Director Deborah J. Kissire	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					

Omnicom Group Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.7	Elect Director Gracia C. Martore	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.8	Elect Director Patricia Salas Pineda	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.9	Elect Director Linda Johnson Rice	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.10	Elect Director Cassandra Santos	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.11	Elect Director Valerie M. Williams	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted, with caution. There are concerns regarding goal rigor of relative metrics in the STI and LTI programs, which can allow for target payout despite underperforming a majority of the peer group. These concerns are heightened by the relatively large annual bonus opportunity and a lack of a true threshold goal. I.e., underperformance of every company in the peer group still results in a reduced payout instead of no payout. Nonetheless, pay and performance were aligned for the year in review, the short-term incentive is primarily based on pre-set financial metrics, and the long-term incentive is entirely in performance-conditioned equity.				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.				

Public Storage

Meeting Date: 05/07/2024
Country: USA
Ticker: PSA

Record Date: 03/05/2024
Meeting Type: Annual

Primary Security ID: 74460D109

Shares Voted: 3,873

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Ronald L. Havner, Jr.	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1b	Elect Director Tamara Hughes Gustavson	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1c	Elect Director Shankh S. Mitra	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1d	Elect Director Rebecca Owen	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1e	Elect Director Kristy M. Pipes	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				

Public Storage

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1f	Elect Director Avedick B. Poladian	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1g	Elect Director John Reyes	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1h	Elect Director Joseph D. Russell, Jr.	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1i	Elect Director Tariq M. Shaukat	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1j	Elect Director Ronald P. Spogli	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1k	Elect Director Paul S. Williams	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance were reasonably aligned for the year in review.				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.				

Swire Properties Limited

Meeting Date: 05/07/2024Country: Hong KongTicker: 1972

Record Date: 04/30/2024Meeting Type: Annual

Primary Security ID: Y83191109

Shares Voted: 51,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Lung, Ngan Yee Fanny as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR all nominees is warranted.				
1b	Elect Murray, Martin James as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR all nominees is warranted.				
1c	Elect Sell, Richard Lawrence as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR all nominees is warranted.				
1d	Elect Zhu, Changlai Angela Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR all nominees is warranted.				

Swire Properties Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration <i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.</i>	Mgmt	For	For	For
3	Authorize Repurchase of Issued Share Capital <i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed share repurchase.</i>	Mgmt	For	For	For
4	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights <i>Voting Policy Rationale: A vote AGAINST this resolution is warranted for the following: * While the board voluntarily restricted the proposed general mandate to issue shares up to 5 percent of the issued shares of the company if the shares are issued solely for cash, the limit covered by the entire mandate will remain at 20 percent, which is deemed excessive. * The company has not specified the discount limit for the authority to issue shares for non-cash consideration.</i>	Mgmt	For	Against	Against

T. Rowe Price Group, Inc.

Meeting Date: 05/07/2024Country: USATicker: TROW

Record Date: 03/01/2024Meeting Type: Annual

Primary Security ID: 74144T108

					Shares Voted: 21,241
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Glenn R. August <i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>	Mgmt	For	For	For
1b	Elect Director Mark S. Bartlett <i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>	Mgmt	For	For	For
1c	Elect Director William P. Donnelly <i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>	Mgmt	For	For	For
1d	Elect Director Dina Dublon <i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>	Mgmt	For	For	For
1e	Elect Director Robert F. MacLellan <i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>	Mgmt	For	For	For
1f	Elect Director Eileen P. Rominger <i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>	Mgmt	For	For	For
1g	Elect Director Robert W. Sharps <i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>	Mgmt	For	For	For
1h	Elect Director Cynthia F. Smith <i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>	Mgmt	For	For	For
1i	Elect Director Robert J. Stevens <i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>	Mgmt	For	For	For

T. Rowe Price Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1j	Elect Director Sandra S. Wijnberg	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1k	Elect Director Alan D. Wilson	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted, as pay and performance are reasonably aligned for the year in review. While concerns exist regarding the discretionary nature of annual incentive determinations and limited disclosure of the key drivers of bonus levels, the company intends to take a more structured approach to CEO compensation beginning in 2024.				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.				

Gilead Sciences, Inc.

Meeting Date: 05/08/2024Country: USATicker: GILD

Record Date: 03/15/2024Meeting Type: Annual

Primary Security ID: 375558103

Shares Voted: 33,991

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Jacqueline K. Barton	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1b	Elect Director Jeffrey A. Bluestone	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1c	Elect Director Sandra J. Homing	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1d	Elect Director Kelly A. Kramer	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1e	Elect Director Ted W. Love	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1f	Elect Director Harish M. Manwani	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1g	Elect Director Daniel P. O'Day	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1h	Elect Director Javier J. Rodriguez	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1i	Elect Director Anthony Walters	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				

Gilead Sciences, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time. Annual incentives are based entirely on pre-set objective measures, with robust performance disclosure for financial and non-financial metrics, and annual equity grants are targeted to be half performance conditioned.					
4	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.					
5	Adopt a Policy to Include Non-Management Employees as Prospective Director Candidates	SH	Against	Against	Against
Voting Policy Rationale: A vote AGAINST this proposal is warranted, as the proponent has not made a compelling case that the proposed change in the director election process would improve the composition of the board or the performance of the company.					
6	Report on Risks of Supporting Abortion	SH	Against	Against	Against
Voting Policy Rationale: A vote AGAINST this proposal is warranted, as the potential risks of issuing the requested report seem to outweigh the risks associated with the company's current practices and disclosures.					
7	Adopt Share Retention Policy For Senior Executives	SH	Against	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted as the more rigorous guidelines recommended by the proponent may better address concerns about creating a strong link between the interests of top executives and long-term shareholder value.					

GSK Plc

Meeting Date: 05/08/2024Country: United KingdomTicker: GSK

Record Date: 05/03/2024Meeting Type: Annual

Primary Security ID: G3910J179

					Shares Voted: 38,378
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.					
2	Approve Remuneration Report	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the remuneration report is warranted, in the absence of significant concerns.					
3	Elect Wendy Becker as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.					
4	Elect Jeannie Lee as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Re-elect Sir Jonathan Symonds as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
6	Re-elect Dame Emma Walmsley as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
7	Re-elect Julie Brown as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
8	Re-elect Elizabeth Anderson as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
9	Re-elect Charles Bancroft as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
10	Re-elect Hal Barron as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
11	Re-elect Anne Beal as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
12	Re-elect Harry Dietz as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
13	Re-elect Jesse Goodman as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
14	Re-elect Vishal Sikka as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
15	Reappoint Deloitte LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.</i>				
16	Authorise the Audit & Risk Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because there are no concerns regarding this proposal.</i>				
17	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
18	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
19	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				

GSK Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
20	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment <i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>	Mgmt	For	For	For
21	Authorise Market Purchase of Ordinary Shares <i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>	Mgmt	For	For	For
22	Approve the Exemption from Statement of the Name of the Senior Statutory Auditor in Published Copies of the Auditors' Reports <i>Voting Policy Rationale: A vote FOR this resolution is warranted as it has been clearly explained by the Company and no significant concerns have been identified.</i>	Mgmt	For	For	For
23	Authorise the Company to Call General Meeting with Two Weeks' Notice <i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>	Mgmt	For	For	For

Kuehne + Nagel International AG

Meeting Date: 05/08/2024Country: SwitzerlandTicker: KNIN

Record Date: 05/02/2024Meeting Type: Annual

Primary Security ID: H4673L145

Shares Voted: 873

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports <i>Voting Policy Rationale: A vote FOR the annual accounts, annual report, and auditor's report for the fiscal year in review is warranted.</i>	Mgmt	For	For	For
2	Approve Allocation of Income and Dividends of CHF 10.00 per Share <i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>	Mgmt	For	For	For
3	Approve Discharge of Board and Senior Management <i>Voting Policy Rationale: A vote FOR the formal discharge of the board of directors and senior management is warranted, as there is no evidence that the board and senior management have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
4.1.1	Reelect Dominik Buergy as Director <i>Voting Policy Rationale: Board elections (Items 4.1– 4.3) A vote AGAINST incumbent nominating committee chair Karl Germandt is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted. Committee elections (Items 4.4.1 – 4.4.3) Votes AGAINST the non-independent nominees, Karl Germandt and Klaus-Michael Kuehne, are warranted because of the failure to establish a majority-independent committee. A vote FOR the remaining nominee is warranted due to a lack of concerns.</i>	Mgmt	For	For	For

Kuehne + Nagel International AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.1.2	Reelect Karl Gernandt as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: Board elections (Items 4.1– 4.3) A vote AGAINST incumbent nominating committee chair Karl Gernandt is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted. Committee elections (Items 4.4.1 – 4.4.3) Votes AGAINST the non-independent nominees, Karl Gernandt and Klaus-Michael Kuehne, are warranted because of the failure to establish a majority-independent committee. A vote FOR the remaining nominee is warranted due to a lack of concerns.</i></p>				
4.1.3	Reelect Klaus-Michael Kuehne as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Board elections (Items 4.1– 4.3) A vote AGAINST incumbent nominating committee chair Karl Gernandt is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted. Committee elections (Items 4.4.1 – 4.4.3) Votes AGAINST the non-independent nominees, Karl Gernandt and Klaus-Michael Kuehne, are warranted because of the failure to establish a majority-independent committee. A vote FOR the remaining nominee is warranted due to a lack of concerns.</i></p>				
4.1.4	Reelect Tobias Staehelin as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Board elections (Items 4.1– 4.3) A vote AGAINST incumbent nominating committee chair Karl Gernandt is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted. Committee elections (Items 4.4.1 – 4.4.3) Votes AGAINST the non-independent nominees, Karl Gernandt and Klaus-Michael Kuehne, are warranted because of the failure to establish a majority-independent committee. A vote FOR the remaining nominee is warranted due to a lack of concerns.</i></p>				
4.1.5	Reelect Hauke Stars as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Board elections (Items 4.1– 4.3) A vote AGAINST incumbent nominating committee chair Karl Gernandt is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted. Committee elections (Items 4.4.1 – 4.4.3) Votes AGAINST the non-independent nominees, Karl Gernandt and Klaus-Michael Kuehne, are warranted because of the failure to establish a majority-independent committee. A vote FOR the remaining nominee is warranted due to a lack of concerns.</i></p>				
4.1.6	Reelect Martin Wittig as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Board elections (Items 4.1– 4.3) A vote AGAINST incumbent nominating committee chair Karl Gernandt is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted. Committee elections (Items 4.4.1 – 4.4.3) Votes AGAINST the non-independent nominees, Karl Gernandt and Klaus-Michael Kuehne, are warranted because of the failure to establish a majority-independent committee. A vote FOR the remaining nominee is warranted due to a lack of concerns.</i></p>				
4.1.7	Reelect Joerg Wolle as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Board elections (Items 4.1– 4.3) A vote AGAINST incumbent nominating committee chair Karl Gernandt is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted. Committee elections (Items 4.4.1 – 4.4.3) Votes AGAINST the non-independent nominees, Karl Gernandt and Klaus-Michael Kuehne, are warranted because of the failure to establish a majority-independent committee. A vote FOR the remaining nominee is warranted due to a lack of concerns.</i></p>				
4.2.1	Elect Anne-Catherine Berner as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Board elections (Items 4.1– 4.3) A vote AGAINST incumbent nominating committee chair Karl Gernandt is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted. Committee elections (Items 4.4.1 – 4.4.3) Votes AGAINST the non-independent nominees, Karl Gernandt and Klaus-Michael Kuehne, are warranted because of the failure to establish a majority-independent committee. A vote FOR the remaining nominee is warranted due to a lack of concerns.</i></p>				
4.2.2	Elect Dominik de Daniel as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Board elections (Items 4.1– 4.3) A vote AGAINST incumbent nominating committee chair Karl Gernandt is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted. Committee elections (Items 4.4.1 – 4.4.3) Votes AGAINST the non-independent nominees, Karl Gernandt and Klaus-Michael Kuehne, are warranted because of the failure to establish a majority-independent committee. A vote FOR the remaining nominee is warranted due to a lack of concerns.</i></p>				

Kuehne + Nagel International AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.3	Reelect Joerg Wölle as Board Chair	Mgmt	For	For	For
	<i>Voting Policy Rationale: Board elections (Items 4.1– 4.3) A vote AGAINST incumbent nominating committee chair Karl Gernandt is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted. Committee elections (Items 4.4.1 – 4.4.3) Votes AGAINST the non-independent nominees, Karl Gernandt and Klaus-Michael Kuehne, are warranted because of the failure to establish a majority-independent committee. A vote FOR the remaining nominee is warranted due to a lack of concerns.</i>				
4.4.1	Reappoint Karl Gernandt as Member of the Compensation Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Board elections (Items 4.1– 4.3) A vote AGAINST incumbent nominating committee chair Karl Gernandt is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted. Committee elections (Items 4.4.1 – 4.4.3) Votes AGAINST the non-independent nominees, Karl Gernandt and Klaus-Michael Kuehne, are warranted because of the failure to establish a majority-independent committee. A vote FOR the remaining nominee is warranted due to a lack of concerns.</i>				
4.4.2	Reappoint Klaus-Michael Kuehne as Member of the Compensation Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Board elections (Items 4.1– 4.3) A vote AGAINST incumbent nominating committee chair Karl Gernandt is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted. Committee elections (Items 4.4.1 – 4.4.3) Votes AGAINST the non-independent nominees, Karl Gernandt and Klaus-Michael Kuehne, are warranted because of the failure to establish a majority-independent committee. A vote FOR the remaining nominee is warranted due to a lack of concerns.</i>				
4.4.3	Reappoint Hauke Stars as Member of the Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: Board elections (Items 4.1– 4.3) A vote AGAINST incumbent nominating committee chair Karl Gernandt is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted. Committee elections (Items 4.4.1 – 4.4.3) Votes AGAINST the non-independent nominees, Karl Gernandt and Klaus-Michael Kuehne, are warranted because of the failure to establish a majority-independent committee. A vote FOR the remaining nominee is warranted due to a lack of concerns.</i>				
4.5	Designate Stefan Mangold as Independent Proxy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i>				
4.6	Ratify KPMG AG as Auditors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because the auditor is being changed without explanation.</i>				
5	Approve Sustainability Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the company's non-financial report is warranted due to a lack of significant concerns. Nevertheless, note that only the greenhouse gas inventory has been subject to limited assurance.</i>				
6	Approve Remuneration Report	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the remuneration report is warranted because: * Short-term incentive awards are not subject to a maximum cap. * There are insufficient ex-post disclosures to explain the evolution of variable payouts versus company performance. * Under the long-term incentive, executives are granted matching share awards that are not subject to any performance conditions.</i>				
7.1	Approve Remuneration of Directors in the Amount of CHF 5.5 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount is broadly in line with market practice.</i>				
7.2	Approve Remuneration of Executive Committee in the Amount of CHF 30 Million	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company does not disclose the parameters of its compensation system and in the absence of a detailed explanation, it is not possible to assess the appropriateness of the amount requested.</i>				

Kuehne + Nagel International AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Approve Creation of Capital Band within the Upper Limit of CHF 150.9 Million and the Lower Limit of CHF 108.7 Million with or without Exclusion of Preemptive Rights <i>Voting Policy Rationale: A vote FOR the proposed authorization is warranted.</i>	Mgmt	For	For	For
9.1	Amend Corporate Purpose <i>Voting Policy Rationale: A vote FOR this proposal is warranted because it is non-contentious.</i>	Mgmt	For	For	For
9.2	Amend Articles Re: Shares and Share Register; Place of Jurisdiction <i>Voting Policy Rationale: Votes FOR the proposed article amendments are warranted because they are overall non-contentious in nature and largely reflect amendments in line with new Swiss statutory requirements. Nevertheless, the inclusion of a jurisdiction clause under Item 9.2 may be of concern to some shareholders, although considering the local legal context concerns are mitigated.</i>	Mgmt	For	For	For
9.3	Amend Articles of Association <i>Voting Policy Rationale: Votes FOR the proposed article amendments are warranted because they are overall non-contentious in nature and largely reflect amendments in line with new Swiss statutory requirements. Nevertheless, the inclusion of a jurisdiction clause under Item 9.2 may be of concern to some shareholders, although considering the local legal context concerns are mitigated.</i>	Mgmt	For	For	For
9.4	Amend Articles Re: Board of Directors; Compensation; External Mandates for Members of the Board of Directors and Executive Committee <i>Voting Policy Rationale: Votes FOR the proposed article amendments are warranted because they are overall non-contentious in nature and largely reflect amendments in line with new Swiss statutory requirements. Nevertheless, the inclusion of a jurisdiction clause under Item 9.2 may be of concern to some shareholders, although considering the local legal context concerns are mitigated.</i>	Mgmt	For	For	For
10	Transact Other Business (Voting) <i>Voting Policy 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.</i>	Mgmt	For	Against	Against

Nutrien Ltd.

Meeting Date: 05/08/2024Country: CanadaTicker: NTR

Record Date: 03/20/2024Meeting Type: Annual

Primary Security ID: 67077M108

Shares Voted: 11,204

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Christopher M. Burley <i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>	Mgmt	For	For	For
1.2	Elect Director Maura J. Clark <i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>	Mgmt	For	For	For
1.3	Elect Director Russell K. Girling <i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>	Mgmt	For	For	For

Nutrien Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.4	Elect Director Michael J. Hennigan	Mgmt	For	For	For
	Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.				
1.5	Elect Director Miranda C. Hubbs	Mgmt	For	For	For
	Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.				
1.6	Elect Director Raj S. Kushwaha	Mgmt	For	For	For
	Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.				
1.7	Elect Director Julie A. Lagacy	Mgmt	For	For	For
	Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.				
1.8	Elect Director Consuelo E. Madere	Mgmt	For	For	For
	Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.				
1.9	Elect Director Keith G. Martell	Mgmt	For	For	For
	Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.				
1.10	Elect Director Aaron W. Regent	Mgmt	For	For	For
	Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.				
1.11	Elect Director Ken A. Seltz	Mgmt	For	For	For
	Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.				
1.12	Elect Director Nelson L. C. Silva	Mgmt	For	For	For
	Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	Voting Policy Rationale: Vote FOR the ratification of KPMG LLP as auditor as non-audit fees (3 percent) were reasonable relative to total fees paid to the auditor.				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	For
	Voting Policy Rationale: Vote FOR this non-binding advisory vote as there are no significant issues at this time.				

ACS Actividades de Construcción y Servicios SA

Meeting Date: 05/09/2024Country: SpainTicker: ACS

Record Date: 05/03/2024Meeting Type: Annual

Primary Security ID: E7813W163

Shares Voted: 17,334

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Approve Consolidated and Standalone Financial Statements	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this item is warranted due to a lack of concern regarding the accounts presented or audit procedures used.				
1.2	Approve Allocation of Income and Dividends	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this income allocation proposal is warranted due to a lack of controversy surrounding the proposed dividend.				

ACS Actividades de Construcción y Servicios SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Non-Financial Information Statement	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted due to a lack of specific concern about the non-financial information reported by the company.</i>				
3	Approve Discharge of Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted as there is no evidence that the board or the management have not fulfilled their fiduciary duties.</i>				
4.1	Reelect Javier Echenique Landiribar as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the reelections of NI-NEDs under Items 4.1 and 4.2 is warranted, as the board meets the 50 percent independence guideline applicable to non-controlled, Spain-incorporated companies and there are no other concerns about the composition of the board and its committees.</i>				
4.2	Reelect Mariano Hernandez Herreros as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the reelections of NI-NEDs under Items 4.1 and 4.2 is warranted, as the board meets the 50 percent independence guideline applicable to non-controlled, Spain-incorporated companies and there are no other concerns about the composition of the board and its committees.</i>				
4.3	Fix Number of Directors at 15	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted as the proposed board size would remain within the 15-director limit as per local code of best practice.</i>				
5	Advisory Vote on Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A qualified vote FOR is warranted because the remuneration report is in line with market practice and no problematic pay practices have been identified. However, this is not without concern for the pension scheme of the executives, which is considered to be above market practices.</i>				
6	Amend Article 12	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this item is warranted because the company has not provided a compelling rationale as to why the transfer of the power to issue non-convertible debt securities from shareholder to the board of directors is in shareholder interest.</i>				
7	Amend Article 7 of General Meeting Regulations	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this item is warranted because the company has not provided a compelling rationale as to why the transfer of the power to issue non-convertible debt securities from shareholder to the board of directors is in shareholder interest.</i>				
8	Approve Scrip Dividends and Approve Reduction in Share Capital via Cancellation of Treasury Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed scrip dividends have a cash option attached while it does not jeopardize the company's financial position.</i>				
9	Authorize Share Repurchase and Capital Reduction via Cancellation of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the share repurchase mandate is warranted as the volume and duration provisions are within recommended limits and there are no concerns over the company's use of past mandates.</i>				
10	Authorize Issuance of Convertible Bonds, Debentures, Warrants, and Other Debt Securities up to EUR 3 Billion with Exclusion of Preemptive Rights up to 20 Percent of Capital	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the contingent capital through convertible debt securities is warranted, despite the request being routine and lack of concerns over the company's use of past mandates, because potential dilution exceeds the 10-percent limit for non-preemptive issues.</i>				

ACS Actividades de Construccion y Servicios SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
11	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this standard resolution is warranted as it provides the board with the means to carry out the agreements validly adopted by the general meeting.					

Ampol Limited

Meeting Date: 05/09/2024Country: AustraliaTicker: ALD

Record Date: 05/07/2024Meeting Type: Annual

Primary Security ID: Q03608124

Shares Voted: 6,547

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Remuneration Report	Mgmt	For	For	For
Voting Policy Rationale: A qualified vote FOR the remuneration report is warranted. Disclosure indicates that the company achieved the second highest RCOP NPAT result on record. STI and LTI bonuses are sufficiently aligned with company performance and shareholder returns. A qualification is to raise concerns for inconsistency with better market practice in regard to the following: * There is continued inferior and absent disclosure of specific and quantified targets in the STI, and absent disclosure of the ROCE performance targets in the LTI, to ensure transparency for shareholders. * The emphasis on non-financial measures is overly high at 60 percent of the total STI weighting, with non-financial performance measures of 'Brand' and 'Strategic Priorities' lacking sufficient rigor and transparency and appearing more in the nature of 'day job' responsibilities. * The provision for "dividends on unvested shares" in the LTI through discounting of the share price for dividends which would otherwise be paid on shares during the performance period of the rights. * A three-year performance period is now inferior when compared with other large-listed companies in the ASX100 which use 4 or more years.					
3a	Elect Michael Ihlein as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR is warranted for all nominees.					
3b	Elect Gary Smith as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR is warranted for all nominees.					
4	Approve Grant of 2024 Performance Rights to Matthew Halliday	Mgmt	For	For	For
Voting Policy Rationale: A qualified vote FOR the grant of FY24 LTI performance rights to the CEO Matthew Halliday is warranted. The terms and conditions of the grant is sufficiently consistent with prior years, market practice and improved shareholder interests, with ROCE and relative TSR performance measures over a 3-year performance period. A qualification is raised to highlight concerns as follows: * Quantum of the LTI is high and continues to be above the median of market capitalization peers. * A three-year performance period is now considered to be inferior to better market practices of other large-listed companies in the ASX100, which have moved to longer performance periods of four or more years. * A discounted share price (to recognize no attached right to receive dividends during the performance period) is used to determine the number of performance rights, increasing the real value of the disclosed grant; and * There continues to be no disclosure of the ROCE targets, which may indicate excessive board discretion in the setting and assessment of the performance measure. However, no historical abuse of vesting of the ROCE tranche is observed.					
5	Approve Non-Executive Directors' Fee Pool Increase	Mgmt	None	For	For
Voting Policy Rationale: A vote FOR the increase to the non-executive director fee pool is warranted. No material concerns are noted. * Non-executive director fees (excluding the Chair) are currently broadly level with the median of the company's market capitalization and certain selected peers. * There have been no changes to the level of director fees in FY22 and FY23, and the company has disclosed that there will be no increases in FY24. * The fee pool was last increased in 2016, and the company had provided the rationale that directors now have increased responsibilities with contemporary regulatory demands. * There is currently insufficient headroom available to appoint additional directors to allow for board succession planning, or to increase the number of directors to achieve the right mix of skills. Some concerns are raised that Chair fees remain above the median of the company's market capitalization (ASX51-75) and certain selected peers, despite no increases to the level of fees in the prior two years.					

CME Group Inc.

Meeting Date: 05/09/2024

Country: USA

Ticker: CME

Record Date: 03/11/2024

Meeting Type: Annual

Primary Security ID: 12572Q105

Shares Voted: 1,701

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Terrence A. Duffy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST governance committee chair Phyllis Lockett is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Kathryn Benesh	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST governance committee chair Phyllis Lockett is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Timothy S. Bitsberger	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST governance committee chair Phyllis Lockett is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Charles P. Carey	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST governance committee chair Phyllis Lockett is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Bryan T. Durkin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST governance committee chair Phyllis Lockett is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Harold Ford, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST governance committee chair Phyllis Lockett is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Martin J. Gepsman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST governance committee chair Phyllis Lockett is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Larry G. Gerdes	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST governance committee chair Phyllis Lockett is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Daniel R. Glickman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST governance committee chair Phyllis Lockett is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Daniel G. Kaye	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST governance committee chair Phyllis Lockett is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Phyllis M. Lockett	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST governance committee chair Phyllis Lockett is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Deborah J. Lucas	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST governance committee chair Phyllis Lockett is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1m	Elect Director Terry L. Savage	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST governance committee chair Phyllis Lockett is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				

CME Group Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1n	Elect Director Rahaël Seifu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST governance committee chair Phyllis Lockett is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1o	Elect Director William R. Shepard	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST governance committee chair Phyllis Lockett is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1p	Elect Director Howard J. Siegel	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST governance committee chair Phyllis Lockett is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1q	Elect Director Dennis A. Suskind	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST governance committee chair Phyllis Lockett is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although certain concerns are noted regarding goal rigor and the CEO's relatively large pay targeting, there are significant positive factors for the year in review. Following last year's failed say-on-pay vote, the committee improved its responsiveness disclosure and further took meaningful responsive actions to address concerns. Further, CEO pay and company performance are reasonably aligned at this time. On balance of these factors, a cautionary vote FOR this proposal is warranted.</i>				

Manulife Financial Corp.

Meeting Date: 05/09/2024

Country: Canada

Ticker: MFC

Record Date: 03/13/2024

Meeting Type: Annual

Primary Security ID: 56501R106

Shares Voted: 120,979

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Nicole S. Arnaboldi	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1.2	Elect Director Guy L.T. Bainbridge	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1.3	Elect Director Susan F. Dabarno	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1.4	Elect Director Julie E. Dickson	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1.5	Elect Director J. Michael Durland	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1.6	Elect Director Roy Gori	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				

Manulife Financial Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.7	Elect Director Donald P. Kanak	Mgmt	For	For	For
	Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.				
1.8	Elect Director Vanessa Kanu	Mgmt	For	For	For
	Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.				
1.9	Elect Director Donald R. Lindsay	Mgmt	For	For	For
	Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.				
1.10	Elect Director Anna Manning	Mgmt	For	For	For
	Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.				
1.11	Elect Director C. James Prieur	Mgmt	For	For	For
	Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.				
1.12	Elect Director May Tan	Mgmt	For	For	For
	Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.				
1.13	Elect Director Leagh E. Turner	Mgmt	For	For	For
	Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.				
1.14	Elect Director John Wong	Mgmt	For	For	For
	Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	Voting Policy Rationale: Vote FOR the ratification of Ernst & Young LLP as auditor as non-audit fees (1 percent) were reasonable relative to total fees paid to the auditor.				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	For
	Voting Policy Rationale: Vote FOR this non-binding advisory vote as there are no significant issues at this time.				

Power Corporation of Canada

Meeting Date: 05/09/2024Country: CanadaTicker: POW

Record Date: 03/20/2024Meeting Type: Annual

Primary Security ID: 739239101

Shares Voted: 21,592

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Meeting for Holders of Participating Preferred and Subordinate Voting Shares	Mgmt			
1.1	Elect Director Pierre Beaudoin	Mgmt	For	For	For
	Voting Policy Rationale: Vote AGAINST Paul Desmarais Jr. and Andre Desmarais for serving as controlling shareholders on the Nominating Committee. Vote AGAINST incumbent nomination committee chair Andre Desmarais for lack of diversity on the board. Vote FOR the remaining director nominees.				
1.2	Elect Director Marcel R. Coutu	Mgmt	For	For	For
	Voting Policy Rationale: Vote AGAINST Paul Desmarais Jr. and Andre Desmarais for serving as controlling shareholders on the Nominating Committee. Vote AGAINST incumbent nomination committee chair Andre Desmarais for lack of diversity on the board. Vote FOR the remaining director nominees.				

Power Corporation of Canada

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Andre Desmarais	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Vote AGAINST Paul Desmarais Jr. and Andre Desmarais for serving as controlling shareholders on the Nominating Committee. Vote AGAINST incumbent nomination committee chair Andre Desmarais for lack of diversity on the board. Vote FOR the remaining director nominees.</i>				
1.4	Elect Director Paul Desmarais, Jr.	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Vote AGAINST Paul Desmarais Jr. and Andre Desmarais for serving as controlling shareholders on the Nominating Committee. Vote AGAINST incumbent nomination committee chair Andre Desmarais for lack of diversity on the board. Vote FOR the remaining director nominees.</i>				
1.5	Elect Director Gary A. Doer	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST Paul Desmarais Jr. and Andre Desmarais for serving as controlling shareholders on the Nominating Committee. Vote AGAINST incumbent nomination committee chair Andre Desmarais for lack of diversity on the board. Vote FOR the remaining director nominees.</i>				
1.6	Elect Director Segolene Gallienne-Frere	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST Paul Desmarais Jr. and Andre Desmarais for serving as controlling shareholders on the Nominating Committee. Vote AGAINST incumbent nomination committee chair Andre Desmarais for lack of diversity on the board. Vote FOR the remaining director nominees.</i>				
1.7	Elect Director Anthony R. Graham	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST Paul Desmarais Jr. and Andre Desmarais for serving as controlling shareholders on the Nominating Committee. Vote AGAINST incumbent nomination committee chair Andre Desmarais for lack of diversity on the board. Vote FOR the remaining director nominees.</i>				
1.8	Elect Director Sharon MacLeod	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST Paul Desmarais Jr. and Andre Desmarais for serving as controlling shareholders on the Nominating Committee. Vote AGAINST incumbent nomination committee chair Andre Desmarais for lack of diversity on the board. Vote FOR the remaining director nominees.</i>				
1.9	Elect Director Paula B. Madoff	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST Paul Desmarais Jr. and Andre Desmarais for serving as controlling shareholders on the Nominating Committee. Vote AGAINST incumbent nomination committee chair Andre Desmarais for lack of diversity on the board. Vote FOR the remaining director nominees.</i>				
1.10	Elect Director Isabelle Marcoux	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST Paul Desmarais Jr. and Andre Desmarais for serving as controlling shareholders on the Nominating Committee. Vote AGAINST incumbent nomination committee chair Andre Desmarais for lack of diversity on the board. Vote FOR the remaining director nominees.</i>				
1.11	Elect Director R. Jeffrey Orr	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST Paul Desmarais Jr. and Andre Desmarais for serving as controlling shareholders on the Nominating Committee. Vote AGAINST incumbent nomination committee chair Andre Desmarais for lack of diversity on the board. Vote FOR the remaining director nominees.</i>				
1.12	Elect Director T. Timothy Ryan, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST Paul Desmarais Jr. and Andre Desmarais for serving as controlling shareholders on the Nominating Committee. Vote AGAINST incumbent nomination committee chair Andre Desmarais for lack of diversity on the board. Vote FOR the remaining director nominees.</i>				
1.13	Elect Director Siim A. Vanaselja	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST Paul Desmarais Jr. and Andre Desmarais for serving as controlling shareholders on the Nominating Committee. Vote AGAINST incumbent nomination committee chair Andre Desmarais for lack of diversity on the board. Vote FOR the remaining director nominees.</i>				
1.14	Elect Director Elizabeth D. Wilson	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST Paul Desmarais Jr. and Andre Desmarais for serving as controlling shareholders on the Nominating Committee. Vote AGAINST incumbent nomination committee chair Andre Desmarais for lack of diversity on the board. Vote FOR the remaining director nominees.</i>				

Power Corporation of Canada

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify Deloitte LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR the ratification of Deloitte LLP as auditor as non-audit fees (9 percent) were reasonable relative to total fees paid to the auditor.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this non-binding advisory vote as there are no significant issues at this time.</i>				
	Shareholder Proposals	Mgmt			
4	SP 1: Disclose the Corporation's Scope 1-3 Financed Emissions Annually	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this shareholder proposal is warranted, as shareholders would benefit from an annual corporate level financed emissions disclosure and plans to mitigate related risks.</i>				
5	SP 2: Approve Incentive Compensation for All Employees Based on ESG Targets	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this shareholder proposal is warranted at this time. The company argues that ESG objectives based on its ESG strategy are a specific category that form part of the Named Executive Officers' overall annual compensation-related objectives. Power Corporation is a holding company with no operations and a workforce of approximately 100 employees. In 2023, it engages with its employees regarding a wide array of ESG matters, including sustainability and community involvement; diversity, equity and inclusion; comprehensive benefits, including benefits to support health and well-being; and Indigenous reconciliation. Based on the company's ESG disclosure and compensation structure, employee interests appear to be sufficiently aligned with company performance. In addition, some employees may have limited influence over certain ESG metrics and performance due to the nature of their specific roles and responsibilities, making it difficult to link and track compensation with ESG metrics for all employees. In light of the above, the proponent's request appears to be overly prescriptive and unnecessary. As such, a vote AGAINST this shareholder proposal is warranted at this time.</i>				
6	SP 3: Hold Annual Meetings of the Company in Person with Virtual Meetings as Complements	SH	Against	For	For
	<i>Voting Policy Rationale: Vote FOR this shareholder proposal. After four years of holding its annual meeting virtually, the company will be holding its 2024 annual shareholder meeting in person. However, in its response, the board insists that the company must maintain flexibility in its ability to determine the format for the annual shareholder meeting, including the ability to hold future annual shareholder meetings in virtual or hybrid formats. Compelling investor feedback indicates that a significant majority of shareholders want to retain the ability to attend shareholder meetings in person, even if in a given year they elect to participate only virtually. While shareholders agree with the purported benefits of virtual meetings as highlighted by the board, they believe these benefits should be combined with the option to participate in person, as such "hybrid" meetings would mitigate corporate governance concerns related to virtual-only meetings, while also maximizing attendance and participation. In the absence of any other extenuating circumstances preventing the company from holding an in-person meeting, a vote FOR the proponent's request is warranted at this time.</i>				
7	SP 4: Disclose Language Fluency of Executives	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this shareholder proposal is warranted at this time. The company complies with language laws and regulations applicable in Quebec. All Power Corporation shareholder materials are made available in French and English, including materials prepared for the annual meetings of shareholders. The company's President and CEO, Chairman, and Deputy Chairman are all bilingual. Considering the above and the fact that company is already complying with all laws and regulations applicable to doing business in Quebec, the request of the proponent pertaining to disclosing the languages mastered by the executives in the skills and expertise matrix of the circular appears to be overly prescriptive.</i>				
8	SP 5: Advisory Vote on Environmental Policies	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Additional information on the company's plans to reduce its GHG emissions would allow investors to better understand how the company is managing its climate change related risks and it would allow shareholders to express their opinions on the climate risk management practices of the company.</i>				

Tractor Supply Company

Meeting Date: 05/09/2024Country: USATicker: TSCO

Record Date: 03/15/2024Meeting Type: Annual

Primary Security ID: 892356106

					Shares Voted: 3,448
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Joy Brown	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominee is warranted.				
1.2	Elect Director Ricardo Cardenas	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominee is warranted.				
1.3	Elect Director Meg Ham	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominee is warranted.				
1.4	Elect Director Andre Havaux	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominee is warranted.				
1.5	Elect Director Denise L. Jackson	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominee is warranted.				
1.6	Elect Director Ramkumar Krishnan	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominee is warranted.				
1.7	Elect Director Edna K. Morris	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominee is warranted.				
1.8	Elect Director Mark J. Welkel	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominee is warranted.				
1.9	Elect Director Harry A. Layton, III	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominee is warranted.				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted. Some concerns persist with the lack of forward-looking goal disclosure for a portion of the PSUs. However, annual incentives were primarily based on pre-set financial objectives and FY23 LTI awards were at least half performance based. Additionally, the proxy retroactively discloses goals and achievements for closing-cycle equity awards.				

Verizon Communications Inc.

Meeting Date: 05/09/2024Country: USATicker: VZ

Record Date: 03/11/2024Meeting Type: Annual

Primary Security ID: 92343V104

Verizon Communications Inc.

Shares Voted: 21,741

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Shellye Archambeau	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all director nominees is warranted.</i>				
1.2	Elect Director Roxanne Austin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all director nominees is warranted.</i>				
1.3	Elect Director Mark Bertolini	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all director nominees is warranted.</i>				
1.4	Elect Director Vittorio Colao	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all director nominees is warranted.</i>				
1.5	Elect Director Laxman Narasimhan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all director nominees is warranted.</i>				
1.6	Elect Director Clarence Otis, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all director nominees is warranted.</i>				
1.7	Elect Director Daniel Schulman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all director nominees is warranted.</i>				
1.8	Elect Director Rodney Slater	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all director nominees is warranted.</i>				
1.9	Elect Director Carol Tome	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all director nominees is warranted.</i>				
1.10	Elect Director Hans Vestberg	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as pay and performance are reasonably aligned. Although there are some concerns regarding perquisites and non-robust goal disclosure, annual and long-term incentives are primarily performance-based, and equity awards utilize multi-year performance periods.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.</i>				
4	Commission Third Party Study on Impact of Prohibiting Direct and Indirect Political Contributions to Candidates	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because the company provides some disclosure on its political expenditures and adopting a policy to prohibit political expenditures could put the company at a competitive disadvantage.</i>				
5	Report on Lobbying Payments and Policy	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, as greater disclosure would allow shareholders to better evaluate the risks and benefits associated with the company's participation in the public policy process.</i>				
6	Amend Clawback Policy	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as the company's current clawback policy does not provide for the disclosure of the amounts and circumstances surrounding any recoupments. Such disclosure would benefit shareholders.</i>				

Verizon Communications Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Require Independent Board Chair	SH	Against	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted given the importance of having an independent board chair.					
8	Report on Risks Related to Discrimination Against Individuals Including Religious/Political Views	SH	Against	Against	Against
Voting Policy Rationale: A vote AGAINST this resolution is warranted, as the company appears to provide sufficient disclosures regarding its content guidelines and terms and conditions of use.					
9	Report on Lead-Sheathed Cables	SH	Against	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted as shareholders would benefit from the increased disclosure on the company's efforts in relation to the use of lead-sheathed cables and how the company is managing possible environmental and public health related risks.					
10	Report on Congruency of Political Spending with Company Values and Priorities	SH	Against	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted, as a report on the congruence of the company's political expenditures with its stated values would enable shareholders to have a more comprehensive understanding of how the company oversees and manages risks related to its political spending.					

WH Group Limited

Meeting Date: 05/09/2024Country: Cayman IslandsTicker: 288

Record Date: 05/03/2024Meeting Type: Annual

Primary Security ID: G96007102

Shares Voted: 273,533

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR this resolution is warranted.					
2a	Elect Wan Long as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.					
2b	Elect Charles Shane Smith as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.					
2c	Elect Jiao Shuge as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.					
3	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For	For
Voting Policy Rationale: Director fees at Hong Kong-listed companies are usually reasonable. In the absence of known concerns over director remuneration at the company, a vote FOR this proposal is warranted.					

WH Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Ernst & Young as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.					
5	Approve Final Dividend	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine dividend proposal.					
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed share repurchase.					
7	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against	Against
Voting Policy Rationale: A vote AGAINST the general share issuance mandate in Item 7 is warranted given that the company has not specified the discount limit for issuance for cash and non-cash consideration. A vote AGAINST the share reissuance request in Item 8 is warranted given that the reissuance of repurchase share would cause the aggregate share issuance limit to exceed 10 percent for cash and non-cash consideration and the discount limit has not been specified.					
8	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against	Against
Voting Policy Rationale: A vote AGAINST the general share issuance mandate in Item 7 is warranted given that the company has not specified the discount limit for issuance for cash and non-cash consideration. A vote AGAINST the share reissuance request in Item 8 is warranted given that the reissuance of repurchase share would cause the aggregate share issuance limit to exceed 10 percent for cash and non-cash consideration and the discount limit has not been specified.					
9	Amend Existing Second Amended and Restated Memorandum and Articles of Association and Adopt Third Amended and Restated Memorandum and Articles of Association	Mgmt	For	For	For
Voting Policy Rationale: Given that the amendments are mainly proposed to reflect changes in the relevant laws and regulations and that overall, the amendments would enhance shareholders' rights, a vote FOR this proposal is warranted.					

Masco Corporation

Meeting Date: 05/10/2024Country: USATicker: MAS

Record Date: 03/15/2024Meeting Type: Annual

Primary Security ID: 574599106

Shares Voted: 39,317

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Mark R. Alexander	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1b	Elect Director Mario A. Fülkes	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1c	Elect Director John C. Plant	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					

Masco Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted. Despite STI goal rigor concerns and the lack of forward-looking disclosure of LTI goals, the short-term incentive was primarily based on financial metrics, and the long-term incentive was half performance-based with a multi-year measurement period.				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.				
4	Approve Omnibus Stock Plan	Mgmt	For	For	For
	Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.				
5	Adopt Simple Majority Vote	SH	None	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted given that elimination of the supermajority vote requirement would enhance shareholder rights.				

BNP Paribas SA

Meeting Date: 05/14/2024Country: FranceTicker: BNP

Record Date: 05/10/2024Meeting Type: Annual/Special

Primary Security ID: F1058Q238

Shares Voted: 6,030

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Ordinary Business	Mgmt			
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For	For
	Voting Policy Rationale: Votes FOR these proposals are warranted due to the unqualified auditors' opinion and lack of concerns.				
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
	Voting Policy Rationale: Votes FOR these proposals are warranted due to the unqualified auditors' opinion and lack of concerns.				
3	Approve Allocation of Income and Dividends of EUR 4.60 per Share	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this income allocation proposal is warranted because the proposed payout ratio is adequate without being excessive.				
4	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted because the information disclosed in the auditors' special report does not raise any concerns.				
5	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	Voting Policy Rationale: Such share buyback programs merit a vote FOR.				
6	Renew Appointment of Deloitte & Associes as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.				

BNP Paribas SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Appoint Ernst & Young et Autres as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
8	Reelect Christian Noyer as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the (re)elections of these independent nominees are warranted in the absence of specific concerns (Items 8 to 10). Votes FOR the reelection of Juliette Brisac as representative of the employee shareholders is warranted (item 11). Therefore, votes AGAINST items A-C are warranted.</i>				
9	Ratify Appointment of Marie-Christine Lombard as Director; Reelect Marie-Christine Lombard as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the (re)elections of these independent nominees are warranted in the absence of specific concerns (Items 8 to 10). Votes FOR the reelection of Juliette Brisac as representative of the employee shareholders is warranted (item 11). Therefore, votes AGAINST items A-C are warranted.</i>				
10	Elect Annemarie Straathof as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the (re)elections of these independent nominees are warranted in the absence of specific concerns (Items 8 to 10). Votes FOR the reelection of Juliette Brisac as representative of the employee shareholders is warranted (item 11). Therefore, votes AGAINST items A-C are warranted.</i>				
11	Reelect Juliette Brisac as Representative of Employee Shareholders to the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the (re)elections of these independent nominees are warranted in the absence of specific concerns (Items 8 to 10). Votes FOR the reelection of Juliette Brisac as representative of the employee shareholders is warranted (item 11). Therefore, votes AGAINST items A-C are warranted.</i>				
	Proposals Submitted by Employees of BNP Paribas SA	Mgmt			
A	Elect Isabelle Coron as Representative of Employee Shareholders to the Board	SH	Against	Against	Against
	<i>Voting Policy Rationale: Votes FOR the (re)elections of these independent nominees are warranted in the absence of specific concerns (Items 8 to 10). Votes FOR the reelection of Juliette Brisac as representative of the employee shareholders is warranted (item 11). Therefore, votes AGAINST items A-C are warranted.</i>				
B	Elect Thierry Schwob as Representative of Employee Shareholders to the Board	SH	Against	Against	Against
	<i>Voting Policy Rationale: Votes FOR the (re)elections of these independent nominees are warranted in the absence of specific concerns (Items 8 to 10). Votes FOR the reelection of Juliette Brisac as representative of the employee shareholders is warranted (item 11). Therefore, votes AGAINST items A-C are warranted.</i>				
C	Elect Frederic Mayrand as Representative of Employee Shareholders to the Board	SH	Against	Against	Against
	<i>Voting Policy Rationale: Votes FOR the (re)elections of these independent nominees are warranted in the absence of specific concerns (Items 8 to 10). Votes FOR the reelection of Juliette Brisac as representative of the employee shareholders is warranted (item 11). Therefore, votes AGAINST items A-C are warranted.</i>				
12	Approve Remuneration Policy of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted although the following concern is raised: * The level of disclosure of the repartition of board fees is limited.</i>				
13	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>				

BNP Paribas SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
14	Approve Remuneration Policy of CEO	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR these remuneration policies are warranted although the following concerns are raised: * The policy includes a significant increase of the Vice-CEOs' base salaries with a rationale that would have deserved to be more developed. * The elasticity of the bonus payouts in case of deteriorating performance could be limited. * Granted LTIPs would not be prorated in case of retirement before the end of the vesting period. The main reason for support is: * There are no other concerns.</i></p>				
15	Approve Remuneration Policy of Vice-CEOs	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR these remuneration policies are warranted although the following concerns are raised: * The policy includes a significant increase of the Vice-CEOs' base salaries with a rationale that would have deserved to be more developed. * The elasticity of the bonus payouts in case of deteriorating performance could be limited. * Granted LTIPs would not be prorated in case of retirement before the end of the vesting period. The main reason for support is: * There are no other concerns.</i></p>				
16	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this remuneration report is warranted, although the following concerns are raised: * There is a lack of responsiveness following shareholders' dissent at the previous AGM. The main reason for support is: * There are no other concerns.</i></p>				
17	Approve Compensation of Jean Lemierre, Chairman of the Board	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i></p>				
18	Approve Compensation of Jean-Laurent Bonnafé, CEO	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR These remuneration reports are warranted although the following concerns are raised: * The financial performance conditions attached to the bonus are deemed to lack elasticity for performance under targets; and * The level of achievement of qualitative criteria attached to the bonus is unclear. The main reason for support is: * There are no other concerns.</i></p>				
19	Approve Compensation of Yann Gerardin, Vice-CEO	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR These remuneration reports are warranted although the following concerns are raised: * The financial performance conditions attached to the bonus are deemed to lack elasticity for performance under targets; and * The level of achievement of qualitative criteria attached to the bonus is unclear. The main reason for support is: * There are no other concerns.</i></p>				
20	Approve Compensation of Thierry Laborde, Vice-CEO	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR These remuneration reports are warranted although the following concerns are raised: * The financial performance conditions attached to the bonus are deemed to lack elasticity for performance under targets; and * The level of achievement of qualitative criteria attached to the bonus is unclear. The main reason for support is: * There are no other concerns.</i></p>				
21	Approve Remuneration of Directors in the Aggregate Amount of EUR 1,850,000	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this item is warranted but it is not without concern as: * The rationale for the proposed increase is limited. * The level of disclosure of the repartition of board fees is limited.</i></p>				
22	Approve the Overall Envelope of Compensation of Certain Senior Management, Responsible Officers and the Risk-takers	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i></p>				
23	Fix Maximum Variable Compensation Ratio for Executives and Risk Takers	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i></p>				
	Extraordinary Business	Mgmt			

BNP Paribas SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
24	<p>Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 915 Million</p> <p><i>Voting Policy Rationale: Votes FOR the authorizations under items 24-27 and 29 are warranted as they respect the recommended 50/10-percent recommended limit for issuances with and without preemptive rights. A vote FOR item 31 is warranted although the following concerns are raised: * The authorization does not respect the recommended guidelines regarding the total volume of issuance without preemptive rights, the discount against the market price and the use of the authorization during a takeover period. The main reasons for support are: * The triggering condition is unlikely to be met and therefore this authorization represents a formality; and * Meeting the triggering condition would most likely mitigate the effect of the proposed discount.</i></p>	Mgmt	For	For	For
25	<p>Authorize Capital Increase of Up to EUR 225 Million for Future Exchange Offers</p> <p><i>Voting Policy Rationale: Votes FOR the authorizations under items 24-27 and 29 are warranted as they respect the recommended 50/10-percent recommended limit for issuances with and without preemptive rights. A vote FOR item 31 is warranted although the following concerns are raised: * The authorization does not respect the recommended guidelines regarding the total volume of issuance without preemptive rights, the discount against the market price and the use of the authorization during a takeover period. The main reasons for support are: * The triggering condition is unlikely to be met and therefore this authorization represents a formality; and * Meeting the triggering condition would most likely mitigate the effect of the proposed discount.</i></p>	Mgmt	For	For	For
26	<p>Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind</p> <p><i>Voting Policy Rationale: Votes FOR the authorizations under items 24-27 and 29 are warranted as they respect the recommended 50/10-percent recommended limit for issuances with and without preemptive rights. A vote FOR item 31 is warranted although the following concerns are raised: * The authorization does not respect the recommended guidelines regarding the total volume of issuance without preemptive rights, the discount against the market price and the use of the authorization during a takeover period. The main reasons for support are: * The triggering condition is unlikely to be met and therefore this authorization represents a formality; and * Meeting the triggering condition would most likely mitigate the effect of the proposed discount.</i></p>	Mgmt	For	For	For
27	<p>Set Total Limit for Capital Increase to Result from Issuance Requests Under Items 25 and 26 at EUR 225 Million</p> <p><i>Voting Policy Rationale: Votes FOR the authorizations under items 24-27 and 29 are warranted as they respect the recommended 50/10-percent recommended limit for issuances with and without preemptive rights. A vote FOR item 31 is warranted although the following concerns are raised: * The authorization does not respect the recommended guidelines regarding the total volume of issuance without preemptive rights, the discount against the market price and the use of the authorization during a takeover period. The main reasons for support are: * The triggering condition is unlikely to be met and therefore this authorization represents a formality; and * Meeting the triggering condition would most likely mitigate the effect of the proposed discount.</i></p>	Mgmt	For	For	For
28	<p>Authorize Capitalization of Reserves of Up to EUR 915 Million for Bonus Issue or Increase in Par Value</p> <p><i>Voting Policy Rationale: A vote FOR is warranted since this potential transfer of wealth is in shareholders' interests.</i></p>	Mgmt	For	For	For
29	<p>Set Total Limit for Capital Increase to Result from Issuance Requests Under Items 24 to 26 at EUR 915 Million</p> <p><i>Voting Policy Rationale: Votes FOR the authorizations under items 24-27 and 29 are warranted as they respect the recommended 50/10-percent recommended limit for issuances with and without preemptive rights. A vote FOR item 31 is warranted although the following concerns are raised: * The authorization does not respect the recommended guidelines regarding the total volume of issuance without preemptive rights, the discount against the market price and the use of the authorization during a takeover period. The main reasons for support are: * The triggering condition is unlikely to be met and therefore this authorization represents a formality; and * Meeting the triggering condition would most likely mitigate the effect of the proposed discount.</i></p>	Mgmt	For	For	For
30	<p>Authorize Capital Issuances for Use in Employee Stock Purchase Plans</p> <p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as it does not raise concerns.</i></p>	Mgmt	For	For	For

BNP Paribas SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
31	Approve Issuance of Super-Subordinated Contingent Convertible Bonds without Preemptive Rights for Private Placements, up to 10 Percent of Issued Capital <i>Voting Policy Rationale: Votes FOR the authorizations under items 24-27 and 29 are warranted as they respect the recommended 50/10-percent recommended limit for issuances with and without preemptive rights. A vote FOR item 31 is warranted although the following concerns are raised: * The authorization does not respect the recommended guidelines regarding the total volume of issuance without preemptive rights, the discount against the market price and the use of the authorization during a takeover period. The main reasons for support are: * The triggering condition is unlikely to be met and therefore this authorization represents a formality; and * Meeting the triggering condition would most likely mitigate the effect of the proposed discount.</i>	Mgmt	For	For	For
32	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares <i>Voting Policy Rationale: A vote FOR this item is warranted as such share capital reductions are favorable to shareholders.</i>	Mgmt	For	For	For
33	Authorize Filing of Required Documents/Other Formalities <i>Voting Policy Rationale: A vote FOR this routine item is warranted.</i>	Mgmt	For	For	For

Equinor ASA

Meeting Date: 05/14/2024

Record Date: 05/06/2024

Primary Security ID: R2R90P103

Country: Norway

Meeting Type: Annual

Ticker: EQNR

Shares Voted: 10,369

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting <i>Voting Policy Rationale: These are routine meeting formalities.</i>	Mgmt			
2	Registration of Attending Shareholders and Proxies <i>Voting Policy Rationale: These are routine meeting formalities.</i>	Mgmt			
3	Elect Chairman of Meeting <i>Voting Policy Rationale: These are routine meeting formalities.</i>	Mgmt	For	For	For
4	Approve Notice of Meeting and Agenda <i>Voting Policy Rationale: These are routine meeting formalities.</i>	Mgmt	For	For	For
5	Designate Inspector(s) of Minutes of Meeting <i>Voting Policy Rationale: These are routine meeting formalities.</i>	Mgmt	For	For	For
6	Accept Financial Statements and Statutory Reports; Approve Allocation of Income and Dividends of USD 0.35 Per Share, Approve Extraordinary Dividends of USD 0.35 Per Share <i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concern regarding the financial statements or the proposed allocation of income.</i>	Mgmt	For	For	For

Equinor ASA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Authorize Board to Distribute Dividends	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concern regarding the financial statements or the proposed allocation of income.</i>				
	Shareholder Proposals Submitted by Roald Skjoldheim	Mgmt			
8	Eliminate Management Bonuses, Pensions and Severance Pay; Ban Use of Fiberglass Rotor Blades in New Wind Farms, Commit to Buy into Existing Hydropower Projects and Conduct Research on Other Energy Sources	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted as support is not considered to be in the best interest of the company or its shareholders.</i>				
	Shareholder Proposals Submitted by Ivar Saetre	Mgmt			
9	Approve Divestment from All International Operations	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted as support for this proposal is not considered to be in the best interest of the company or its shareholders.</i>				
	Shareholder Proposals Submitted by Gro Nylander and Guttorm Grundt	Mgmt			
10	Resignation of Board of Directors for a New Board of Directors with Better Sustainability Expertise and Higher Ambitions	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, as the proposal to ask the entire board to resign is not founded on reasonable grounds.</i>				
	Shareholder Proposals Submitted by Gro Nylander	Mgmt			
11	Adopt Future Strategy taking into Consideration the Suffering and Death Caused by Global Warming; Strengthen and Implement the Energy Transition Plan	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, the company's climate transition strategy already considers and/or is aligned with international frameworks, including the Paris agreement.</i>				
	Shareholder Proposals Submitted by Bente Marie Bakke	Mgmt			
12	Make Arrangements to Become a Leading Producer of Renewable Energy, Stop Plans for Electrification of Melkoya and Present a Plan Enabling Norway to Become Net-Zero By 2050	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this item is warranted, as the proposal, which seeks to micromanage the company, is deemed overly prescriptive.</i>				
	Shareholder Proposals Submitted by Even Bakke	Mgmt			

Equinor ASA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
13	Work Towards Dismantling the Corporate Assembly, Strengthen the Board, Change the Articles of Association regarding the Nomination Committee and that the Renewable Energy Business Become an Autonomous Entity <i>Voting Policy Rationale: A vote AGAINST this proposal is warranted since the proposal when viewed as a whole is not considered to be in the best interest of shareholders.</i>	SH	Against	Against	Against
	Shareholder Proposals Submitted by Greenpeace and WWF	Mgmt			
14	Nominate Candidates for Future Board Appointments with Good Competency on the Energy Transition and Sustainability <i>Voting Policy Rationale: A vote FOR this proposal is warranted as director nominees with expertise with energy transition and sustainability would enhance the board's related oversight capacity, and the company operates in an industry that is highly exposed to climate-related risk.</i>	SH	Against	For	For
	Shareholder Proposals Submitted by Sarasin & Partners LLP, Kapitalforeningen Sampension Invest, West Yorkshire Pension Fund and Achmea Investment Management	Mgmt			
15	Update the Company Strategy and Capital Expenditure Plan According to the Commitment to the Goals of the Paris Agreement <i>Voting Policy Rationale: A vote FOR this proposal is warranted as the proposal aims to bring further strengthen the energy transition plan that the company currently discloses, especially in clarifying the company's plans for additional fossil fuel exploration.</i>	SH	Against	For	For
	Management Proposals	Mgmt			
16	Approve Company's Corporate Governance Statement <i>Voting Policy Rationale: A vote FOR this item is warranted, as the corporate governance report provides a good insight into the company's governance philosophy.</i>	Mgmt	For	For	For
17	Approve Remuneration Statement <i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration report is well described and does not contravene good European executive remuneration practice.</i>	Mgmt	For	For	For
18	Approve Remuneration of Auditors <i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>	Mgmt	For	For	For
	Elect All Members to the Corporate Assembly under Item 19, or Vote on Each Candidate Individually under Items 19.1-19.16	Mgmt			
19	Elect Members and Deputy Members of Corporate Assembly (Joint Proposal) <i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concern regarding the composition of the board or its committees.</i>	Mgmt	For	For	For
19.1	Elect Nils Morten Huseby (Chair) as Member of Corporate Assembly <i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concern regarding the composition of the board or its committees.</i>	Mgmt	For	For	For

Equinor ASA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
19.2	Reelect Nils Bastiansen (Deputy Chair) as Member of Corporate Assembly	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				
19.3	Reelect Finn Kinserdal as Member of Corporate Assembly	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				
19.4	Reelect Kari Skeidsvoll Moe as Member of Corporate Assembly	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				
19.5	Reelect Kjerstin Rasnussen Braathen as Member of Corporate Assembly	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				
19.6	Reelect Kjerstin Fyllingen as Member of Corporate Assembly	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				
19.7	Reelect Mari Rege as Member of Corporate Assembly	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				
19.8	Reelect Trond Straume as Member of Corporate Assembly	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				
19.9	Reelect Martin Wien Fjell as Member of Corporate Assembly	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				
19.10	Reelect Merete Hverven as Member of Corporate Assembly	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				
19.11	Reelect Helge Aasen as Member of Corporate Assembly	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				
19.12	Reelect Liv B. Ulriksen as Member of Corporate Assembly	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				
19.13	Reelect Per Axel Koch as Deputy Member of Corporate Assembly	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				

Equinor ASA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
19.14	Reelect Cathrine Kristiseter Marti as Deputy Member of Corporate Assembly <i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concern regarding the composition of the board or its committees.</i>	Mgmt	For	For	For
19.15	Elect Bjorn Tore Markussen as Deputy Member of Corporate Assembly <i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concern regarding the composition of the board or its committees.</i>	Mgmt	For	For	For
19.16	Elect Elisabeth Marak Stole as Deputy Member of Corporate Assembly <i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concern regarding the composition of the board or its committees.</i>	Mgmt	For	For	For
20	Approve Remuneration of Directors in the Amount of NOK 151,200 for Chairman, NOK 79,750 for Deputy Chairman and NOK 56,000 for Other Directors; Approve Remuneration for Deputy Directors <i>Voting Policy Rationale: A vote FOR this remuneration proposal is warranted because of a lack of concern regarding the proposed fees.</i>	Mgmt	For	For	For
	Elect All Members to the Nominating Committee under item 21, or Vote on Each Candidate Individually under items 21.1-21.4	Mgmt			
21	Elect Members of Nominating Committee (Joint Proposal) <i>Voting Policy Rationale: A vote FOR these items is warranted, because of a lack of controversy regarding the nominating committee.</i>	Mgmt	For	For	For
21.1	Elect Nils Morten Huseby (Chair) as Member of Nominating Committee <i>Voting Policy Rationale: A vote FOR these items is warranted, because of a lack of controversy regarding the nominating committee.</i>	Mgmt	For	For	For
21.2	Reelect Berit L. Henriksen as Member of Nominating Committee <i>Voting Policy Rationale: A vote FOR these items is warranted, because of a lack of controversy regarding the nominating committee.</i>	Mgmt	For	For	For
21.3	Reelect Merete Hverven as Member of Nominating Committee <i>Voting Policy Rationale: A vote FOR these items is warranted, because of a lack of controversy regarding the nominating committee.</i>	Mgmt	For	For	For
21.4	Reelect Jan Tore Fosund as Member of Nominating Committee <i>Voting Policy Rationale: A vote FOR these items is warranted, because of a lack of controversy regarding the nominating committee.</i>	Mgmt	For	For	For
22	Approve Remuneration of Nominating Committee <i>Voting Policy Rationale: A vote FOR this remuneration proposal is warranted because of a lack of concern regarding the proposed fees.</i>	Mgmt	For	For	For

Equinor ASA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
23	Authorize Share Repurchase Program in Connection With Employee Remuneration Programs <i>Voting Policy Rationale: A vote FOR is warranted as the proposed decision would fund an equity remuneration plan that does not raise concerns.</i>	Mgmt	For	For	For
24	Approve NOK 525.8 Million Reduction in Share Capital via Share Cancellation and Redemption of Shares Belonging to the Norwegian State <i>Voting Policy Rationale: A vote FOR this item is warranted as the cancellation of shares may improve the efficiency of the balance sheet, which may also enhance returns over the long-term. Additionally, the redemption of shares held by the Norwegian State does not raise concerns as the company has provided a compelling rationale and the redemption terms do not raise concerns.</i>	Mgmt	For	For	For
25	Authorize Share Repurchase Program and Cancellation of Repurchased Shares <i>Voting Policy Rationale: A vote FOR this proposal to repurchase company shares is warranted, as the proposal includes acceptable holding, volume, and duration limits.</i>	Mgmt	For	For	For

Skyworks Solutions, Inc.

Meeting Date: 05/14/2024Country: USATicker: SWKS

Record Date: 03/20/2024Meeting Type: Annual

Primary Security ID: 83088M102

Shares Voted: 3,062

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Alan S. Batey <i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>	Mgmt	For	For	For
1b	Elect Director Kevin L. Beebe <i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>	Mgmt	For	For	For
1c	Elect Director Liam K. Griffin <i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>	Mgmt	For	For	For
1d	Elect Director Eric J. Guerin <i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>	Mgmt	For	For	For
1e	Elect Director Christine King <i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>	Mgmt	For	For	For
1f	Elect Director Suzanne E. McBride <i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>	Mgmt	For	For	For
1g	Elect Director David P. McGlade <i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>	Mgmt	For	For	For
1h	Elect Director Robert A. Schriesheim <i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>	Mgmt	For	For	For

Skyworks Solutions, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1i	Elect Director Maryann Turcke	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposal is warranted. Some concerns are noted regarding target setting in the STI, as targets were set below actual performance levels in the prior year without a corresponding reduction in target payout opportunity. There are also concerns regarding the relative TSR metric in the LTI program, as the metric lacks a vesting cap should absolute TSR be negative over the three-year performance period; relative TSR also has a relatively high maximum vesting opportunity. However, these concerns are mitigated for the year in review, as the annual bonus program was entirely based on pre-set financial metrics, paying out below target, which was in line with recent company performance. Additionally, a majority of the annual equity grant was in performance-conditioned equity, with a significant portion of that utilizing a multi-year performance period. Finally, the award utilizes rigorous relative goals, with above-median performance required in order for the award to vest at target.</i>				
4	Eliminate Supermajority Vote Requirement to Approve Mergers, Consolidations or Dispositions of Substantial Assets	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted given that the reduction in the supermajority vote requirements would enhance shareholder rights.</i>				
5	Eliminate Supermajority Vote Requirement to Approve Certain Business Combinations	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted given that the reduction in the supermajority vote requirements would enhance shareholder rights.</i>				
6	Eliminate Supermajority Vote Requirement to Amend Charter Provisions Governing Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted given that the reduction in the supermajority vote requirements would enhance shareholder rights.</i>				
7	Eliminate Supermajority Vote Requirement to Amend Charter Provision Governing Action by Stockholders	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted given that the reduction in the supermajority vote requirements would enhance shareholder rights.</i>				
8	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
9	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the purchase price and number of shares reserved is reasonable, and the offer period is within the limits prescribed by Section 423 of the Internal Revenue Code.</i>				
10	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. The company has a policy that limits cash severance to a reasonable basis, absent shareholder approval, and no significant concerns are identified with respect to equity award treatment.</i>				

Skyworks Solutions, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
11	Adopt GHG Emissions Reduction Targets and Climate Transition Plan Aligned with the Paris Agreement Goal	SH	Against	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted, as setting science-based reduction targets and plans to achieve them would allow the company to better meet its customers' expectations. In addition, shareholders would benefit from increased transparency on the company's efforts to manage the risks and opportunities associated with climate change and the transition to a low-carbon economy.					

ageas SA/NV

Meeting Date: 05/15/2024Country: BelgiumTicker: AGS

Record Date: 05/01/2024Meeting Type: Annual/Special

Primary Security ID: B0148L138

					Shares Voted: 2,597
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Annual/Special Meeting Agenda	Mgmt			
	Open Meeting	Mgmt			
Voting Policy Rationale: No vote is required.					
2.1.1	Receive Directors' and Auditors' Reports (Non-Voting)	Mgmt			
Voting Policy Rationale: No vote is required.					
2.1.2	Receive Consolidated Financial Statements and Statutory Reports (Non-Voting)	Mgmt			
Voting Policy Rationale: This is a non-voting item.					
2.1.3	Approve Financial Statements and Allocation of Income	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this dividend proposal is warranted because the proposed payout ratio is adequate without being excessive.					
2.2.1	Information on the Dividend Policy	Mgmt			
Voting Policy Rationale: This is a non-voting item.					
2.2.2	Approve Dividends of EUR 3.25 Per Share	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this dividend proposal is warranted because the proposed payout ratio is adequate without being excessive.					
2.3.1	Approve Discharge of Directors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR is warranted in the absence of any information about significant and compelling controversies that the board is not fulfilling its fiduciary duties.					
2.3.2	Approve Discharge of Auditors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR is warranted in the absence of any information about significant and compelling controversies that the auditor is not fulfilling its duties.					
3.1	Approve Remuneration Report	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR is warranted because the remuneration report is in line with market best practice and the company provides clear disclosure on the performance framework and no further concerns are raised with the pay practices and quantum is not considered problematic.					

ageas SA/NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.2	Approve Remuneration Policy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the proposed remuneration policy is broadly in line with market practice, regarding both actual content and disclosure. However, this is not without concern regarding the below median LTI vesting for both the TSR and ESG rating metrics. We do note that the company increased the threshold vesting level from 25th percentile to 40th percentile.</i>				
3.3	Approve Modification on Remuneration of Certain Members of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted as there are no signs of excessiveness regarding the proposed board remuneration.</i>				
4.1	Elect Francoise Lefevre as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections 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 candidates</i>				
4.2	Elect Xavier de Walque as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections 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 candidates</i>				
4.3	Elect Christophe Vandeweghe as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections 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 candidates</i>				
4.4	Reelect Hans De Cuyper as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections 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 candidates</i>				
4.5	Reelect Yvonne Lang Ketterer as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections 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 candidates</i>				
5.1	Ratify PwC SRL, Permanently Represented by Kurt Cappoen, as Auditors and Approve Auditors' Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
5.2	Appoint PwC as Auditors for the Sustainability Reporting	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted as no concerns are noted regarding this proposal.</i>				
6.1.1	Receive Special Board Report Re: Authorized Capital	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
6.1.2	Renew Authorization to Increase Share Capital within the Framework of Authorized Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the potential increase without preemptive rights is not considered to be excessive (10 percent).</i>				

ageas SA/NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR is warranted because: * This proposal is in line with commonly used safeguards; * The authorization would allow ageas SA/NV to repurchase 10.00 percent of the outstanding share capital.					
8	Close Meeting	Mgmt			
Voting Policy Rationale: No vote is required.					

Bunge Global SA

Meeting Date: 05/15/2024Country: SwitzerlandTicker: BG

Record Date: 04/25/2024Meeting Type: Annual

Primary Security ID: H11356104

Shares Voted: 3,678

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this routine item is warranted.					
2	Approve Treatment of Net Loss	Mgmt	For	For	For
Voting Policy Rationale: Votes FOR these resolutions are warranted due to a lack of concerns.					
3	Approve Dividends of USD 2.72 per Share from Capital Contribution Reserves	Mgmt	For	For	For
Voting Policy Rationale: Votes FOR these resolutions are warranted due to a lack of concerns.					
4	Approve Discharge of Board and Senior Management	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this item is warranted, as there is no evidence that the board and senior management have not fulfilled their fiduciary duties.					
5a	Elect Director Eliane Aleixo Lustosa de Andrade	Mgmt	For	For	For
Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Carol Browner, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.					
5b	Elect Director Sheila Bair	Mgmt	For	For	For
Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Carol Browner, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.					
5c	Elect Director Carol Browner	Mgmt	For	Against	Against
Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Carol Browner, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.					
5d	Elect Director Gregory Heckman	Mgmt	For	For	For
Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Carol Browner, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.					

Bunge Global SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5e	Elect Director Bernardo Hees	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Carol Browner, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
5f	Elect Director Michael Kobori	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Carol Browner, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
5g	Elect Director Monica McGurk	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Carol Browner, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
5h	Elect Director Kenneth Simril	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Carol Browner, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
5i	Elect Director Henry "Jay" Winship	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Carol Browner, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
5j	Elect Director Mark Zenuk	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Carol Browner, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
5k	Elect Director Adrian Isman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Carol Browner, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
5l	Elect Director Anne Jensen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Carol Browner, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
5m	Elect Director Christopher Mahoney	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Carol Browner, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
5n	Elect Director Markus Walt	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Carol Browner, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
6a	Reelect Mark Zenuk as Board Chairman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the election of Mark Zenuk as board chair is warranted given that the roles of chair and CEO are separated and there are no governance concerns at this time.</i>				
7a	Reelect Bernardo Hees as Member of the Human Resources and Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the election of Bernardo Hees, Kenneth Simril, and Henry "Jay" Winship to the Human Resources and Compensation Committee are warranted.</i>				

Bunge Global SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7b	Reelect Kenneth Simril as Member of the Human Resources and Compensation Committee	Mgmt	For	For	For
	Voting Policy Rationale: Votes FOR the election of Bernardo Hees, Kenneth Simril, and Henry "Jay" Winship to the Human Resources and Compensation Committee are warranted.				
7c	Reelect Henry "Jay" Winship as Member of the Human Resources and Compensation Committee	Mgmt	For	For	For
	Voting Policy Rationale: Votes FOR the election of Bernardo Hees, Kenneth Simril, and Henry "Jay" Winship to the Human Resources and Compensation Committee are warranted.				
8	Approve Omnibus Stock Plan	Mgmt	For	For	For
	Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.				
9	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted as pay and company performance are reasonably aligned at this time. A majority of annual and long-term incentives are based on objective financial measures.				
10a	Approve Remuneration of Directors in the Amount of USD 5.1 million	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted because the requested amount is broadly in line with market practice.				
10b	Approve Remuneration of Executive Committee in the Amount of USD 37.5 million for Fiscal Year 2025	Mgmt	For	For	For
	Voting Policy Rationale: As the company is classified as a US domestic issuer, and given that the focus of this proposal is on top executive pay, the recommendation for this proposal is aligned to the US say-on-pay analysis. Accordingly, a vote FOR this proposal is warranted.				
10c	Approve Remuneration Report	Mgmt	For	For	For
	Voting Policy Rationale: As the company is reporting as a U.S. domestic issuer and given that the focus of this proposal is on top executive pay, the recommendation for this proposal is aligned with the U.S. say-on pay analysis. Accordingly, a vote FOR is warranted.				
11	Approve Non-Financial Report	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the approval of the company's non-financial report is warranted. Nevertheless, support is qualified considering the lack of external assurance that would confirm the validity of the information.				
12	Designate Wuersch & Gering LLP as Independent Proxy	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.				
13	Appoint Deloitte & Touche LLP as Auditor and Reelect Deloitte SA as Swiss Statutory Auditor	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.				
A	Other Business	Mgmt	For	Against	Against
	Voting Policy 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.				

Daimler Truck Holding AG

Meeting Date: 05/15/2024Country: GermanyTicker: DTG

Record Date: 05/08/2024Meeting Type: Annual

Primary Security ID: D1T3RZ100

Daimler Truck Holding AG

Shares Voted: 18,543

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting) <i>Voting Policy Rationale: This is a non-voting item.</i>	Mgmt			
2	Approve Allocation of Income and Dividends of EUR 1.90 per Share <i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>	Mgmt	For	For	For
3.1	Approve Discharge of Management Board Member Martin Daum for Fiscal Year 2023 <i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
3.2	Approve Discharge of Management Board Member Jochen Goetz (until Aug. 5, 2023) for Fiscal Year 2023 <i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
3.3	Approve Discharge of Management Board Member Karl Deppen for Fiscal Year 2023 <i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
3.4	Approve Discharge of Management Board Member Andreas Gorbach for Fiscal Year 2023 <i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
3.5	Approve Discharge of Management Board Member Juergen Hartwig for Fiscal Year 2023 <i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
3.6	Approve Discharge of Management Board Member John O'Leary for Fiscal Year 2023 <i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
3.7	Approve Discharge of Management Board Member Karin Radstrom for Fiscal Year 2023 <i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
3.8	Approve Discharge of Management Board Member Stephan Unger for Fiscal Year 2023 <i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For

Daimler Truck Holding AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.1	Approve Discharge of Supervisory Board Member Joe Kaeser for Fiscal Year 2023 <i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
4.2	Approve Discharge of Supervisory Board Member Michael Brecht for Fiscal Year 2023 <i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
4.3	Approve Discharge of Supervisory Board Member Michael Brosnan for Fiscal Year 2023 <i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
4.4	Approve Discharge of Supervisory Board Member Bruno Buschbacher for Fiscal Year 2023 <i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
4.5	Approve Discharge of Supervisory Board Member Raymond Curry (until Oct. 15, 2023) for Fiscal Year 2023 <i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
4.6	Approve Discharge of Supervisory Board Member Jacques Esculier for Fiscal Year 2023 <i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
4.7	Approve Discharge of Supervisory Board Member Akihiro Eto for Fiscal Year 2023 <i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
4.8	Approve Discharge of Supervisory Board Member Laura Ipsen for Fiscal Year 2023 <i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
4.9	Approve Discharge of Supervisory Board Member Renata Bruengger for Fiscal Year 2023 <i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
4.10	Approve Discharge of Supervisory Board Member Carmen Klitzsch-Mueller for Fiscal Year 2023 <i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For

Daimler Truck Holding AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.11	Approve Discharge of Supervisory Board Member Joerg Koehlinger for Fiscal Year 2023 <i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
4.12	Approve Discharge of Supervisory Board Member John Krafcik for Fiscal Year 2023 <i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
4.13	Approve Discharge of Supervisory Board Member Joerg Lorz for Fiscal Year 2023 <i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
4.14	Approve Discharge of Supervisory Board Member Andrea Reith for Fiscal Year 2023 <i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
4.15	Approve Discharge of Supervisory Board Member Martin Richenhagen for Fiscal Year 2023 <i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
4.16	Approve Discharge of Supervisory Board Member Andrea Seidel for Fiscal Year 2023 <i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
4.17	Approve Discharge of Supervisory Board Member Shintaro Suzuki (from Oct. 16, 2023) for Fiscal Year 2023 <i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
4.18	Approve Discharge of Supervisory Board Member Marie Wieck for Fiscal Year 2023 <i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
4.19	Approve Discharge of Supervisory Board Member Harald Wilhelm for Fiscal Year 2023 <i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
4.20	Approve Discharge of Supervisory Board Member Roman Zitzelsberger for Fiscal Year 2023 <i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For

Daimler Truck Holding AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.21	Approve Discharge of Supervisory Board Member Thomas Zwick for Fiscal Year 2023	Mgmt	For	For	For
	Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.				
5	Ratify KPMG AG as Auditors for Fiscal Year 2024 and for a Review of Interim Financial Statements until 2025 AGM	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.				
6	Approve Remuneration Report	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this resolution is warranted because the company's remuneration practices are broadly in line with, and even exceeds in many respects, best practice standards in Germany, and pay and performance appear reasonably aligned at this time. However, it is not without some concern: * Certain executives received fringe benefits that may be considered excessive, particularly in the absence of a detailed rationale.				
7	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the proposed share repurchase program is warranted because this is a standard request in Germany.				
8	Authorize Use of Financial Derivatives when Repurchasing Shares	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.				

Elevance Health, Inc.

Meeting Date: 05/15/2024Country: USATicker: ELV

Record Date: 03/18/2024Meeting Type: Annual

Primary Security ID: 036752103

					Shares Voted: 1,975
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Lewis Hay, III	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.2	Elect Director Antonio F. Neri	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.3	Elect Director Ramiro G. Peru	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted as CEO pay and performance are reasonably aligned for the year in review. Although a concern is noted about the lack of disclosure of forward-looking PSU targets under the LTIP, the majority of the CEO's pay remains based on objective financial performance metrics.				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.				

Elevance Health, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Adopt a Policy Requiring Third Party Groups to Report Their Political Expenditures	SH	Against	Against	Against
Voting Policy Rationale: A vote AGAINST this proposal is warranted, as it should be the ultimate decision of the Board to oversee and manage any potential risks related to the company's third-party memberships.					

SAP SE

Meeting Date: 05/15/2024Country: GermanyTicker: SAP

Record Date: 04/23/2024Meeting Type: Annual

Primary Security ID: D66992104

Shares Voted: 2,359

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt			
Voting Policy Rationale: This is a non-voting item.					
2	Approve Allocation of Income and Dividends of EUR 2.20 per Share	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.					
3	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For	For
Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, shareholders should note that on Jan. 10, 2024, SAP was charged for violations of the Foreign Corrupt Practices Act (FCPA), and ordered to pay USD 220 million total to US (and other) authorities to settle criminal and civil charges. Nevertheless, when taking into account SAP's extensive and timely remedial measures, self-reporting, and the fact that SAP received credit for its cooperation with the departments' investigations, and as no specific member of the company's current management or supervisory board has thus far been found guilty of misconduct or negligence, votes against the discharge are not considered warranted at this time.					
4	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For	For
Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, shareholders should note that on Jan. 10, 2024, SAP was charged for violations of the Foreign Corrupt Practices Act (FCPA), and ordered to pay USD 220 million total to US (and other) authorities to settle criminal and civil charges. Nevertheless, when taking into account SAP's extensive and timely remedial measures, self-reporting, and the fact that SAP received credit for its cooperation with the departments' investigations, and as no specific member of the company's current management or supervisory board has thus far been found guilty of misconduct or negligence, votes against the discharge are not considered warranted at this time.					
5	Ratify BDO AG as Auditors for Fiscal Year 2024 and as Auditors of Sustainability Reporting for Fiscal Year 2024	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.					
6	Approve Remuneration Report	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted, though it is not without some concern: * During the year, discretion was applied under both the STI and LTI plans without robust disclosure regarding the scope of adjustments and concern is further noted regarding the limited rationale provided for the exclusion of expenses related to compliance matters for both 2023 and 2024. The main reasons for support are: * The company's remuneration practices and disclosures are overall in line with market practice. * Pay and performance appear reasonably aligned at this time.					

SAP SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7.1	Elect Aicha Evans to the Supervisory Board <i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Friederike Rotsch and Aicha Evans is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>	Mgmt	For	Against	Against
7.2	Elect Gerhard Oswald to the Supervisory Board <i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Friederike Rotsch and Aicha Evans is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>	Mgmt	For	For	For
7.3	Elect Friederike Rotsch to the Supervisory Board <i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Friederike Rotsch and Aicha Evans is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>	Mgmt	For	Against	Against
7.4	Elect Ralf Herbrich to the Supervisory Board <i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Friederike Rotsch and Aicha Evans is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>	Mgmt	For	For	For
7.5	Elect Pekka Ala-Pietilae to the Supervisory Board <i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Friederike Rotsch and Aicha Evans is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>	Mgmt	For	For	For
8	Approve Remuneration Policy for the Supervisory Board <i>Voting Policy Rationale: A vote FOR the remuneration policy for supervisory board members is warranted because it is in line with market practice and no significant concerns are noted.</i>	Mgmt	For	For	For
9	Amend Articles Re: Proof of Entitlement <i>Voting Policy Rationale: A vote FOR the proposed article amendment is warranted because it reflects amendments in line with new German statutory requirements.</i>	Mgmt	For	For	For

State Street Corporation

Meeting Date: 05/15/2024Country: USATicker: STT

Record Date: 03/18/2024Meeting Type: Annual

Primary Security ID: 857477103

Shares Voted: 9,501

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Patrick de Saint-Aignan <i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>	Mgmt	For	For	For
1b	Elect Director Marie A. Chandoha <i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>	Mgmt	For	For	For
1c	Elect Director DonnaLee A. DeMaio <i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>	Mgmt	For	For	For
1d	Elect Director Amelia C. Fawcett <i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>	Mgmt	For	For	For

State Street Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director William C. Freda	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1f	Elect Director Sara Mathew	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1g	Elect Director William L. Meaney	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1h	Elect Director Ronald P. O'Hanley	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1i	Elect Director Sean P. O'Sullivan	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1j	Elect Director Julio A. Portalatin	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1k	Elect Director John B. Rhca	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1l	Elect Director Gregory L. Summe	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted, with caution. Some concerns continue to be raised surrounding the discretionary nature of award determinations and the absence of certain shareholder-friendly disclosures. However, these issues have not contributed to a quantitative pay-for-performance misalignment. Additionally, financial metrics were consistently assessed, the CEO's below-target incentive is directionally aligned with highlighted scorecard results, and long-term equity awards were majority-based on clearly-disclosed multi-year goals. A quantitative pay-for-performance misalignment going forward may be met with increased scrutiny of pay program structure, outcomes and disclosures.				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.				

Valero Energy Corporation

Meeting Date: 05/15/2024Country: USATicker: VLO

Record Date: 03/18/2024Meeting Type: Annual

Primary Security ID: 91913Y103

Shares Voted: 17,617

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Fred M. Diaz	Mgmt	For	For	Against
	Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Deborah Majoras, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.				

Valero Energy Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director H. Paulett Eberhart	Mgmt	For	For	Against
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Deborah Majoras, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Marie A. Ffolkes	Mgmt	For	For	Against
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Deborah Majoras, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Joseph W. Gorder	Mgmt	For	For	Against
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Deborah Majoras, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Kimberly S. Greene	Mgmt	For	For	Against
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Deborah Majoras, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Deborah P. Majoras	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Deborah Majoras, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Eric D. Mullins	Mgmt	For	For	Against
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Deborah Majoras, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Robert A. Profusek	Mgmt	For	For	Against
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Deborah Majoras, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director R. Lane Riggs	Mgmt	For	For	Against
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Deborah Majoras, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Randall J. Weisenburger	Mgmt	For	For	Against
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Deborah Majoras, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Rayford Wilkins, Jr.	Mgmt	For	For	Against
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Deborah Majoras, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Pay and performance are reasonably aligned. A majority of annual incentives and half of long-term incentives are based on pre-set objective targets. Beginning in 2023, relative TSR targets above the median and payouts will be capped at target if the absolute TSR is negative.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.</i>				

AT&T Inc.

Meeting Date: 05/16/2024Country: USATicker: T

Record Date: 03/18/2024Meeting Type: Annual

Primary Security ID: 00206R102

Shares Voted: 55,388

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Scott T. Ford	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.2	Elect Director Glenn H. Hutchins	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.3	Elect Director William E. Kennard	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.4	Elect Director Stephen J. Luczo	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.5	Elect Director Marissa A. Mayer	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.6	Elect Director Michael B. McCallister	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.7	Elect Director Beth E. Mooney	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.8	Elect Director Matthew K. Rose	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.9	Elect Director John T. Stankey	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.10	Elect Director Cynthia B. Taylor	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.11	Elect Director Luis A. Ubinas	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are aligned for the year in review. While concerns remain related to the CEO's relatively high salary and life insurance perquisite, annual and long-term incentives are primarily performance-conditioned based on financial metrics, and the LTI utilizes a multi-year performance period.				
4	Require Independent Board Chair	SH	Against	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted given the importance of having an independent board chair.				
5	Amend Clawback Policy	SH	Against	Against	Against
	Voting Policy Rationale: A vote AGAINST this proposal is warranted as the company's recoupment policies are relatively robust and address the concerns raised by the shareholder proposal.				

AT&T Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Report on Respecting Workforce Civil Liberties	SH	Against	Against	Against
Voting Policy Rationale: A vote AGAINST this resolution is warranted as AT&T appears to be taking appropriate measures to address the risk of discrimination against employees based on religion or political, social and/or environmental views.					

Lear Corporation

Meeting Date: 05/16/2024Country: USATicker: LEA

Record Date: 03/18/2024Meeting Type: Annual

Primary Security ID: 521865204

Shares Voted: 7,784

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Mei-Wei Cheng	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1b	Elect Director Jonathan F. Foster	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1c	Elect Director Bradley M. Halverson	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1d	Elect Director Mary Lou Jepsen	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1e	Elect Director Roger A. Krone	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1f	Elect Director Patricia L. Lewis	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1g	Elect Director Kathleen A. Ligoicki	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1h	Elect Director Conrad L. Mallett, Jr.	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1i	Elect Director Raymond E. Scott	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1j	Elect Director Greg C. Smith	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.					

Iberdrola SA

Meeting Date: 05/17/2024Country: SpainTicker: IBE

Record Date: 05/10/2024Meeting Type: Annual

Primary Security ID: E6165F166

Shares Voted: 27,766

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Consolidated and Standalone Financial Statements	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these items is warranted due to a lack of concern regarding the accounts presented or audit procedures used.				
2	Approve Consolidated and Standalone Management Reports	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these items is warranted due to a lack of concern regarding the accounts presented or audit procedures used.				
3	Approve Non-Financial Information Statement	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this item is warranted due to a lack of specific concern about the non-financial information reported by the company.				
4	Approve Discharge of Board	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this resolution is warranted as there is no evidence that the board or the management have not fulfilled their fiduciary duties during fiscal year under review.				
5	Renew Appointment of KPMG Auditor as Auditor	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.				
6	Amend Preamble and Articles	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these resolutions is warranted due to a lack of concerns about the proposed bylaw amendments.				
7	Amend Articles	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these resolutions is warranted due to a lack of concerns about the proposed bylaw amendments.				
8	Amend Articles of General Meeting Regulations	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these resolutions is warranted due to a lack of concerns about the proposed bylaw amendments.				
9	Approve Remuneration Policy	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this resolution is warranted, as the board has introduced some neutral to positive adjustments to the company's remuneration policy, including a reduction in STI opportunity; extension of holding period for LTI awards from three to four years; and application of malus and clawback policy to the STI scheme. The board has provided a compelling case for the increase in director fees that have not been changed since 2008. Nonetheless, the proposed increase is a cause for concern, considering that the company directors already were the highest paid in Spain and among the highest paid in Europe.				
10	Approve Engagement Dividend	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this resolution is warranted as no significant concerns have been identified.				
11	Approve Allocation of Income and Dividends	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this income allocation proposal is warranted because the proposed dividend is uncontroversial.				

Iberdrola SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12	Approve Scrip Dividends	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed scrip dividends have a cash option attached while it does not jeopardize the company's financial position.</i>				
13	Approve Scrip Dividends	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed scrip dividends have a cash option attached while it does not jeopardize the company's financial position.</i>				
14	Approve Reduction in Share Capital via Cancellation of Treasury Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposed capital reduction and ratification of share repurchase program is warranted in the absence of concerns over the terms of transactions and because it allows the company to mitigate the dilutive effect of scrip dividends on earning per share.</i>				
15	Advisory Vote on Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted due to a lack of material concerns about the company's pay practices in FY under review, although there is some misalignment between executive pay and shareholder return in comparison with peers.</i>				
16	Reelect Nicola Mary Brewer as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the reelection of NI-NED Iñigo Victor De Oriol Ibarra under Item 18 is warranted, as the board meets the 50 percent independence guideline applicable to Spain-incorporated, non-controlled companies. A vote FOR Items 16 and 17 is warranted due to a lack of concerns about the independent director nominees.</i>				
17	Reelect Regina Helena Jorge Nunes as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the reelection of NI-NED Iñigo Victor De Oriol Ibarra under Item 18 is warranted, as the board meets the 50 percent independence guideline applicable to Spain-incorporated, non-controlled companies. A vote FOR Items 16 and 17 is warranted due to a lack of concerns about the independent director nominees.</i>				
18	Reelect Iñigo Victor de Oriol Ibarra as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the reelection of NI-NED Iñigo Victor De Oriol Ibarra under Item 18 is warranted, as the board meets the 50 percent independence guideline applicable to Spain-incorporated, non-controlled companies. A vote FOR Items 16 and 17 is warranted due to a lack of concerns about the independent director nominees.</i>				
19	Fix Number of Directors at 14	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted as the proposed board size would remain within the 15-director limit as per local code or best practice.</i>				
20	Authorize Increase in Capital up to 50 Percent via Issuance of Equity or Equity-Linked Securities, Excluding Preemptive Rights of up to 10 Percent	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted, as the proposed issuance requests do not entail excessive dilution.</i>				
21	Authorize Issuance of Convertible Bonds, Debentures, Warrants, and Other Debt Securities up to EUR 5 Billion with Exclusion of Preemptive Rights up to 10 Percent of Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted, as the proposed issuance requests do not entail excessive dilution.</i>				
22	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this standard resolution is warranted as it provides the board with the means to carry out the agreements validly adopted by the general meeting.</i>				

Consolidated Edison, Inc.

Meeting Date: 05/20/2024Country: USATicker: ED

Record Date: 03/25/2024Meeting Type: Annual

Primary Security ID: 209115104

					Shares Voted: 5,057
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Timothy P. Cawley	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1b	Elect Director Ellen V. Futter	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1c	Elect Director John F. Killian	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1d	Elect Director Karol V. Mason	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1e	Elect Director Dwight A. McBride	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1f	Elect Director William J. Mulrow	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1g	Elect Director Armando J. Olivera	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1h	Elect Director Michael W. Ranger	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1i	Elect Director Linda S. Sanford	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1j	Elect Director Deirdre Stanley	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1k	Elect Director L. Frederick Sutherland	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1l	Elect Director Catherine Zoi	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. Moreover, annual and long-term incentives are both primarily based on pre-set, objective goals.				
4	Approve Nonqualified Employee Stock Purchase Plan	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted given that the plan is broad-based, provides for a reasonable employer contribution, and has reasonable limits on employee contributions.				

Coca-Cola HBC AG

Meeting Date: 05/21/2024

Country: Switzerland

Ticker: CCH

Record Date: 05/13/2024

Meeting Type: Annual

Primary Security ID: H1512E100

Shares Voted: 20,081

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports <i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>	Mgmt	For	For	For
2	Approve Consolidated Non-Financial Report Under Swiss Statutory Law <i>Voting Policy Rationale: A vote FOR is considered warranted. This is a routine item under Swiss law.</i>	Mgmt	For	For	For
3.1	Approve Allocation of Income <i>Voting Policy Rationale: A vote FOR this Item is warranted as no concerns have been identified.</i>	Mgmt	For	For	For
3.2	Approve Dividend from Reserves <i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>	Mgmt	For	For	For
4	Approve Discharge of Board and Executive Leadership Team <i>Voting Policy Rationale: A vote FOR the formal discharge of the Board and senior management are warranted, as there is no evidence that the board and senior management have not fulfilled their fiduciary duties.</i>	Mgmt	For	For	For
5.1.1	Re-elect Anastassis David as Director and as Board Chairman <i>Voting Policy Rationale: Item 5.1.1-5.1.6 A vote FOR this item is considered warranted, but is not without concern: * Anastassis David has served on the Board for 17 years, beyond the UK Code recommendation for board chair tenure. The main reasons for support are: * His tenure has not coincided with that of the CEO, who has only served for five years. Item 5.1.7 A vote FOR this item is considered warranted, but is not without concern: As the Nomination Committee Chair, Reto Francioni is considered responsible for ensuring sufficient gender balance on the Board. Currently, the Company does not meet two of three principal diversity targets under the new Listing Rules. The main reasons for support are: The improvement of overall gender balance is acknowledged; and * The new Listing Rules apply to the Company for the first time this financial year. Board composition previously met best practice recommendations. Items 5.1.8-5.1.9, 5.1.A-5.1.B, 5.2.1-5.2.2 A vote FOR these Directors is warranted as no significant concerns have been identified.</i>	Mgmt	For	For	For
5.1.2	Re-elect Zoran Bogdanovic as Director <i>Voting Policy Rationale: Item 5.1.1-5.1.6 A vote FOR this item is considered warranted, but is not without concern: * Anastassis David has served on the Board for 17 years, beyond the UK Code recommendation for board chair tenure. The main reasons for support are: * His tenure has not coincided with that of the CEO, who has only served for five years. Item 5.1.7 A vote FOR this item is considered warranted, but is not without concern: As the Nomination Committee Chair, Reto Francioni is considered responsible for ensuring sufficient gender balance on the Board. Currently, the Company does not meet two of three principal diversity targets under the new Listing Rules. The main reasons for support are: The improvement of overall gender balance is acknowledged; and * The new Listing Rules apply to the Company for the first time this financial year. Board composition previously met best practice recommendations. Items 5.1.8-5.1.9, 5.1.A-5.1.B, 5.2.1-5.2.2 A vote FOR these Directors is warranted as no significant concerns have been identified.</i>	Mgmt	For	For	For

Coca-Cola HBC AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.1.3	Re-elect Charlotte Boyle as Director and as Member of the Remuneration Committee	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Item 5.1.1-5.1.6 A vote FOR this item is considered warranted, but is not without concern: * Anastassis David has served on the Board for 17 years, beyond the UK Code recommendation for board chair tenure. The main reasons for support are: * His tenure has not coincided with that of the CEO, who has only served for five years. Item 5.1.7 A vote FOR this item is considered warranted, but is not without concern: As the Nomination Committee Chair, Reto Francioni is considered responsible for ensuring sufficient gender balance on the Board. Currently, the Company does not meet two of three principal diversity targets under the new Listing Rules. The main reasons for support are: The improvement of overall gender balance is acknowledged; and * The new Listing Rules apply to the Company for the first time this financial year. Board composition previously met best practice recommendations. Items 5.1.8-5.1.9, 5.1.A-5.1.B, 5.2.1-5.2.2 A vote FOR these Directors is warranted as no significant concerns have been identified.</i></p>				
5.1.4	Re-elect Henrique Braun as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Item 5.1.1-5.1.6 A vote FOR this item is considered warranted, but is not without concern: * Anastassis David has served on the Board for 17 years, beyond the UK Code recommendation for board chair tenure. The main reasons for support are: * His tenure has not coincided with that of the CEO, who has only served for five years. Item 5.1.7 A vote FOR this item is considered warranted, but is not without concern: As the Nomination Committee Chair, Reto Francioni is considered responsible for ensuring sufficient gender balance on the Board. Currently, the Company does not meet two of three principal diversity targets under the new Listing Rules. The main reasons for support are: The improvement of overall gender balance is acknowledged; and * The new Listing Rules apply to the Company for the first time this financial year. Board composition previously met best practice recommendations. Items 5.1.8-5.1.9, 5.1.A-5.1.B, 5.2.1-5.2.2 A vote FOR these Directors is warranted as no significant concerns have been identified.</i></p>				
5.1.5	Re-elect Anna Diamantopoulou as Director and as Member of the Remuneration Committee	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Item 5.1.1-5.1.6 A vote FOR this item is considered warranted, but is not without concern: * Anastassis David has served on the Board for 17 years, beyond the UK Code recommendation for board chair tenure. The main reasons for support are: * His tenure has not coincided with that of the CEO, who has only served for five years. Item 5.1.7 A vote FOR this item is considered warranted, but is not without concern: As the Nomination Committee Chair, Reto Francioni is considered responsible for ensuring sufficient gender balance on the Board. Currently, the Company does not meet two of three principal diversity targets under the new Listing Rules. The main reasons for support are: The improvement of overall gender balance is acknowledged; and * The new Listing Rules apply to the Company for the first time this financial year. Board composition previously met best practice recommendations. Items 5.1.8-5.1.9, 5.1.A-5.1.B, 5.2.1-5.2.2 A vote FOR these Directors is warranted as no significant concerns have been identified.</i></p>				
5.1.6	Re-elect William Douglas III as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Item 5.1.1-5.1.6 A vote FOR this item is considered warranted, but is not without concern: * Anastassis David has served on the Board for 17 years, beyond the UK Code recommendation for board chair tenure. The main reasons for support are: * His tenure has not coincided with that of the CEO, who has only served for five years. Item 5.1.7 A vote FOR this item is considered warranted, but is not without concern: As the Nomination Committee Chair, Reto Francioni is considered responsible for ensuring sufficient gender balance on the Board. Currently, the Company does not meet two of three principal diversity targets under the new Listing Rules. The main reasons for support are: The improvement of overall gender balance is acknowledged; and * The new Listing Rules apply to the Company for the first time this financial year. Board composition previously met best practice recommendations. Items 5.1.8-5.1.9, 5.1.A-5.1.B, 5.2.1-5.2.2 A vote FOR these Directors is warranted as no significant concerns have been identified.</i></p>				
5.1.7	Re-elect Reto Francioni as Director and as Member of the Remuneration Committee	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Item 5.1.1-5.1.6 A vote FOR this item is considered warranted, but is not without concern: * Anastassis David has served on the Board for 17 years, beyond the UK Code recommendation for board chair tenure. The main reasons for support are: * His tenure has not coincided with that of the CEO, who has only served for five years. Item 5.1.7 A vote FOR this item is considered warranted, but is not without concern: As the Nomination Committee Chair, Reto Francioni is considered responsible for ensuring sufficient gender balance on the Board. Currently, the Company does not meet two of three principal diversity targets under the new Listing Rules. The main reasons for support are: The improvement of overall gender balance is acknowledged; and * The new Listing Rules apply to the Company for the first time this financial year. Board composition previously met best practice recommendations. Items 5.1.8-5.1.9, 5.1.A-5.1.B, 5.2.1-5.2.2 A vote FOR these Directors is warranted as no significant concerns have been identified.</i></p>				

Coca-Cola HBC AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.1.8	Re-elect Anastasios Leventis as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Item 5.1.1-5.1.6 A vote FOR this item is considered warranted, but is not without concern: * Anastassis David has served on the Board for 17 years, beyond the UK Code recommendation for board chair tenure. The main reasons for support are: * His tenure has not coincided with that of the CEO, who has only served for five years. Item 5.1.7 A vote FOR this item is considered warranted, but is not without concern: As the Nomination Committee Chair, Reto Francioni is considered responsible for ensuring sufficient gender balance on the Board. Currently, the Company does not meet two of three principal diversity targets under the new Listing Rules. The main reasons for support are: The improvement of overall gender balance is acknowledged; and * The new Listing Rules apply to the Company for the first time this financial year. Board composition previously met best practice recommendations. Items 5.1.8-5.1.9, 5.1.A-5.1.B, 5.2.1-5.2.2 A vote FOR these Directors is warranted as no significant concerns have been identified.</i></p>					
5.1.9	Re-elect Christodoulos Leventis as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Item 5.1.1-5.1.6 A vote FOR this item is considered warranted, but is not without concern: * Anastassis David has served on the Board for 17 years, beyond the UK Code recommendation for board chair tenure. The main reasons for support are: * His tenure has not coincided with that of the CEO, who has only served for five years. Item 5.1.7 A vote FOR this item is considered warranted, but is not without concern: As the Nomination Committee Chair, Reto Francioni is considered responsible for ensuring sufficient gender balance on the Board. Currently, the Company does not meet two of three principal diversity targets under the new Listing Rules. The main reasons for support are: The improvement of overall gender balance is acknowledged; and * The new Listing Rules apply to the Company for the first time this financial year. Board composition previously met best practice recommendations. Items 5.1.8-5.1.9, 5.1.A-5.1.B, 5.2.1-5.2.2 A vote FOR these Directors is warranted as no significant concerns have been identified.</i></p>					
5.1.A	Re-elect George Leventis as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Item 5.1.1-5.1.6 A vote FOR this item is considered warranted, but is not without concern: * Anastassis David has served on the Board for 17 years, beyond the UK Code recommendation for board chair tenure. The main reasons for support are: * His tenure has not coincided with that of the CEO, who has only served for five years. Item 5.1.7 A vote FOR this item is considered warranted, but is not without concern: As the Nomination Committee Chair, Reto Francioni is considered responsible for ensuring sufficient gender balance on the Board. Currently, the Company does not meet two of three principal diversity targets under the new Listing Rules. The main reasons for support are: The improvement of overall gender balance is acknowledged; and * The new Listing Rules apply to the Company for the first time this financial year. Board composition previously met best practice recommendations. Items 5.1.8-5.1.9, 5.1.A-5.1.B, 5.2.1-5.2.2 A vote FOR these Directors is warranted as no significant concerns have been identified.</i></p>					
5.1.B	Re-elect Evgenia Stoitchkova as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Item 5.1.1-5.1.6 A vote FOR this item is considered warranted, but is not without concern: * Anastassis David has served on the Board for 17 years, beyond the UK Code recommendation for board chair tenure. The main reasons for support are: * His tenure has not coincided with that of the CEO, who has only served for five years. Item 5.1.7 A vote FOR this item is considered warranted, but is not without concern: As the Nomination Committee Chair, Reto Francioni is considered responsible for ensuring sufficient gender balance on the Board. Currently, the Company does not meet two of three principal diversity targets under the new Listing Rules. The main reasons for support are: The improvement of overall gender balance is acknowledged; and * The new Listing Rules apply to the Company for the first time this financial year. Board composition previously met best practice recommendations. Items 5.1.8-5.1.9, 5.1.A-5.1.B, 5.2.1-5.2.2 A vote FOR these Directors is warranted as no significant concerns have been identified.</i></p>					
5.2.1	Elect Zulikat Abiola as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Item 5.1.1-5.1.6 A vote FOR this item is considered warranted, but is not without concern: * Anastassis David has served on the Board for 17 years, beyond the UK Code recommendation for board chair tenure. The main reasons for support are: * His tenure has not coincided with that of the CEO, who has only served for five years. Item 5.1.7 A vote FOR this item is considered warranted, but is not without concern: As the Nomination Committee Chair, Reto Francioni is considered responsible for ensuring sufficient gender balance on the Board. Currently, the Company does not meet two of three principal diversity targets under the new Listing Rules. The main reasons for support are: The improvement of overall gender balance is acknowledged; and * The new Listing Rules apply to the Company for the first time this financial year. Board composition previously met best practice recommendations. Items 5.1.8-5.1.9, 5.1.A-5.1.B, 5.2.1-5.2.2 A vote FOR these Directors is warranted as no significant concerns have been identified.</i></p>					

Coca-Cola HBC AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.2.2	Elect Glykeria Tsernau as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Item 5.1.1-5.1.6 A vote FOR this item is considered warranted, but is not without concern: * Anastassis David has served on the Board for 17 years, beyond the UK Code recommendation for board chair tenure. The main reasons for support are: * His tenure has not coincided with that of the CEO, who has only served for five years. Item 5.1.7 A vote FOR this item is considered warranted, but is not without concern: As the Nomination Committee Chair, Reto Francioni is considered responsible for ensuring sufficient gender balance on the Board. Currently, the Company does not meet two of three principal diversity targets under the new Listing Rules. The main reasons for support are: The improvement of overall gender balance is acknowledged; and * The new Listing Rules apply to the Company for the first time this financial year. Board composition previously met best practice recommendations. Items 5.1.8-5.1.9, 5.1.A-5.1.B, 5.2.1-5.2.2 A vote FOR these Directors is warranted as no significant concerns have been identified.</i></p>				
6	Designate Ines Poeschel as Independent Proxy	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted because no concerns have been identified. The proposal is in line with Swiss law.</i></p>				
7.1	Reappoint PricewaterhouseCoopers AG as Auditors	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.</i></p>				
7.2	Advisory Vote on Reappointment of the Independent Registered Public Accounting Firm PricewaterhouseCoopers SA for UK Purposes	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.</i></p>				
8	Approve UK Remuneration Report	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this item is considered warranted, but is not without concern: * The one-off increase to the CEO's PSP award, which utilised the 'exceptional' award limit and raises significant concerns, was made during the year under review. * An element of the FY2021 awards, which vested in the year, features amended targets. This is generally not in line with market standards. * Total benefits paid to the CEO represents a 47% increase from the previous year's aggregate figure. The remuneration report does not provide any context for the substantial increase. The main reasons for support are: * Concerns on the CEO's FY2023 award have been highlighted in the vote recommendation of the 2023 Sustainability Advisory Services report. * The amendment of the targets was prompted by methodology changes, after notification from a third-party source on material emissions factor change. * No overriding concerns on remuneration are raised.</i></p>				
9	Approve Remuneration Policy	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this item is considered warranted as no significant concerns have been identified.</i></p>				
10	Approve Swiss Remuneration Report	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this item is considered warranted, but is not without concern: * The one-off increase to the CEO's PSP award, which utilised the 'exceptional' award limit and raises significant concerns, was made during the year under review. * An element of the FY2021 awards, which vested in the year, features amended targets. This is generally not in line with market standards. * Total benefits paid to the CEO represents a 47% increase from the previous year's aggregate figure. The remuneration report does not provide any context for the substantial increase. The main reasons for support are: * Concerns on the CEO's FY2023 award have been highlighted in the vote recommendation of the 2023 Sustainability Advisory Services report. * The amendment of the targets was prompted by methodology changes, after notification from a third-party source on material emissions factor change. * No overriding concerns on remuneration are raised.</i></p>				
11.1	Approve Maximum Aggregate Amount of Remuneration for Directors	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted. The overall level of remuneration are in line with what other UK companies are offering in order to attract and retain qualified directors and to reflect the increasing level of their responsibilities.</i></p>				
11.2	Approve Maximum Aggregate Amount of Remuneration for the Executive Leadership Team	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this Item is warranted as no particular concerns have been identified.</i></p>				

Coca-Cola HBC AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.					
13.1	Amend Articles Re: Alignment with Mandatory Provisions of the New Swiss Corporate Law	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted because no corporate governance concerns have been identified.					
13.2	Amend Articles Re: Other Voluntary Changes	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted because no corporate governance concerns have been identified.					

Orange SA

Meeting Date: 05/22/2024Country: FranceTicker: ORA

Record Date: 05/20/2024Meeting Type: Annual/Special

Primary Security ID: F6866T100

Shares Voted: 23,877

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ordinary Business	Mgmt			
	Approve Financial Statements and Statutory Reports	Mgmt	For	For	For
Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.					
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.					
3	Approve Allocation of Income and Dividends of EUR 0.72 per Share	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this income allocation proposal is warranted because the proposed payout ratio is adequate without being excessive.					
4	Approve Auditors' Special Report on Related-Party Transactions Regarding One New Transaction	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because the information disclosed in the auditors' special report does not raise any concerns					
5	Reelect Christel Heydemann as Director	Mgmt	For	Against	Against
Voting Policy Rationale: A vote AGAINST incumbent nominees Christel Heydemann, Thierry Chatelier, and Frederic Sanchez is warranted for lack of diversity on the board.					
6	Reelect Frederic Sanchez as Director	Mgmt	For	Against	Against
Voting Policy Rationale: A vote AGAINST incumbent nominees Christel Heydemann, Thierry Chatelier, and Frederic Sanchez is warranted for lack of diversity on the board.					

Orange SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Elect Thierry Chatelier as Representative of Employee Shareholders to the Board <i>Voting Policy Rationale: A vote AGAINST incumbent nominees Christel Heydemann, Thierry Chatelier, and Frederic Sanchez is warranted for lack of diversity on the board.</i>	Mgmt	For	Against	Against
8	Appoint Deloitte & Associates as Auditor Responsible for Certifying Sustainability Information <i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i>	Mgmt	For	For	For
9	Appoint KPMG as Auditor Responsible for Certifying Sustainability Information <i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i>	Mgmt	For	For	For
10	Approve Compensation Report <i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>	Mgmt	For	For	For
11	Approve Compensation of Christel Heydemann, CEO <i>Voting Policy Rationale: A vote FOR this remuneration report is warranted, although the following concerns are raised: * Disclosure surrounding the bonus regresses further as an additional criterion's actual achievement is not disclosed this year. The main reason for support is: * The absence of any other significant concern.</i>	Mgmt	For	For	For
12	Approve Compensation of Jacques Aschenbroich, Chairman of the Board <i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>	Mgmt	For	For	For
13	Approve Remuneration Policy of CEO <i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted, although the following concerns are raised: * The financial criteria attached to the LTIP proposed this year could show compensating effects upon vesting; and * The non-renewal of the CEO's mandate could trigger a termination payment. The main reasons for support are: * Offsets would remain contained both in scale and in the event of an outperformance; * Under the proposed policy, one criterion that was deemed to lack stringency is removed; and * The absence of other significant concerns.</i>	Mgmt	For	For	For
14	Approve Remuneration Policy of Chairman of the Board <i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>	Mgmt	For	For	For
15	Approve Remuneration Policy of Directors <i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>	Mgmt	For	For	For
16	Authorize Repurchase of Up to 10 Percent of Issued Share Capital <i>Voting Policy Rationale: Such share buyback programs merit a vote FOR.</i>	Mgmt	For	For	For
	Extraordinary Business	Mgmt			
17	Authorize up to 0.12 Percent of Issued Capital for Use in Restricted Stock Plans Reserved for Key Employees and Corporate Officers With Performance Conditions Attached <i>Voting Policy Rationale: A vote FOR this item is warranted but not without concerns because: * If outperformed, financial criteria could compensate the underperformance of other performance conditions. The main reason for support is: * The absence of other significant concerns.</i>	Mgmt	For	For	For
18	Authorize Capital Issuances for Use in Employee Stock Purchase Plans <i>Voting Policy Rationale: A vote FOR this proposal is warranted in the absence of significant concern.</i>	Mgmt	For	For	For

Orange SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
19	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this item is warranted as such share capital reductions are favorable to shareholders.				
20	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this routine item is warranted.				
	Shareholder Proposal Submitted by Fonds Commun de Placement d'Entreprise Orange Actions	Mgmt			
A	Amending Item 17 of Current Meeting to either Align the Employees' Free Shares Plans to the Executives' LTIPs or Proceed to an Annual Issuance Reserved for Employees Aligned with the Terms of Issuances used in Employees Stock Purchase Plans	SH	Against	Against	Against
	Voting Policy Rationale: A vote AGAINST this shareholder proposal is warranted in the absence of support of the company's board, the lack of rationale provided by FCPE Orange Actions, and as it is overly prescriptive.				

CK Hutchison Holdings Limited

Meeting Date: 05/23/2024Country: Cayman IslandsTicker: 1

Record Date: 05/17/2024Meeting Type: Annual

Primary Security ID: G21765105

Shares Voted: 36,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR this resolution is warranted.				
2	Approve Final Dividend	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine dividend proposal.				
3a	Elect Li Tzar Kuoi, Victor as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote AGAINST the election of Non-independent Director Nominees Andrew John Hunter, Tak Chuen (Edmond) Ip, George Magnus, Sin Ling (Ruth) Tsim, and Mo Fong Woo (Chow Woo Mo Fong, Susan) is warranted as the board is expected to be less than one-third independent following the reclassification of Sin Ling (Ruth) Tsim to non-independent non-executive director. A vote FOR the remaining nominees is warranted.				
3b	Elect Lai Kai Ming, Dominic as Director	Mgmt	For	For	For
	Voting Policy Rationale: A vote AGAINST the election of Non-independent Director Nominees Andrew John Hunter, Tak Chuen (Edmond) Ip, George Magnus, Sin Ling (Ruth) Tsim, and Mo Fong Woo (Chow Woo Mo Fong, Susan) is warranted as the board is expected to be less than one-third independent following the reclassification of Sin Ling (Ruth) Tsim to non-independent non-executive director. A vote FOR the remaining nominees is warranted.				

CK Hutchison Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3c	Elect Ip Tak Chuen, Edmond as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the election of Non-independent Director Nominees Andrew John Hunter, Tak Chuen (Edmond) Ip, George Magnus, Sin Ling (Ruth) Tsim, and Mo Fong Woo (Chow Woo Mo Fong, Susan) is warranted as the board is expected to be less than one-third independent following the reclassification of Sin Ling (Ruth) Tsim to non-independent non-executive director. A vote FOR the remaining nominees is warranted.</i></p>					
3d	Elect Andrew John Hunter as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the election of Non-independent Director Nominees Andrew John Hunter, Tak Chuen (Edmond) Ip, George Magnus, Sin Ling (Ruth) Tsim, and Mo Fong Woo (Chow Woo Mo Fong, Susan) is warranted as the board is expected to be less than one-third independent following the reclassification of Sin Ling (Ruth) Tsim to non-independent non-executive director. A vote FOR the remaining nominees is warranted.</i></p>					
3e	Elect Chow Ching Yee, Cynthia as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST the election of Non-independent Director Nominees Andrew John Hunter, Tak Chuen (Edmond) Ip, George Magnus, Sin Ling (Ruth) Tsim, and Mo Fong Woo (Chow Woo Mo Fong, Susan) is warranted as the board is expected to be less than one-third independent following the reclassification of Sin Ling (Ruth) Tsim to non-independent non-executive director. A vote FOR the remaining nominees is warranted.</i></p>					
3f	Elect Chow Woo Mo Fong, Susan as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the election of Non-independent Director Nominees Andrew John Hunter, Tak Chuen (Edmond) Ip, George Magnus, Sin Ling (Ruth) Tsim, and Mo Fong Woo (Chow Woo Mo Fong, Susan) is warranted as the board is expected to be less than one-third independent following the reclassification of Sin Ling (Ruth) Tsim to non-independent non-executive director. A vote FOR the remaining nominees is warranted.</i></p>					
3g	Elect George Colin Magnus as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the election of Non-independent Director Nominees Andrew John Hunter, Tak Chuen (Edmond) Ip, George Magnus, Sin Ling (Ruth) Tsim, and Mo Fong Woo (Chow Woo Mo Fong, Susan) is warranted as the board is expected to be less than one-third independent following the reclassification of Sin Ling (Ruth) Tsim to non-independent non-executive director. A vote FOR the remaining nominees is warranted.</i></p>					
3h	Elect Tsim Sin Ling, Ruth as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the election of Non-independent Director Nominees Andrew John Hunter, Tak Chuen (Edmond) Ip, George Magnus, Sin Ling (Ruth) Tsim, and Mo Fong Woo (Chow Woo Mo Fong, Susan) is warranted as the board is expected to be less than one-third independent following the reclassification of Sin Ling (Ruth) Tsim to non-independent non-executive director. A vote FOR the remaining nominees is warranted.</i></p>					
4	Approve PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.</i></p>					
5.1	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the general share issuance mandate is warranted for the following: * The share issuance limit does not exceed 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has specified a discount limit which is 10 percent for issuance for cash and non-cash consideration.</i></p>					
5.2	Authorize Repurchase of Issued Share Capital	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed share repurchase.</i></p>					

Enel SpA

Meeting Date: 05/23/2024Country: ItalyTicker: ENEL

Record Date: 05/14/2024Meeting Type: Annual

Primary Security ID: T3679P115

Shares Voted: 119,040					
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ordinary Business	Mgmt			
	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR is warranted because the company's financial statements and the proposed income allocation do not raise major concerns. Support for the approval of the financial statements is however qualified due to the shareholder meeting format, which will not allow shareholders to actively participate in the AGM and interact with the management during the meeting. In addition, the proposed dividend payout ratio exceeds 100 percent for the fifth year in a row.					
2	Approve Allocation of Income	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR is warranted because the company's financial statements and the proposed income allocation do not raise major concerns. Support for the approval of the financial statements is however qualified due to the shareholder meeting format, which will not allow shareholders to actively participate in the AGM and interact with the management during the meeting. In addition, the proposed dividend payout ratio exceeds 100 percent for the fifth year in a row.					
3	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For	For
Voting Policy Rationale: This item warrants a vote FOR because the proposed authorization is unproblematic. Note that the company does not mention the maximum amount of shares that can be repurchased under this authorization. Rather, Enel discloses a holding limit (500 million shares) and a maximum expenditure limit (EUR 2 billion). It would be preferable for the company to accompany the maximum expenditure limit with a limit expressed in number of shares subject to repurchase.					
4	Approve Long Term Incentive Plan 2024	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this item is warranted because the key terms of the proposed long-term incentive plan are not problematic.					
5.1	Approve Remuneration Policy	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this item is warranted because the proposed policy is well described and does not contravene acceptable executive remuneration practice. This is not without noting that termination payments may theoretically exceed 24 months of actual short-term remuneration when including consideration for non-compete agreements and under legacy contracts.					
5.2	Approve Second Section of the Remuneration Report	Mgmt	For	For	For
Voting Policy Rationale: This item warrants a vote FOR because the 2023 compensation practices of the company are well described and do not contravene acceptable market standards.					

Kenvue Inc.

Meeting Date: 05/23/2024Country: USATicker: KVUE

Record Date: 03/25/2024Meeting Type: Annual

Primary Security ID: 49177J102

Shares Voted: 64,327					
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Richard E. Allison, Jr.	Mgmt	For	For	For

Kenvue Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1b	Elect Director Peter M. Fasolo	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1c	Elect Director Tamara S. Franklin	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1d	Elect Director Seemantini Godbole	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1e	Elect Director Melanie L. Healey	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1f	Elect Director Betsy D. Holden	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1g	Elect Director Larry J. Morlo	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1h	Elect Director Thibaut Mongon	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1i	Elect Director Vasant Prabhu	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1j	Elect Director Michael E. Sneed	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1k	Elect Director Joseph J. Wolk	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted. Concerns are noted regarding one-time equity awards and mid-year adjustments to STI goals in connection with the company's separation from Johnson & Johnson. However, these concerns are sufficiently mitigated. It is expected that CEO compensation will normalize going forward. The company will adopt new STI and LTI programs beginning in FY24: the STI will be primarily based on pre-set financial metrics, and the LTI will be half performance-based.				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
	Voting Policy 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.				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.				

Legal & General Group Plc

Meeting Date: 05/23/2024	Country: United Kingdom	Ticker: LGEN
Record Date: 05/21/2024	Meeting Type: Annual	
Primary Security ID: G54404127		

Legal & General Group Plc

Shares Voted: 236,869

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
3	Elect Antonio Simoes as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
4	Re-elect Henrietta Baldock as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
5	Re-elect Nilufer Von Bismarck as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
6	Re-elect Philip Bradley as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
7	Re-elect Jeff Davies as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
8	Re-elect Carolyn Johnson as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
9	Re-elect Sir John Kingman as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
10	Re-elect Lesley Knox as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
11	Re-elect George Lewis as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
12	Re-elect Ric Lewis as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
13	Re-elect Tushar Morzaria as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
14	Re-elect Laura Wade-Gery as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
15	Reappoint KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is considered warranted at this time.</i>				
16	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because there are no concerns regarding this proposal.</i>				

Legal & General Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
17	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is considered warranted for the remuneration report, as no material concerns have been identified.</i>				
18	Approve Performance Share Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the PSP resolution is considered warranted, as no material concerns have been identified.</i>				
19	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
20	Authorise Issue of Equity in Connection with the Issue of Contingent Convertible Securities	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is considered warranted, although this is not without concern for shareholders: * If the Company were to issue Contingent Convertible Securities (CCS) and a trigger event were to occur, causing them to convert into ordinary shares, this would result in significant dilution to non-participating shareholders. The main reasons for support are: * Such authorities are common proposals at UK banks and are intended to apply in extreme circumstances only. * The conversion into ordinary shares would require the CET1 ratio to fall to a level which would denote significant capital weakness well beyond the Company's current position and minimum regulatory requirements.</i>				
21	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
22	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
23	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
24	Authorise Issue of Equity without Pre-emptive Rights in Connection with the Issue of Contingent Convertible Securities	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is considered warranted, although this is not without concern for shareholders: * If the Company were to issue Contingent Convertible Securities (CCS) and a trigger event were to occur, causing them to convert into ordinary shares, this would result in significant dilution to non-participating shareholders. The main reasons for support are: * Such authorities are common proposals at UK banks and are intended to apply in extreme circumstances only. * The conversion into ordinary shares would require the CET1 ratio to fall to a level which would denote significant capital weakness well beyond the Company's current position and minimum regulatory requirements.</i>				
25	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
26	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				

Morgan Stanley

Meeting Date: 05/23/2024Country: USATicker: MS

Record Date: 03/25/2024Meeting Type: Annual

Primary Security ID: 617446448

Shares Voted: 30,354

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Megan Butler	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1b	Elect Director Thomas H. Glocer	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1c	Elect Director James P. Gorman	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1d	Elect Director Robert H. Herz	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1e	Elect Director Erika H. James	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1f	Elect Director Hironori Kamezawa	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1g	Elect Director Shelley B. Leibowitz	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1h	Elect Director Stephen J. Luczo	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1i	Elect Director Jami Miscik	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1j	Elect Director Masato Miyachi	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1k	Elect Director Dennis M. Nally	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1l	Elect Director Edward (Ted) Pick	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1m	Elect Director Mary L. Schapiro	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1n	Elect Director Perry M. Traquina	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1o	Elect Director Rayford Wilkins, Jr.	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<i>Voting Policy Rationale: Some concerns are raised regarding the discretionary process used to determine cash incentives, and the lack of key disclosures related to the performance assessment, though these issues have not contributed to a quantitative pay-for-performance misalignment. However, a vote AGAINST this proposal is warranted in light of significant concerns surrounding one-time awards granted to three NEOs in connection with the CEO transition. Proxy disclosure surrounding the committee's decision-making process and shareholder feedback related to the awards is robust. However, the rationale for the extraordinary total magnitude is less compelling, particularly in light of somewhat limited disclosure related to the magnitude determination. Structurally, the awards largely track the annual LTI awards for most non-CEO NEOs, including the weighting of performance equity, the performance metrics, goals, and vesting periods. This overlapping approach results in a sizable supplemental pay opportunity for the same performance outcomes. Additionally, a significant portion of the award lacks performance criteria. In this case, maintaining a structure for one-time awards that is consistent with the annual LTI grants does not meet the heightened pay-for-performance considerations that arise with off-cycle awards of this magnitude.</i>					
4	Approve Nonqualified Employee Stock Purchase Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the plan is broad-based, has reasonable limits on employee contributions, and the purchase price provides for a reasonable discount.</i>					
5	Report on Overseeing Risks Related to Discrimination Including Religious/Political Views	SH	Against	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted as the company provides adequate disclosures related to its commitment to not discriminate against customers.</i>					
6	Report on Lobbying Payments and Policy	SH	Against	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted, as shareholders would benefit from increased disclosure to evaluate the company's lobbying efforts and its management of related efforts.</i>					
7	Report on Clean Energy Supply Financing Ratio	SH	Against	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted. Measuring and disclosing this statistic will give shareholders increased information on how the bank is progressing on its goal to align its financing activities with a net zero by 2050 pathway, its fossil fuel policy, and actions regarding corporate responsibility.</i>					

The Interpublic Group of Companies, Inc.

Meeting Date: 05/23/2024Country: USATicker: IPG

Record Date: 04/01/2024Meeting Type: Annual

Primary Security ID: 460690100

Shares Voted: 87,853					
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Jorge L. Benitez	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1.2	Elect Director Jocelyn Carter-Miller	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1.3	Elect Director Mary J. Steele Guilfoile	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1.4	Elect Director Dawn Hudson	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					

The Interpublic Group of Companies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.5	Elect Director Philippe Krakowsky	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.6	Elect Director Jonathan F. Miller	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.7	Elect Director Patrick Q. Moore	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.8	Elect Director Linda S. Sanford	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.9	Elect Director David M. Thomas	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.10	Elect Director E. Lee Wyatt, Jr.	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned. Despite concerns regarding the disclosure of STI and LTI goals, the short-term incentive is primarily based on pre-set financial metrics, and the long-term incentive is majority performance based.				
4	Require Independent Board Chair	SH	Against	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted given the importance of having an independent board chair.				

Carrefour SA

Meeting Date: 05/24/2024Country: FranceTicker: CA

Record Date: 05/22/2024Meeting Type: Annual/Special

Primary Security ID: F13923119

Shares Voted: 18,356

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Ordinary Business	Mgmt			
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For	For
	Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.				
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
	Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.				

Carrefour SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Allocation of Income and Dividends of EUR 0.87 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted because the proposed payout ratio is adequate without being excessive.</i>				
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because the information disclosed in the auditors' special report does not raise any concerns.</i>				
5	Reelect Philippe Houze as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Aurore Domont, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments (Item 10). A vote FOR the election and reelections of these independent nominees is warranted in the absence of specific concerns (Items 7-9, 11, and 13). A vote FOR the reelections of these non-independent nominees is warranted given the satisfactory level of board independence (including all board members: 43.8 percent vs 33.3 percent recommended; excluding employee representatives: 50.0 percent vs 50 percent recommended) and the absence of specific concerns (Items 5-6 and 12).</i>				
6	Reelect Patricia Moulin Lemoine as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Aurore Domont, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments (Item 10). A vote FOR the election and reelections of these independent nominees is warranted in the absence of specific concerns (Items 7-9, 11, and 13). A vote FOR the reelections of these non-independent nominees is warranted given the satisfactory level of board independence (including all board members: 43.8 percent vs 33.3 percent recommended; excluding employee representatives: 50.0 percent vs 50 percent recommended) and the absence of specific concerns (Items 5-6 and 12).</i>				
7	Reelect Stephane Israel as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Aurore Domont, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments (Item 10). A vote FOR the election and reelections of these independent nominees is warranted in the absence of specific concerns (Items 7-9, 11, and 13). A vote FOR the reelections of these non-independent nominees is warranted given the satisfactory level of board independence (including all board members: 43.8 percent vs 33.3 percent recommended; excluding employee representatives: 50.0 percent vs 50 percent recommended) and the absence of specific concerns (Items 5-6 and 12).</i>				
8	Reelect Claudia Almeida e Silva as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Aurore Domont, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments (Item 10). A vote FOR the election and reelections of these independent nominees is warranted in the absence of specific concerns (Items 7-9, 11, and 13). A vote FOR the reelections of these non-independent nominees is warranted given the satisfactory level of board independence (including all board members: 43.8 percent vs 33.3 percent recommended; excluding employee representatives: 50.0 percent vs 50 percent recommended) and the absence of specific concerns (Items 5-6 and 12).</i>				
9	Reelect Stephane Courbit as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Aurore Domont, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments (Item 10). A vote FOR the election and reelections of these independent nominees is warranted in the absence of specific concerns (Items 7-9, 11, and 13). A vote FOR the reelections of these non-independent nominees is warranted given the satisfactory level of board independence (including all board members: 43.8 percent vs 33.3 percent recommended; excluding employee representatives: 50.0 percent vs 50 percent recommended) and the absence of specific concerns (Items 5-6 and 12).</i>				

Carrefour SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10	Reelect Aureore Domont as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Aureore Domont, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments (Item 10). A vote FOR the election and reelections of these independent nominees is warranted in the absence of specific concerns (Items 7-9, 11, and 13). A vote FOR the reelections of these non-independent nominees is warranted given the satisfactory level of board independence (including all board members: 43.8 percent vs 33.3 percent recommended; excluding employee representatives: 50.0 percent vs 50 percent recommended) and the absence of specific concerns (Items 5-6 and 12).</i></p>				
11	Reelect Arthur Sadoun as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Aureore Domont, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments (Item 10). A vote FOR the election and reelections of these independent nominees is warranted in the absence of specific concerns (Items 7-9, 11, and 13). A vote FOR the reelections of these non-independent nominees is warranted given the satisfactory level of board independence (including all board members: 43.8 percent vs 33.3 percent recommended; excluding employee representatives: 50.0 percent vs 50 percent recommended) and the absence of specific concerns (Items 5-6 and 12).</i></p>				
12	Ratify Appointment of Eduardo Rossi as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Aureore Domont, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments (Item 10). A vote FOR the election and reelections of these independent nominees is warranted in the absence of specific concerns (Items 7-9, 11, and 13). A vote FOR the reelections of these non-independent nominees is warranted given the satisfactory level of board independence (including all board members: 43.8 percent vs 33.3 percent recommended; excluding employee representatives: 50.0 percent vs 50 percent recommended) and the absence of specific concerns (Items 5-6 and 12).</i></p>				
13	Elect Marguerite Berard as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Aureore Domont, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments (Item 10). A vote FOR the election and reelections of these independent nominees is warranted in the absence of specific concerns (Items 7-9, 11, and 13). A vote FOR the reelections of these non-independent nominees is warranted given the satisfactory level of board independence (including all board members: 43.8 percent vs 33.3 percent recommended; excluding employee representatives: 50.0 percent vs 50 percent recommended) and the absence of specific concerns (Items 5-6 and 12).</i></p>				
14	Appoint Deloitte & Associes and Mazars as Auditors for the Sustainability Reporting	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this item is warranted although it raises some concerns as the company is proposing the appointment of the auditors responsible for certifying sustainability information under a single slate of candidates. The main reason for support is the absence of any concern regarding these proposals.</i></p>				
15	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this remuneration report is warranted, although it raises some concerns as the methodology under the pay ratio remains unclear regarding the number of employees. The main reason for support is that in response to shareholders' dissent on the chair/CEO's remuneration structure, the board provides several amendments that can be considered as positive changes that would significantly improve the current structure (see Item 17 below).</i></p>				
16	Approve Compensation of Alexandre Bompard, Chairman and CEO	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST this remuneration report is warranted because: * Under the 2023 LTI plan, the company still does not provide any target for each performance criterion except for the TSR. * The STI and LTI structures allow for compensatory effects between criteria that disrupt the alignment between performance and remuneration (maximum payout/vesting reached despite some criteria being not fully achieved). * As under the 2020 LTI plan, the risk of compensation between criteria materialized under the 2021 LTI plan where the underachievement of the relative TSR criteria was offset by the overperformance of the other three criteria.</i></p>				

Carrefour SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
17	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this remuneration policy is warranted, although the CEO may acquire full vesting of his LTI unvested awards in case of departure, without remaining subject to any performance condition. The main reasons for support are: * The removal of any compensation effects between performance criteria under the LTI plan as of FY 2024. * The company amends the CSR criterion under the 2024 LTI plan to prevent to twice assess the same CSR performance under both the bonus and the LTI structure.					
18	Approve Remuneration Policy of Directors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.					
19	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
Voting Policy Rationale: Such share buyback programs merit a vote FOR.					
Extraordinary Business		Mgmt			
20	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this item is warranted as such share capital reductions are favorable to shareholders.					
Ordinary Business		Mgmt			
21	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this routine item is warranted.					

TotalEnergies SE

Meeting Date: 05/24/2024Country: FranceTicker: TTE

Record Date: 05/22/2024Meeting Type: Annual/Special

Primary Security ID: F92124100

Shares Voted: 8,365

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
Ordinary Business		Mgmt			
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For	For
Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.					
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.					
3	Approve Allocation of Income and Dividends of EUR 3.01 per Share	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this income allocation proposal is warranted because the proposed payout ratio is adequate without being excessive.					

TotalEnergies SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Authorize Repurchase of Up to 10 Percent of Issued Share Capital <i>Voting Policy Rationale: Such share buyback programs merit a vote FOR.</i>	Mgmt	For	For	For
5	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions <i>Voting Policy Rationale: A vote FOR this proposal is warranted because the information disclosed in the auditors' special report does not raise any concerns.</i>	Mgmt	For	For	For
6	Reelect Patrick Pouyanne as Director <i>Voting Policy Rationale: As the functions of chairman and CEO are combined, a vote AGAINST the reelection of Patrick Pouyanne (Item 6) as director is warranted. 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 CEO/Chair Patrick Pouyanne are warranted given that the CEO and 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. Votes FOR the reelections of Jacques Aschenbroich and R. Glenn Hubbard, independent directors although it raises some concerns as the board decided not to include a draft shareholder resolution in the agenda. The shareholders have decided to file an appeal in court, still pending, in response to the board decision to clarify this area of law (Items 7-8). Finally, a vote FOR Marie-Ange Debon is warranted.</i>	Mgmt	For	Against	Against
7	Reelect Jacques Aschenbroich as Director <i>Voting Policy Rationale: As the functions of chairman and CEO are combined, a vote AGAINST the reelection of Patrick Pouyanne (Item 6) as director is warranted. 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 CEO/Chair Patrick Pouyanne are warranted given that the CEO and 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. Votes FOR the reelections of Jacques Aschenbroich and R. Glenn Hubbard, independent directors although it raises some concerns as the board decided not to include a draft shareholder resolution in the agenda. The shareholders have decided to file an appeal in court, still pending, in response to the board decision to clarify this area of law (Items 7-8). Finally, a vote FOR Marie-Ange Debon is warranted.</i>	Mgmt	For	For	For
8	Reelect Glenn Hubbard as Director <i>Voting Policy Rationale: As the functions of chairman and CEO are combined, a vote AGAINST the reelection of Patrick Pouyanne (Item 6) as director is warranted. 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 CEO/Chair Patrick Pouyanne are warranted given that the CEO and 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. Votes FOR the reelections of Jacques Aschenbroich and R. Glenn Hubbard, independent directors although it raises some concerns as the board decided not to include a draft shareholder resolution in the agenda. The shareholders have decided to file an appeal in court, still pending, in response to the board decision to clarify this area of law (Items 7-8). Finally, a vote FOR Marie-Ange Debon is warranted.</i>	Mgmt	For	For	For
9	Elect Marie-Ange Debon as Director <i>Voting Policy Rationale: As the functions of chairman and CEO are combined, a vote AGAINST the reelection of Patrick Pouyanne (Item 6) as director is warranted. 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 CEO/Chair Patrick Pouyanne are warranted given that the CEO and 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. Votes FOR the reelections of Jacques Aschenbroich and R. Glenn Hubbard, independent directors although it raises some concerns as the board decided not to include a draft shareholder resolution in the agenda. The shareholders have decided to file an appeal in court, still pending, in response to the board decision to clarify this area of law (Items 7-8). Finally, a vote FOR Marie-Ange Debon is warranted.</i>	Mgmt	For	For	For
10	Approve Compensation Report of Corporate Officers <i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>	Mgmt	For	For	For

TotalEnergies SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
11	Approve Remuneration Policy of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>				
12	Approve Compensation of Patrick Pouyanne, Chairman and CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted, although it raises the following concern: * The 2023 LTI plan could allow compensation effects between fiscal years under the TSR and net cash flow criteria. The overachievement during one fiscal year could offset the underperformance during another fiscal year. The main result for support is the absence of any significant concern.</i>				
13	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: A QUALIFIED FOR this remuneration policy is warranted although the following concerns are raised: * Under the 2024 LTI plan, the criterion related to the lifecycle carbon intensity of energy products sold may seem not stringent enough, rewarding stability over the 2023-2026 period. * The 2024 LTI plan could allow compensation effects between fiscal years under the TSR and net cash flow criteria. * The golden hello could represent more than the advantages lost upon leaving prior employment, for particular reasons, within the limits of the exceptional circumstances which remain undisclosed. * The exceptional remuneration is forbidden unless in the event of exceptional circumstances which remain undisclosed. The main reasons for support are: * The base salary is not going to be increased for the duration of the mandate. * The company proposes a substantial 27%-increase in the LTI plan following the renewal of the chair/CEO's mandate. The proposed increase is acknowledged as in line with the company's position within the panels, in terms of market capitalization. * The absence of any other significant concern.</i>				
14	Approve Report on Progress of Company's Sustainability and Climate Transition Plan (Advisory)	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: While the company has set Scope 1, 2 and 3 emissions targets that encompass short, medium, and long-term timeframes, a vote AGAINST this item is warranted, based on the following concerns: * The plan still lacks rigor in places, notably with regards to the 2030 worldwide objective related to Scope 3 emissions; * The company plans to (i) increase its LNG & Gas fossil fuel production volumes including by 50 percent between 2023 and 2030 and (ii) maintain its oil production until 2030; * The company strategy to scale down fossil fuel exploration and production to meet IEA recommendations lacks transparency; * The targets under the lifecycle carbon intensity of energy products used by customers are aligned on a 1.7°C pathway in the short and mid-term horizon and not on the 1.5°C trajectory stated under the Paris Agreements; and * The reliance on considerable amounts of CCS and NCS instead of emissions reduction levers.</i>				
15	Appoint Cabinet Ernst and Young Audit as Auditor for the Sustainability Reporting	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i>				
16	Appoint Cabinet PricewaterhouseCoopers Audit as Auditor for the Sustainability Reporting	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i>				
	Extraordinary Business	Mgmt			
17	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights and/or Capitalization of Reserves for Bonus Issue or Increase in Par Value, up to Aggregate Nominal Amount of EUR 2.5 Billion	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the authorizations under Items 17-21 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights.</i>				
18	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 575 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the authorizations under Items 17-21 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights.</i>				

TotalEnergies SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
19	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 575 Million <i>Voting Policy Rationale: Votes FOR the authorizations under Items 17-21 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights.</i>	Mgmt	For	For	For
20	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 18 and 19 <i>Voting Policy Rationale: Votes FOR the authorizations under Items 17-21 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights.</i>	Mgmt	For	For	For
21	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind <i>Voting Policy Rationale: Votes FOR the authorizations under Items 17-21 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights.</i>	Mgmt	For	For	For
22	Authorize Capital Issuances for Use in Employee Stock Purchase Plans <i>Voting Policy Rationale: A vote FOR the employee stock purchase plans is warranted as its proposed volume respects the recommended guidelines.</i>	Mgmt	For	For	For
23	Authorize up to 1 Percent of Issued Capital for Use in Restricted Stock Plans <i>Voting Policy Rationale: A vote FOR this item is warranted because the terms of the proposed authorization are not problematic.</i>	Mgmt	For	For	For

Gildan Activewear Inc.

Meeting Date: 05/28/2024
Record Date: 04/23/2024
Primary Security ID: 375916103

Country: Canada
Meeting Type: Proxy Contest

Ticker: GIL

Shares Voted: 9,379

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Management Universal Proxy (Blue Proxy Card) Ratify KPMG LLP as Auditors <i>Voting Policy Rationale: DO NOT VOTE on this card.</i>	Mgmt	For	Do Not Vote	Do Not Vote
2.1	From the Combined List of Management & Dissident Nominees - Elect up to 12 Nominees Elect Management Nominee Timothy Hodgson <i>Voting Policy Rationale: DO NOT VOTE on this card.</i>	Mgmt	For	Do Not Vote	Do Not Vote

Gildan Activewear Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.2	Elect Management Nominee Lewis L. (Lee) Bird, III <i>Voting Policy Rationale: DO NOT VOTE on this card.</i>	Mgmt	For	Do Not Vote	Do Not Vote
2.3	Elect Management Nominee Dhaval Buch <i>Voting Policy Rationale: DO NOT VOTE on this card.</i>	Mgmt	For	Do Not Vote	Do Not Vote
2.4	Elect Management Nominee Marc Cairn <i>Voting Policy Rationale: DO NOT VOTE on this card.</i>	Mgmt	For	Do Not Vote	Do Not Vote
2.5	Elect Management Nominee Jane Craighead <i>Voting Policy Rationale: DO NOT VOTE on this card.</i>	Mgmt	For	Do Not Vote	Do Not Vote
2.6	Elect Management Nominee Sharon Driscoll <i>Voting Policy Rationale: DO NOT VOTE on this card.</i>	Mgmt	For	Do Not Vote	Do Not Vote
2.7	Elect Management Nominee Lynn Loewen <i>Voting Policy Rationale: DO NOT VOTE on this card.</i>	Mgmt	For	Do Not Vote	Do Not Vote
2.8	Elect Management Nominee Anne Martin-Vachon <i>Voting Policy Rationale: DO NOT VOTE on this card.</i>	Mgmt	For	Do Not Vote	Do Not Vote
2.9	Elect Management Nominee Vincent (Vince) J. Tyra <i>Voting Policy Rationale: DO NOT VOTE on this card.</i>	Mgmt	For	Do Not Vote	Do Not Vote
2.10	Elect Management Nominee Les Viner <i>Voting Policy Rationale: DO NOT VOTE on this card.</i>	Mgmt	For	Do Not Vote	Do Not Vote
2.11	Elect Dissident Nominee Karen Stuckey <i>Voting Policy Rationale: DO NOT VOTE on this card.</i>	SH	For	Do Not Vote	Do Not Vote
2.12	Elect Dissident Nominee J.P. Towner <i>Voting Policy Rationale: DO NOT VOTE on this card.</i>	SH	For	Do Not Vote	Do Not Vote
2.13	Elect Dissident Nominee Michael Kneeland <i>Voting Policy Rationale: DO NOT VOTE on this card.</i>	SH	Withhold	Do Not Vote	Do Not Vote
2.14	Elect Dissident Nominee Michener Chandlee <i>Voting Policy Rationale: DO NOT VOTE on this card.</i>	SH	Withhold	Do Not Vote	Do Not Vote
2.15	Elect Dissident Nominee Ghislain Houle <i>Voting Policy Rationale: DO NOT VOTE on this card.</i>	SH	Withhold	Do Not Vote	Do Not Vote
2.16	Elect Dissident Nominee Melanie Kau <i>Voting Policy Rationale: DO NOT VOTE on this card.</i>	SH	Withhold	Do Not Vote	Do Not Vote

Gildan Activewear Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.17	Elect Dissident Nominee Peter Lee	SH	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
2.18	Elect Dissident Nominee Glenn J. Chamandy	SH	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
	Shareholder Proposal	Mgmt			
4	Report on Human Rights Risk Infrastructure	SH	Against	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
	Dissident Universal Proxy (Gold Proxy Card)	Mgmt			
1	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR the ratification of KPMG LLP as auditor as non-audit fees (0 percent) were reasonable relative to total fees paid to the auditor.</i>				
	From the Combined List of Management & Dissident Nominees - Elect up to 12 Nominees	Mgmt			
2.1	Elect Dissident Nominee Karen Stuckey	SH	For	For	For
	<i>Voting Policy Rationale: The dissident has presented a compelling case to reverse the change implemented by the legacy board (which is categorically supported by the management slate). As Chamandy's reinstatement as CEO relies on the dissident achieving majority control, shareholders are recommended to vote FOR all eight dissident nominees. Shareholders are recommended to WITHHOLD votes from management nominees Timothy (Tim) Hodgson, Lewis (Lee) Bird III, Dhaval Jitendra Buch, Marcello (Marc) Cairn, A. Jane Craighead, Sharon Driscoll, Lynn Loewen, Anne Martin-Vachon, Vincent (Vince) Tyra, and Les Viner.</i>				
2.2	Elect Dissident Nominee J.P. Towner	SH	For	For	For
	<i>Voting Policy Rationale: The dissident has presented a compelling case to reverse the change implemented by the legacy board (which is categorically supported by the management slate). As Chamandy's reinstatement as CEO relies on the dissident achieving majority control, shareholders are recommended to vote FOR all eight dissident nominees. Shareholders are recommended to WITHHOLD votes from management nominees Timothy (Tim) Hodgson, Lewis (Lee) Bird III, Dhaval Jitendra Buch, Marcello (Marc) Cairn, A. Jane Craighead, Sharon Driscoll, Lynn Loewen, Anne Martin-Vachon, Vincent (Vince) Tyra, and Les Viner.</i>				
2.3	Elect Dissident Nominee Michael Kneeland	SH	For	For	For
	<i>Voting Policy Rationale: The dissident has presented a compelling case to reverse the change implemented by the legacy board (which is categorically supported by the management slate). As Chamandy's reinstatement as CEO relies on the dissident achieving majority control, shareholders are recommended to vote FOR all eight dissident nominees. Shareholders are recommended to WITHHOLD votes from management nominees Timothy (Tim) Hodgson, Lewis (Lee) Bird III, Dhaval Jitendra Buch, Marcello (Marc) Cairn, A. Jane Craighead, Sharon Driscoll, Lynn Loewen, Anne Martin-Vachon, Vincent (Vince) Tyra, and Les Viner.</i>				
2.4	Elect Dissident Nominee Michener Chandlee	SH	For	For	For
	<i>Voting Policy Rationale: The dissident has presented a compelling case to reverse the change implemented by the legacy board (which is categorically supported by the management slate). As Chamandy's reinstatement as CEO relies on the dissident achieving majority control, shareholders are recommended to vote FOR all eight dissident nominees. Shareholders are recommended to WITHHOLD votes from management nominees Timothy (Tim) Hodgson, Lewis (Lee) Bird III, Dhaval Jitendra Buch, Marcello (Marc) Cairn, A. Jane Craighead, Sharon Driscoll, Lynn Loewen, Anne Martin-Vachon, Vincent (Vince) Tyra, and Les Viner.</i>				

Gildan Activewear Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.5	Elect Dissident Nominee Ghislain Houle	SH	For	For	For
	<p><i>Voting Policy Rationale: The dissident has presented a compelling case to reverse the change implemented by the legacy board (which is categorically supported by the management slate). As Chamandy's reinstatement as CEO relies on the dissident achieving majority control, shareholders are recommended to vote FOR all eight dissident nominees. Shareholders are recommended to WITHHOLD votes from management nominees Timothy (Tim) Hodgson, Lewis (Lee) Bird III, Dhaval Jitendra Buch, Marcello (Marc) Cairn, A. Jane Craighead, Sharon Driscoll, Lynn Loewen, Anne Martin-Vachon, Vincent (Vince) Tyra, and Les Viner.</i></p>				
2.6	Elect Dissident Nominee Melanie Kau	SH	For	For	For
	<p><i>Voting Policy Rationale: The dissident has presented a compelling case to reverse the change implemented by the legacy board (which is categorically supported by the management slate). As Chamandy's reinstatement as CEO relies on the dissident achieving majority control, shareholders are recommended to vote FOR all eight dissident nominees. Shareholders are recommended to WITHHOLD votes from management nominees Timothy (Tim) Hodgson, Lewis (Lee) Bird III, Dhaval Jitendra Buch, Marcello (Marc) Cairn, A. Jane Craighead, Sharon Driscoll, Lynn Loewen, Anne Martin-Vachon, Vincent (Vince) Tyra, and Les Viner.</i></p>				
2.7	Elect Dissident Nominee Peter Lee	SH	For	For	For
	<p><i>Voting Policy Rationale: The dissident has presented a compelling case to reverse the change implemented by the legacy board (which is categorically supported by the management slate). As Chamandy's reinstatement as CEO relies on the dissident achieving majority control, shareholders are recommended to vote FOR all eight dissident nominees. Shareholders are recommended to WITHHOLD votes from management nominees Timothy (Tim) Hodgson, Lewis (Lee) Bird III, Dhaval Jitendra Buch, Marcello (Marc) Cairn, A. Jane Craighead, Sharon Driscoll, Lynn Loewen, Anne Martin-Vachon, Vincent (Vince) Tyra, and Les Viner.</i></p>				
2.8	Elect Dissident Nominee Glenn J. Chamandy	SH	For	For	For
	<p><i>Voting Policy Rationale: The dissident has presented a compelling case to reverse the change implemented by the legacy board (which is categorically supported by the management slate). As Chamandy's reinstatement as CEO relies on the dissident achieving majority control, shareholders are recommended to vote FOR all eight dissident nominees. Shareholders are recommended to WITHHOLD votes from management nominees Timothy (Tim) Hodgson, Lewis (Lee) Bird III, Dhaval Jitendra Buch, Marcello (Marc) Cairn, A. Jane Craighead, Sharon Driscoll, Lynn Loewen, Anne Martin-Vachon, Vincent (Vince) Tyra, and Les Viner.</i></p>				
2.9	Elect Management Nominee Timothy Hodgson	Mgmt	Withhold	Withhold	Withhold
	<p><i>Voting Policy Rationale: The dissident has presented a compelling case to reverse the change implemented by the legacy board (which is categorically supported by the management slate). As Chamandy's reinstatement as CEO relies on the dissident achieving majority control, shareholders are recommended to vote FOR all eight dissident nominees. Shareholders are recommended to WITHHOLD votes from management nominees Timothy (Tim) Hodgson, Lewis (Lee) Bird III, Dhaval Jitendra Buch, Marcello (Marc) Cairn, A. Jane Craighead, Sharon Driscoll, Lynn Loewen, Anne Martin-Vachon, Vincent (Vince) Tyra, and Les Viner.</i></p>				
2.10	Elect Management Nominee Lewis L. (Lee) Bird, III	Mgmt	Withhold	Withhold	Withhold
	<p><i>Voting Policy Rationale: The dissident has presented a compelling case to reverse the change implemented by the legacy board (which is categorically supported by the management slate). As Chamandy's reinstatement as CEO relies on the dissident achieving majority control, shareholders are recommended to vote FOR all eight dissident nominees. Shareholders are recommended to WITHHOLD votes from management nominees Timothy (Tim) Hodgson, Lewis (Lee) Bird III, Dhaval Jitendra Buch, Marcello (Marc) Cairn, A. Jane Craighead, Sharon Driscoll, Lynn Loewen, Anne Martin-Vachon, Vincent (Vince) Tyra, and Les Viner.</i></p>				
2.11	Elect Management Nominee Dhaval Buch	Mgmt	Withhold	Withhold	Withhold
	<p><i>Voting Policy Rationale: The dissident has presented a compelling case to reverse the change implemented by the legacy board (which is categorically supported by the management slate). As Chamandy's reinstatement as CEO relies on the dissident achieving majority control, shareholders are recommended to vote FOR all eight dissident nominees. Shareholders are recommended to WITHHOLD votes from management nominees Timothy (Tim) Hodgson, Lewis (Lee) Bird III, Dhaval Jitendra Buch, Marcello (Marc) Cairn, A. Jane Craighead, Sharon Driscoll, Lynn Loewen, Anne Martin-Vachon, Vincent (Vince) Tyra, and Les Viner.</i></p>				

Gildan Activewear Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.12	Elect Management Nominee Marc Cairn	Mgmt	Withhold	Withhold	Withhold
	<p><i>Voting Policy Rationale: The dissident has presented a compelling case to reverse the change implemented by the legacy board (which is categorically supported by the management slate). As Chamandy's reinstatement as CEO relies on the dissident achieving majority control, shareholders are recommended to vote FOR all eight dissident nominees. Shareholders are recommended to WITHHOLD votes from management nominees Timothy (Tim) Hodgson, Lewis (Lee) Bird III, Dhaval Jitendra Buch, Marcello (Marc) Cairn, A. Jane Craighead, Sharon Driscoll, Lynn Loewen, Anne Martin-Vachon, Vincent (Vince) Tyra, and Les Viner.</i></p>				
2.13	Elect Management Nominee Jane Craighead	Mgmt	Withhold	Withhold	Withhold
	<p><i>Voting Policy Rationale: The dissident has presented a compelling case to reverse the change implemented by the legacy board (which is categorically supported by the management slate). As Chamandy's reinstatement as CEO relies on the dissident achieving majority control, shareholders are recommended to vote FOR all eight dissident nominees. Shareholders are recommended to WITHHOLD votes from management nominees Timothy (Tim) Hodgson, Lewis (Lee) Bird III, Dhaval Jitendra Buch, Marcello (Marc) Cairn, A. Jane Craighead, Sharon Driscoll, Lynn Loewen, Anne Martin-Vachon, Vincent (Vince) Tyra, and Les Viner.</i></p>				
2.14	Elect Management Nominee Sharon Driscoll	Mgmt	Withhold	Withhold	Withhold
	<p><i>Voting Policy Rationale: The dissident has presented a compelling case to reverse the change implemented by the legacy board (which is categorically supported by the management slate). As Chamandy's reinstatement as CEO relies on the dissident achieving majority control, shareholders are recommended to vote FOR all eight dissident nominees. Shareholders are recommended to WITHHOLD votes from management nominees Timothy (Tim) Hodgson, Lewis (Lee) Bird III, Dhaval Jitendra Buch, Marcello (Marc) Cairn, A. Jane Craighead, Sharon Driscoll, Lynn Loewen, Anne Martin-Vachon, Vincent (Vince) Tyra, and Les Viner.</i></p>				
2.15	Elect Management Nominee Lynn Loewen	Mgmt	Withhold	Withhold	Withhold
	<p><i>Voting Policy Rationale: The dissident has presented a compelling case to reverse the change implemented by the legacy board (which is categorically supported by the management slate). As Chamandy's reinstatement as CEO relies on the dissident achieving majority control, shareholders are recommended to vote FOR all eight dissident nominees. Shareholders are recommended to WITHHOLD votes from management nominees Timothy (Tim) Hodgson, Lewis (Lee) Bird III, Dhaval Jitendra Buch, Marcello (Marc) Cairn, A. Jane Craighead, Sharon Driscoll, Lynn Loewen, Anne Martin-Vachon, Vincent (Vince) Tyra, and Les Viner.</i></p>				
2.16	Elect Management Nominee Anne Martin-Vachon	Mgmt	Withhold	Withhold	Withhold
	<p><i>Voting Policy Rationale: The dissident has presented a compelling case to reverse the change implemented by the legacy board (which is categorically supported by the management slate). As Chamandy's reinstatement as CEO relies on the dissident achieving majority control, shareholders are recommended to vote FOR all eight dissident nominees. Shareholders are recommended to WITHHOLD votes from management nominees Timothy (Tim) Hodgson, Lewis (Lee) Bird III, Dhaval Jitendra Buch, Marcello (Marc) Cairn, A. Jane Craighead, Sharon Driscoll, Lynn Loewen, Anne Martin-Vachon, Vincent (Vince) Tyra, and Les Viner.</i></p>				
2.17	Elect Management Nominee Vincent (Vince) J. Tyra	Mgmt	Withhold	Withhold	Withhold
	<p><i>Voting Policy Rationale: The dissident has presented a compelling case to reverse the change implemented by the legacy board (which is categorically supported by the management slate). As Chamandy's reinstatement as CEO relies on the dissident achieving majority control, shareholders are recommended to vote FOR all eight dissident nominees. Shareholders are recommended to WITHHOLD votes from management nominees Timothy (Tim) Hodgson, Lewis (Lee) Bird III, Dhaval Jitendra Buch, Marcello (Marc) Cairn, A. Jane Craighead, Sharon Driscoll, Lynn Loewen, Anne Martin-Vachon, Vincent (Vince) Tyra, and Les Viner.</i></p>				
2.18	Elect Management Nominee Les Viner	Mgmt	Withhold	Withhold	Withhold
	<p><i>Voting Policy Rationale: The dissident has presented a compelling case to reverse the change implemented by the legacy board (which is categorically supported by the management slate). As Chamandy's reinstatement as CEO relies on the dissident achieving majority control, shareholders are recommended to vote FOR all eight dissident nominees. Shareholders are recommended to WITHHOLD votes from management nominees Timothy (Tim) Hodgson, Lewis (Lee) Bird III, Dhaval Jitendra Buch, Marcello (Marc) Cairn, A. Jane Craighead, Sharon Driscoll, Lynn Loewen, Anne Martin-Vachon, Vincent (Vince) Tyra, and Les Viner.</i></p>				

Gildan Activewear Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote on Executive Compensation Approach	Mgmt	None	For	For
	Voting Policy Rationale: Vote FOR this non-binding advisory vote as there are no significant issues at this time.				
4	Shareholder Proposal	Mgmt			
	Report on Human Rights Risk Infrastructure	SH	None	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted, as additional disclosure regarding the company's current human rights risk infrastructure would provide shareholders valuable insight into how the company's human rights-related oversight mechanisms align with its commitments.				

Merck & Co., Inc.

Meeting Date: 05/28/2024Country: USATicker: MRK

Record Date: 04/01/2024Meeting Type: Annual

Primary Security ID: 58933Y105

					Shares Voted: 4,837
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Douglas M. Baker, Jr.	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1b	Elect Director Mary Ellen Coe	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1c	Elect Director Pamela J. Craig	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1d	Elect Director Robert M. Davis	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1e	Elect Director Thomas H. Glocer	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1f	Elect Director Risa J. Lavizzo-Mourey	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1g	Elect Director Stephen L. Mayo	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1h	Elect Director Paul B. Rothman	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1i	Elect Director Patricia F. Russo	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1j	Elect Director Christine E. Seidman	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1k	Elect Director Inge G. Thulin	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				

Merck & Co., Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1l	Elect Director Kathy J. Warden	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted, as pay and performance are reasonably aligned at this time. Although there are certain disclosure concerns with respect to STI program, the STI is primarily based on pre-set, objective measures. Additionally, the LTI is predominantly performance-conditioned with a multi-year measurement period.				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.				
4	Provide Right to Act by Written Consent	SH	Against	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.				
5	Disclose a Government Censorship Transparency Report	SH	Against	Against	Against
	Voting Policy Rationale: A vote AGAINST this proposal is warranted, because: * the company provides disclosure of its commitment to transparency; * the company has not engaged in unconstitutional censorship; and * the proponent is conflating efforts to combat misinformation with unconstitutional censorship.				
6	Report on Civil Rights and Non-Discrimination Audit	SH	Against	Against	Against
	Voting Policy Rationale: A vote AGAINST this resolution is warranted as Merck appears to be taking appropriate measures to address the risk of discrimination against employees based on religion or political views.				

Seven & i Holdings Co., Ltd.

Meeting Date: 05/28/2024Country: JapanTicker: 3382

Record Date: 02/29/2024Meeting Type: Annual

Primary Security ID: J7165H108

					Shares Voted: 3,200
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 56.5	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.				
2.1	Elect Director Isaka, Ryuichi	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.				
2.2	Elect Director Ito, Junro	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.				
2.3	Elect Director Nagamatsu, Fumihiko	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.				
2.4	Elect Director Joseph M. DePinto	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.				

Seven & i Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.5	Elect Director Maruyama, Yoshimichi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.6	Elect Director Wakita, Tamaki	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.7	Elect Director Stephen Hayes Dacus	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.8	Elect Director Yonemura, Toshiro	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.9	Elect Director Izawa, Yoshiyuki	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.					
2.10	Elect Director Yamada, Meyumi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.11	Elect Director Jenifer Simms Rogers	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.12	Elect Director Wada, Shinji	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.13	Elect Director Hachiuma, Fuminao	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.14	Elect Director Paul Yonamine	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.15	Elect Director Elizabeth Miin Meyerdirk	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					

Williams-Sonoma, Inc.

Meeting Date: 05/29/2024Country: USATicker: WISM

Record Date: 04/02/2024Meeting Type: Annual

Primary Security ID: 969904101

Shares Voted: 1,416					
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Laura Alber	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1.2	Elect Director Esi Eggleston Bracey	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1.3	Elect Director Andrew Campion	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					

Williams-Sonoma, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.4	Elect Director Scott Dahinke	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.5	Elect Director Anne Finucane	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.6	Elect Director William Ready	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.7	Elect Director Frits van Paasschen	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned, and no significant concerns were identified at this time.				
3	Amend Certificate of Incorporation to Provide for the Exculpation of Certain Officers	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.				
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.				

Mowi ASA

Meeting Date: 05/30/2024Country: NorwayTicker: MOWI

Record Date: 05/23/2024Meeting Type: Annual

Primary Security ID: R4504H101

Shares Voted: 24,752

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.a	Elect Chairman of Meeting	Mgmt	For	For	For
	Voting Policy Rationale: These are routine meeting formalities.				
1.b	Designate Inspector(s) of Minutes of Meeting	Mgmt	For	For	For
	Voting Policy Rationale: These are routine meeting formalities.				
2	Approve Notice of Meeting and Agenda	Mgmt	For	For	For
	Voting Policy Rationale: These are routine meeting formalities.				
3	Receive Briefing on the Business	Mgmt			
	Voting Policy Rationale: This is a non-voting item.				

Mowi ASA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Accept Financial Statements and Statutory Reports; Approve Allocation of Income <i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concern regarding the financial statements or the proposed allocation of income.</i>	Mgmt	For	For	For
5	Discuss Company's Corporate Governance Statement <i>Voting Policy Rationale: This is a non-voting item.</i>	Mgmt			
6	Approve Equity Plan Financing <i>Voting Policy Rationale: A vote FOR is warranted as the proposed decision would fund an equity remuneration plan which has been approved by shareholders at an earlier general meeting. However, the vote is qualified as the exercise price for the options is adjusted downwards for dividends.</i>	Mgmt	For	For	For
7	Approve Remuneration Statement <i>Voting Policy Rationale: A vote QUALIFIED FOR this item is warranted because the company's compensation practices are broadly in line with good Norwegian executive remuneration practice. While the company does not disclose the details of the vested share options, the options are likely to have zero intrinsic value as the exercise price of the options is assumed to be higher than the market price of the share at vesting. Concerns are noted regarding the lack of disclosure of performance targets and the description of individual goals under the short-term bonus plan as well as the downward adjustment mechanism for the exercise price in the granted stock option plan.</i>	Mgmt	For	For	For
8	Approve Remuneration of Directors <i>Voting Policy Rationale: A vote FOR these remuneration proposals is warranted because of a lack of concern regarding the proposed fees.</i>	Mgmt	For	For	For
9	Approve Remuneration of Nomination Committee <i>Voting Policy Rationale: A vote FOR these remuneration proposals is warranted because of a lack of concern regarding the proposed fees.</i>	Mgmt	For	For	For
10	Approve Remuneration of Auditors <i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>	Mgmt	For	For	For
11.a	Reelect Kathrine Fredriksen as Director <i>Voting Policy Rationale: A vote FOR all the proposed candidates (items 11.a – 11.d) is warranted as there are no concerns regarding the composition of the board or its committees.</i>	Mgmt	For	For	For
11.b	Reelect Peder Strand as Director <i>Voting Policy Rationale: A vote FOR all the proposed candidates (items 11.a – 11.d) is warranted as there are no concerns regarding the composition of the board or its committees.</i>	Mgmt	For	For	For
11.c	Elect Kjersti Hobøl as New Director <i>Voting Policy Rationale: A vote FOR all the proposed candidates (items 11.a – 11.d) is warranted as there are no concerns regarding the composition of the board or its committees.</i>	Mgmt	For	For	For
11.d	Elect Laif Teksum as New Director <i>Voting Policy Rationale: A vote FOR all the proposed candidates (items 11.a – 11.d) is warranted as there are no concerns regarding the composition of the board or its committees.</i>	Mgmt	For	For	For
12.a	Reelect Anne Lise Ellingsen Gryta as Member of Nominating Committee <i>Voting Policy Rationale: A vote FOR this item is warranted, because of a lack of controversy regarding the nominating committee.</i>	Mgmt	For	For	For
12.b	Elect Peder Weidemann Egseth as Member of Nominating Committee <i>Voting Policy Rationale: A vote FOR this item is warranted, because of a lack of controversy regarding the nominating committee.</i>	Mgmt	For	For	For

Mowi ASA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
13	Authorize Board to Distribute Dividends	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this income allocation proposal is warranted due to a lack of controversy surrounding the proposed dividend.					
14	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal to repurchase and reissue company shares is warranted, as the proposal includes acceptable holding, volume, and duration limits.					
15.A	Approve Creation of NOK 387.8 Million Pool of Capital without Preemptive Rights	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these issuance authorizations is warranted because the potential share capital increase is not excessive.					
15.B	Authorize Issuance of Convertible Bonds without Preemptive Rights up to Aggregate Nominal Amount of NOK 3.2 Billion; Approve Creation of NOK 387.8 Million Pool of Capital to Guarantee Conversion Rights	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these issuance authorizations is warranted because the potential share capital increase is not excessive.					

Henderson Land Development Company Limited

Meeting Date: 06/03/2024Country: Hong KongTicker: 12

Record Date: 05/28/2024Meeting Type: Annual

Primary Security ID: Y31476107

					Shares Voted: 59,181
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR this resolution is warranted.					
2	Approve Final Dividend	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine dividend proposal.					
3.1	Elect Lee Chau Kee as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote AGAINST the election of Ko Ping Keung is warranted for serving on more than six public company boards. In the absence of any significant issues concerning other nominees, a vote FOR their election is warranted.					
3.2	Elect Yip Ying Chee, John as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote AGAINST the election of Ko Ping Keung is warranted for serving on more than six public company boards. In the absence of any significant issues concerning other nominees, a vote FOR their election is warranted.					
3.3	Elect Fung Hau Chung, Andrew as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote AGAINST the election of Ko Ping Keung is warranted for serving on more than six public company boards. In the absence of any significant issues concerning other nominees, a vote FOR their election is warranted.					

Henderson Land Development Company Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.4	Elect Ko Ping Keung as Director	Mgmt	For	Against	Against
Voting Policy Rationale: A vote AGAINST the election of Ko Ping Keung is warranted for serving on more than six public company boards. In the absence of any significant issues concerning other nominees, a vote FOR their election is warranted.					
3.5	Elect Woo Ka Biu, Jackson as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote AGAINST the election of Ko Ping Keung is warranted for serving on more than six public company boards. In the absence of any significant issues concerning other nominees, a vote FOR their election is warranted.					
3.6	Elect Poon Chung Kwong as Director	Mgmt	For	For	For
Voting Policy Rationale: A vote AGAINST the election of Ko Ping Keung is warranted for serving on more than six public company boards. In the absence of any significant issues concerning other nominees, a vote FOR their election is warranted.					
4	Approve KPMG as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.					
5A	Authorize Repurchase of Issued Share Capital	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed share repurchase.					
5B	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against	Against
Voting Policy 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 for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.					
5C	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against	Against
Voting Policy 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 for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.					

Cognizant Technology Solutions Corporation

Meeting Date: 06/04/2024Country: USATicker: CTSH

Record Date: 04/08/2024Meeting Type: Annual

Primary Security ID: 192446102

Shares Voted: 36,174

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Zain Abdalla	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.					
1b	Elect Director Vinita Bali	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.					
1c	Elect Director Eric Branderiz	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.					

Cognizant Technology Solutions Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Archana Deskus	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1e	Elect Director John M. Dineen	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1f	Elect Director Ravi Kumar S	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1g	Elect Director Leo S. Mackay, Jr.	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1h	Elect Director Michael Patsalos-Fox	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1i	Elect Director Stephen "Steve" J. Rohleder	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1j	Elect Director Abraham "Bram" Schot	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1k	Elect Director Joseph M. Velli	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1l	Elect Director Sandra S. Wijnberg	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. A majority of the annual incentives were tied to pre-set financial measures and annual equity awards were primarily performance-conditioned. The committee exercised positive discretion on annual incentive payouts, but below target payouts are generally in line with recent company performance.				
3	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation and to Remove Obsolete Provisions	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.				
5	Adopt Policy on Fair Treatment of Shareholder Nominees	SH	Against	Against	Against
	Voting Policy Rationale: A vote AGAINST this proposal is warranted as the proponent as not provided a compelling argument that the proposed policy would materially protect or improve shareholders' rights.				

Allegion Plc

Meeting Date: 06/06/2024Country: IrelandTicker: ALLE

Record Date: 04/11/2024Meeting Type: Annual

Primary Security ID: G0176J109

Allegion Plc

Shares Voted: 5,123					
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Kirk S. Hachigian	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1b	Elect Director Susan L. Main	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1c	Elect Director Steven C. Mizell	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1d	Elect Director Nicole Parent Haughey	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1e	Elect Director Lauren B. Peters	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1f	Elect Director Ellen Rubin	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1g	Elect Director John H. Stone	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1h	Elect Director Dev Vardhan	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. Annual incentives were determined by pre-set financial metrics, with performance targets that were set above the prior year's targets and achieved results. In addition, half of target long-term incentives are performance conditioned and measured over a multi-year period.				
3	Ratify PricewaterhouseCoopers as Auditors and Authorise Their Remuneration	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.				
4	Renew the Board's Authority to Issue Shares Under Irish Law	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.				
5	Renew the Board's Authority to Opt-Out of Statutory Pre-Emptions Rights	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.				

Compagnie de Saint-Gobain SA

Meeting Date: 06/06/2024
Record Date: 06/04/2024
Primary Security ID: F80343100

Country: France
Meeting Type: Annual/Special

Ticker: SGO

Compagnie de Saint-Gobain SA

Shares Voted: 8,105

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Ordinary Business	Mgmt			
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted due to the unqualified auditors' opinion and lack of concerns.</i>				
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted due to the unqualified auditors' opinion and lack of concerns.</i>				
3	Approve Allocation of Income and Dividends of EUR 2.10 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted because the proposed payout ratio is adequate without being excessive.</i>				
4	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as the information disclosed in the auditors' special report does not raise concerns.</i>				
5	Reelect Jean-Francois Cirelli as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the (re)elections of these independent nominees are warranted in the absence of specific concerns (Items 5-8).</i>				
6	Elect Sophie Brochu as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the (re)elections of these independent nominees are warranted in the absence of specific concerns (Items 5-8).</i>				
7	Elect Helena de Tissot as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the (re)elections of these independent nominees are warranted in the absence of specific concerns (Items 5-8).</i>				
8	Elect Geoffroy Roux de Bezieux as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the (re)elections of these independent nominees are warranted in the absence of specific concerns (Items 5-8).</i>				
9	Approve Compensation of Pierre-Andre de Chalendar, Chairman of the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted although the following concerns are raised: ~ The chairman received a full LTIP despite holding an executive role for only a part of the vesting period. * The board of directors discretionarily amended the level of achievement of the ROCE performance criterion attached to performance shares plan. The main reason for support is: * There are no other concerns.</i>				
10	Approve Compensation of Benoit Bazin, CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted although the following concerns are raised: ~ The board of directors discretionarily amended the level of achievement of the ROCE performance criterion attached to performance shares plan. The main reason for support is: * There are no other concerns.</i>				
11	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
12	Approve Remuneration Policy of Chairman of the Board from January 1, 2024 to June 6, 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>				

Compagnie de Saint-Gobain SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
13	Approve Remuneration Policy of CEO from January 1, 2024 to June 6, 2024	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these remuneration policies are warranted although the following concerns are raised: * The financial criteria in the bonus allow a partial compensatory effect (items 13 & 14). * The level of disclosure surrounding the LTIP performance conditions is limited (items 13 & 14). * The performance conditions attached to the termination payment lack stringency (items 13 & 14). * The proposed policy for the combined Chair-CEO roles includes a significant increase of the base salary (item 14). The main reasons for support are: * The company provides sufficient rationale for the proposed increase. * There are no other concerns.</i>					
14	Approve Remuneration Policy of Chairman and CEO from June 7, 2024 to December 31, 2024	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these remuneration policies are warranted although the following concerns are raised: * The financial criteria in the bonus allow a partial compensatory effect (items 13 & 14). * The level of disclosure surrounding the LTIP performance conditions is limited (items 13 & 14). * The performance conditions attached to the termination payment lack stringency (items 13 & 14). * The proposed policy for the combined Chair-CEO roles includes a significant increase of the base salary (item 14). The main reasons for support are: * The company provides sufficient rationale for the proposed increase. * There are no other concerns.</i>					
15	Approve Remuneration Policy of Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>					
16	Approve Remuneration of Directors in the Aggregate Amount of EUR 1,600,000	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted since the proposed amount remains in line with French market practices.</i>					
17	Renew Appointment of KPMG SA as Auditor	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>					
18	Appoint Deloitte & Associates as Auditor for the Sustainability Reporting	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted as it does not raise concerns.</i>					
19	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
<i>Voting Policy Rationale: Such share buyback programs merit a vote FOR.</i>					
Extraordinary Business		Mgmt			
20	Amend Articles 11, 16 and 18 of Bylaws Re: Lead Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted as the appointment of an independent lead director is considered a positive change.</i>					
21	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this routine item is warranted.</i>					

The Mosaic Company

Meeting Date: 06/06/2024	Country: USA	Ticker: MOS
Record Date: 04/08/2024	Meeting Type: Annual	
Primary Security ID: 61945C103		

The Mosaic Company

					Shares Voted: 33,074
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Cheryl K. Beebe	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1b	Elect Director Gregory L. Ebel	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1c	Elect Director Bruce M. Bodine	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1d	Elect Director Timothy S. Gitzel	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1e	Elect Director Emery N. Koenig	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1f	Elect Director Jody L. Kuzenko	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1g	Elect Director David T. Seaton	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1h	Elect Director Joao Roberto Goncalves Teixeira	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1i	Elect Director Gretchen H. Watkins	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
1j	Elect Director Kelvin R. Westbrook	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted as pay and company performance are reasonably aligned at this time. A majority of the annual incentive award is conditioned on objective financial performance, and a majority of the company's equity grants are based on a multi-year performance period.				

Comcast Corporation

Meeting Date: 06/10/2024Country: USATicker: CMCSA

Record Date: 04/01/2024Meeting Type: Annual

Primary Security ID: 20030N101

					Shares Voted: 31,664
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kenneth J. Bacon	Mgmt	For	Withhold	Withhold

Comcast Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for Kenneth Bacon, Madeline Bell, and Jeffrey Honickman given the board's failure to remove, or subject to a reasonable sunset requirement, the multi-class capital structure with disparate voting rights. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Thomas J. Baltimore, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for Kenneth Bacon, Madeline Bell, and Jeffrey Honickman given the board's failure to remove, or subject to a reasonable sunset requirement, the multi-class capital structure with disparate voting rights. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Madeline S. Bell	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for Kenneth Bacon, Madeline Bell, and Jeffrey Honickman given the board's failure to remove, or subject to a reasonable sunset requirement, the multi-class capital structure with disparate voting rights. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Louise F. Brady	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for Kenneth Bacon, Madeline Bell, and Jeffrey Honickman given the board's failure to remove, or subject to a reasonable sunset requirement, the multi-class capital structure with disparate voting rights. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Edward D. Breen	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for Kenneth Bacon, Madeline Bell, and Jeffrey Honickman given the board's failure to remove, or subject to a reasonable sunset requirement, the multi-class capital structure with disparate voting rights. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Jeffrey A. Honickman	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for Kenneth Bacon, Madeline Bell, and Jeffrey Honickman given the board's failure to remove, or subject to a reasonable sunset requirement, the multi-class capital structure with disparate voting rights. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Wonya Y. Lucas	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for Kenneth Bacon, Madeline Bell, and Jeffrey Honickman given the board's failure to remove, or subject to a reasonable sunset requirement, the multi-class capital structure with disparate voting rights. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Asuka Nakahara	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for Kenneth Bacon, Madeline Bell, and Jeffrey Honickman given the board's failure to remove, or subject to a reasonable sunset requirement, the multi-class capital structure with disparate voting rights. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director David C. Novak	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for Kenneth Bacon, Madeline Bell, and Jeffrey Honickman given the board's failure to remove, or subject to a reasonable sunset requirement, the multi-class capital structure with disparate voting rights. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director Brian L. Roberts	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for Kenneth Bacon, Madeline Bell, and Jeffrey Honickman given the board's failure to remove, or subject to a reasonable sunset requirement, the multi-class capital structure with disparate voting rights. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned. There are goal disclosure concerns for some of the metrics under the annual and long-term incentive plans. That said, short-term incentives were primarily based on pre-set financial metrics, and long-term incentives were targeted to be majority performance-conditioned, with the proportion of PSU's expected to increase in FY24.</i>				

Comcast Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Report on Congruency of Political Spending with Company Stated Values	SH	Against	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted, as a report on the company's congruence of political expenditures with stated values would enable shareholders to have a more comprehensive understanding of how the company oversees and manages risks related to its political partnerships.					

Best Buy Co., Inc.

Meeting Date: 06/12/2024Country: USATicker: BBY

Record Date: 04/15/2024Meeting Type: Annual

Primary Security ID: 086516101

Shares Voted: 36,797					
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Corie S. Barry	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1b	Elect Director Lisa M. Caputo	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1c	Elect Director David W. Kenny	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1d	Elect Director David C. Kimbell	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1e	Elect Director Mario J. Marte	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1f	Elect Director Karen A. McLoughlin	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1g	Elect Director Claudia F. Munce	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1h	Elect Director Richelle P. Parham	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1i	Elect Director Steven E. Rendle	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1j	Elect Director Sima D. Sistani	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1k	Elect Director Melinda D. Whittington	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.					

Best Buy Co., Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted. Although a concern persists that the PSU relative TSR metric targets merely median performance, half of the long-term incentives are performance based and utilize a multi-year measurement period with forward-looking goals disclosed. Additionally, the annual incentive continued to be based primarily on financial performance.					
4	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	Against	Against
Voting Policy Rationale: A vote AGAINST this proposal is warranted. The company has a policy that limits cash severance to a reasonable basis, absent shareholder approval, and no significant concerns are identified with respect to equity award treatment.					

Dick's Sporting Goods, Inc.

Meeting Date: 06/12/2024 Country: USA Ticker: DKS
Record Date: 04/15/2024 Meeting Type: Annual
Primary Security ID: 253393102

Shares Voted: 13,195

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Mark J. Barrenechea	Mgmt	For	For	For
Voting Policy Rationale: WITHHOLD votes are warranted for Governance Committee nominees William Colombo, Anne Fink, Larry Fitzgerald Jr., Lawrence Schorr, and Larry Stone for maintaining a dual-class structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.					
1b	Elect Director Emanuel Chirico	Mgmt	For	For	For
Voting Policy Rationale: WITHHOLD votes are warranted for Governance Committee nominees William Colombo, Anne Fink, Larry Fitzgerald Jr., Lawrence Schorr, and Larry Stone for maintaining a dual-class structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.					
1c	Elect Director William J. Colombo	Mgmt	For	Withhold	Withhold
Voting Policy Rationale: WITHHOLD votes are warranted for Governance Committee nominees William Colombo, Anne Fink, Larry Fitzgerald Jr., Lawrence Schorr, and Larry Stone for maintaining a dual-class structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.					
1d	Elect Director Robert W. Eddy	Mgmt	For	For	For
Voting Policy Rationale: WITHHOLD votes are warranted for Governance Committee nominees William Colombo, Anne Fink, Larry Fitzgerald Jr., Lawrence Schorr, and Larry Stone for maintaining a dual-class structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.					
1e	Elect Director Anne Fink	Mgmt	For	Withhold	Withhold
Voting Policy Rationale: WITHHOLD votes are warranted for Governance Committee nominees William Colombo, Anne Fink, Larry Fitzgerald Jr., Lawrence Schorr, and Larry Stone for maintaining a dual-class structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.					
1f	Elect Director Larry Fitzgerald, Jr.	Mgmt	For	Withhold	Withhold
Voting Policy Rationale: WITHHOLD votes are warranted for Governance Committee nominees William Colombo, Anne Fink, Larry Fitzgerald Jr., Lawrence Schorr, and Larry Stone for maintaining a dual-class structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.					

Dick's Sporting Goods, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Director Lauren R. Hobart	Mgmt	For	For	For
Voting Policy Rationale: WITHHOLD votes are warranted for Governance Committee nominees William Colombo, Anne Fink, Larry Fitzgerald Jr., Lawrence Schorr, and Larry Stone for maintaining a dual-class structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.					
1h	Elect Director Sandeep Mathrani	Mgmt	For	For	For
Voting Policy Rationale: WITHHOLD votes are warranted for Governance Committee nominees William Colombo, Anne Fink, Larry Fitzgerald Jr., Lawrence Schorr, and Larry Stone for maintaining a dual-class structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.					
1i	Elect Director Desiree Ralls-Morrison	Mgmt	For	For	For
Voting Policy Rationale: WITHHOLD votes are warranted for Governance Committee nominees William Colombo, Anne Fink, Larry Fitzgerald Jr., Lawrence Schorr, and Larry Stone for maintaining a dual-class structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.					
1j	Elect Director Lawrence J. Schorr	Mgmt	For	Withhold	Withhold
Voting Policy Rationale: WITHHOLD votes are warranted for Governance Committee nominees William Colombo, Anne Fink, Larry Fitzgerald Jr., Lawrence Schorr, and Larry Stone for maintaining a dual-class structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.					
1k	Elect Director Edward W. Stack	Mgmt	For	For	For
Voting Policy Rationale: WITHHOLD votes are warranted for Governance Committee nominees William Colombo, Anne Fink, Larry Fitzgerald Jr., Lawrence Schorr, and Larry Stone for maintaining a dual-class structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.					
1l	Elect Director Larry D. Stone	Mgmt	For	Withhold	Withhold
Voting Policy Rationale: WITHHOLD votes are warranted for Governance Committee nominees William Colombo, Anne Fink, Larry Fitzgerald Jr., Lawrence Schorr, and Larry Stone for maintaining a dual-class structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.					
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.					
4	Adopt a Policy to Annually Disclose EEO-1 Report	SH	Against	For	For
Voting Policy Rationale: A vote FOR this resolution 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.					
5	Amend Bylaw Waiving Business Judgement Rule	SH	Against	Against	Against
Voting Policy Rationale: A vote AGAINST this proposal is warranted. Given the unusual nature of the proposal, it appears the amendment would potentially limit the board's ability to fully exercise its management authority, which is prohibited under Delaware law. In addition, it is the legal opinion of the company's counsel that the proposed amendment would likely cause the company to violate Delaware law in several respects, including breaching its fiduciary duties to shareholders.					

Gaming and Leisure Properties, Inc.

Meeting Date: 06/13/2024	Country: USA	Ticker: GLPI
Record Date: 04/11/2024	Meeting Type: Annual	
Primary Security ID: 36467J108		

Gaming and Leisure Properties, Inc.

Shares Voted: 29,963

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Peter M. Carlingo	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.2	Elect Director Debra Martin Chase	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.3	Elect Director Carol "Lili" Lynton	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.4	Elect Director Joseph W. Marshall, III	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.5	Elect Director James B. Perry	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.6	Elect Director Barry F. Schwartz	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.7	Elect Director Earl C. Shanks	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1.8	Elect Director E. Scott Urdang	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.				

Tokyo Electron Ltd.

Meeting Date: 06/18/2024Country: JapanTicker: 8035

Record Date: 03/31/2024Meeting Type: Annual

Primary Security ID: JB6957115

Shares Voted: 1,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kawai, Toshiki	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.				
1.2	Elect Director Sasaki, Sadao	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.				

Tokyo Electron Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Nunokawa, Yoshikazu	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.4	Elect Director Sasaki, Michio	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.5	Elect Director Ichikawa, Sachiko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.6	Elect Director Joseph A. Kraft Jr	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.7	Elect Director Suzuki, Yukari	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.1	Appoint Statutory Auditor Miura, Ryota	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.2	Appoint Statutory Auditor Endo, Yutaka	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3	Approve Annual Bonus	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the proposal is warranted because: * The total proposed amount of the bonuses is not excessively high.					
4	Approve Deep Discount Stock Option Plan	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.					

Japan Post Holdings Co., Ltd.

Meeting Date: 06/19/2024Country: JapanTicker: 6178

Record Date: 03/31/2024Meeting Type: Annual

Primary Security ID: J2800D109

					Shares Voted: 24,603
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Masuda, Hiroya	Mgmt	For	Against	Against
Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's unfavorable ROE performance.					
1.2	Elect Director Iizuka, Atsushi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.3	Elect Director Senda, Tetsuya	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.4	Elect Director Tanigaki, Kunio	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					

Japan Post Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.5	Elect Director Kasama, Takayuki	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.6	Elect Director Okamoto, Tsuyoshi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.7	Elect Director Koezuka, Miharū	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.8	Elect Director Kaiami, Makoto	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.9	Elect Director Satake, Akira	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.10	Elect Director Suwa, Takako	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.11	Elect Director Ito, Yayoi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.12	Elect Director Oeda, Hiroshi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.13	Elect Director Kimura, Miyoiko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.14	Elect Director Shindo, Kosei	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.15	Elect Director Shiono, Noriko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					

KDDI Corp.

Meeting Date: 06/19/2024Country: JapanTicker: 9433

Record Date: 03/31/2024Meeting Type: Annual

Primary Security ID: J31843105

Shares Voted: 13,103

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 70	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.					
2.1	Elect Director Tanaka, Takashi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.2	Elect Director Takahashi, Makoto	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					

KDDI Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.3	Elect Director Kuwahara, Yasuaki	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.				
2.4	Elect Director Matsuda, Hiromichi	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.				
2.5	Elect Director Saishoji, Nanae	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.				
2.6	Elect Director Takezawa, Hiroshi	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.				
2.7	Elect Director Yamaguchi, Goro	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.				
2.8	Elect Director Yamamoto, Keiji	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.				
2.9	Elect Director Tannowa, Tsutomu	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.				
2.10	Elect Director Okawa, Junko	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.				
2.11	Elect Director Okumiya, Kyoko	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.				
2.12	Elect Director Ando, Makoto	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.				
3.1	Appoint Statutory Auditor Yamashita, Kazuyasu	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.				
3.2	Appoint Statutory Auditor Fukushima, Naoki	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.				
3.3	Appoint Statutory Auditor Kogure, Kazutoshi	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.				
3.4	Appoint Statutory Auditor Arima, Koji	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.				

Komatsu Ltd.

Meeting Date: 06/19/2024
Record Date: 03/31/2024
Primary Security ID: J35759125

Country: Japan
Meeting Type: Annual

Ticker: 6301

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 95	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Ohashi, Tetsuji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Ogawa, Hiroyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Horikoshi, Takeshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Yokomoto, Mitsuko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Kunibe, Takeshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
2.6	Elect Director Arthur M. Mitchell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Saiki, Naoko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Sawada, Michitaka	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Imayoshi, Takuya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3	Appoint Statutory Auditor Nakao, Mitsuo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4	Approve Compensation Ceilings for Directors and Statutory Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * Financial performance does not imply that the company has failed to conduct business in the interests of shareholders. * The size of the proposed ceilings cannot be regarded as excessively high.</i>				
5	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.</i>				

Mitsui & Co., Ltd.

Meeting Date: 06/19/2024

Country: Japan

Ticker: 8031

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J44690139

Shares Voted: 16,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 85 <i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>	Mgmt	For	For	For
2.1	Elect Director Yasunaga, Tatsuo <i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>	Mgmt	For	For	For
2.2	Elect Director Horii, Kenichi <i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>	Mgmt	For	For	For
2.3	Elect Director Takemasu, Yoshiaki <i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>	Mgmt	For	For	For
2.4	Elect Director Shigeta, Tetsuya <i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>	Mgmt	For	For	For
2.5	Elect Director Sato, Makoto <i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>	Mgmt	For	For	For
2.6	Elect Director Matsui, Toru <i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>	Mgmt	For	For	For
2.7	Elect Director Samuel Walsh <i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>	Mgmt	For	For	For
2.8	Elect Director Uchiyamada, Takeshi <i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as not voting for this nominee may run the risk of actually increasing management dominance of the board.</i>	Mgmt	For	For	For
2.9	Elect Director Egawa, Masako <i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>	Mgmt	For	For	For
2.10	Elect Director Ishiguro, Fujiyo <i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>	Mgmt	For	For	For
2.11	Elect Director Sarah L. Casanova <i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>	Mgmt	For	For	For
2.12	Elect Director Jessica Tan Soon Neo <i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>	Mgmt	For	For	For
3	Approve Two Types of Restricted Stock Plans and Compensation Ceiling for Statutory Auditors <i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * The size of the proposed compensation ceiling for statutory auditors cannot be regarded as excessively high. * The restricted stock plans are likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.</i>	Mgmt	For	For	For

Astellas Pharma, Inc.

Meeting Date: 06/20/2024Country: JapanTicker: 4503

Record Date: 03/31/2024Meeting Type: Annual

Primary Security ID: J03393105

Shares Voted: 43,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Yasukawa, Kenji	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.2	Elect Director Okamura, Naoki	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.3	Elect Director Sugita, Katsuyoshi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.4	Elect Director Tanaka, Takashi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.5	Elect Director Sakurai, Eiko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.6	Elect Director Miyazaki, Masahiro	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.7	Elect Director Ono, Yoichi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.1	Elect Director and Audit Committee Member Hirota, Rika	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.2	Elect Director and Audit Committee Member Nakayama, Mika	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.3	Elect Director and Audit Committee Member Aramaki, Tomoko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					

Bureau Veritas SA

Meeting Date: 06/20/2024Country: FranceTicker: BVI

Record Date: 06/18/2024Meeting Type: Annual

Primary Security ID: F96888114

Shares Voted: 5,199

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Ordinary Business	Mgmt			

Bureau Veritas SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i>				
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i>				
3	Approve Allocation of Income and Dividends of EUR 0.83 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted because the proposed payout ratio is adequate without being excessive.</i>				
4	Approve Transaction with Lead Director Re: Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted given the absence of any concerns.</i>				
5	Ratify Appointment of Geoffroy Roux de Bezieux as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Claude Ehlinger is warranted for lack of diversity on the board. A vote AGAINST is warranted due to the lack of disclosure on the name of the representative of BPI France (Item 5). Votes AGAINST these reelections are warranted since the directors are affiliated with a shareholder benefitting from the company's distortive voting structure (Items 7-8). A vote FOR the election of independent board member Geoffroy Roux de Bezieux (Item 5) is warranted given the absence of any concerns.</i>				
6	Elect BPIFRANCE INVESTISSEMENT as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Claude Ehlinger is warranted for lack of diversity on the board. A vote AGAINST is warranted due to the lack of disclosure on the name of the representative of BPI France (Item 5). Votes AGAINST these reelections are warranted since the directors are affiliated with a shareholder benefitting from the company's distortive voting structure (Items 7-8). A vote FOR the election of independent board member Geoffroy Roux de Bezieux (Item 5) is warranted given the absence of any concerns.</i>				
7	Reelect Christine Anglade as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Claude Ehlinger is warranted for lack of diversity on the board. A vote AGAINST is warranted due to the lack of disclosure on the name of the representative of BPI France (Item 5). Votes AGAINST these reelections are warranted since the directors are affiliated with a shareholder benefitting from the company's distortive voting structure (Items 7-8). A vote FOR the election of independent board member Geoffroy Roux de Bezieux (Item 5) is warranted given the absence of any concerns.</i>				
8	Reelect Claude Ehlinger as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Claude Ehlinger is warranted for lack of diversity on the board. A vote AGAINST is warranted due to the lack of disclosure on the name of the representative of BPI France (Item 5). Votes AGAINST these reelections are warranted since the directors are affiliated with a shareholder benefitting from the company's distortive voting structure (Items 7-8). A vote FOR the election of independent board member Geoffroy Roux de Bezieux (Item 5) is warranted given the absence of any concerns.</i>				
9	Appoint Ernst & Young Audit as Auditor for the Sustainability Reporting	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted given the absence of any concerns.</i>				
10	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
11	Approve Compensation of Aldo Cardoso, Chairman of the Board from January 1, 2023 until June 22, 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these remuneration reports are warranted because they do not raise any significant concern.</i>				

Bureau Veritas SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12	Approve Compensation of Laurent Mignon, Chairman of the Board from June 22, 2023 until December 31, 2023 <i>Voting Policy Rationale: Votes FOR these remuneration reports are warranted because they do not raise any significant concern.</i>	Mgmt	For	For	For
13	Approve Compensation of Hinda Gharbi, CEO from June 22, 2023 until December 31, 2023 <i>Voting Policy Rationale: A vote FOR this remuneration report is warranted but is not without concerns as: * The vesting scale of one criterion of the LTIP is not disclosed Support is nonetheless warranted given the absence of any other concerns.</i>	Mgmt	For	For	For
14	Approve Remuneration of Directors in the Aggregate Amount of EUR 1,200,000 <i>Voting Policy Rationale: A vote FOR is warranted since the proposed amount remains in line with French market practices.</i>	Mgmt	For	For	For
15	Approve Remuneration Policy of Directors <i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>	Mgmt	For	For	For
16	Approve Remuneration Policy of Chairman of the Board <i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>	Mgmt	For	For	For
17	Approve Remuneration Policy of CEO <i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted but not without concerns as: * The vesting scale of one criteria of the LTIP is not disclosed * The level of transparency surrounding the performance conditions of the termination payments is lacking. * The policy allows for the post-mandate vesting of awards. Support is nonetheless warranted given the absence of any other concerns.</i>	Mgmt	For	For	For
18	Authorize Repurchase of Up to 10 Percent of Issued Share Capital <i>Voting Policy Rationale: This resolution warrants a vote FOR as the share repurchase program cannot be continued during a takeover period.</i>	Mgmt	For	For	For
19	Authorize Filing of Required Documents/Other Formalities <i>Voting Policy Rationale: A vote FOR this routine item is warranted.</i>	Mgmt	For	For	For

eBay Inc.

Meeting Date: 06/20/2024Country: USATicker: EBAY

Record Date: 04/22/2024Meeting Type: Annual

Primary Security ID: 278642103

Shares Voted: 6,450

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Adriane M. Brown <i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>	Mgmt	For	For	For
1b	Elect Director Aparna Chennapragada <i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>	Mgmt	For	For	For

eBay Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Logan D. Green	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1d	Elect Director E. Carol Hayles	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1e	Elect Director Jamie J. Iannone	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1f	Elect Director Shripriya Mahesh	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1g	Elect Director Paul S. Pressler	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1h	Elect Director Zane Rowe	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1i	Elect Director Mohak Shroff	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
1j	Elect Director Perry M. Traquina	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the director nominees is warranted.				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned. Although concerns are raised regarding the annual performance periods utilized for a portion of the equity awards, and the lack of forward-looking goal disclosure under the LTIP, the long-term incentives were predominantly performance-conditioned, and the annual incentives were primarily based on a pre-set financial metric.				

Kingfisher plc

Meeting Date: 06/20/2024Country: United KingdomTicker: KGF

Record Date: 06/18/2024Meeting Type: Annual

Primary Security ID: G5256E441

Shares Voted: 86,819

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.				
2	Approve Remuneration Report	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR the remuneration report is considered warranted, as no material concerns have been identified. Nonetheless, it is noted that overall pay this year has been amplified by the vesting of legacy awards.				

Kingfisher plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
4	Re-elect Claudia Arney as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is considered warranted, as no significant concerns have been identified.</i>				
5	Re-elect Bernard Bot as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is considered warranted, as no significant concerns have been identified.</i>				
6	Re-elect Catherine Bradley as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is considered warranted, as no significant concerns have been identified.</i>				
7	Re-elect Jeff Carr as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is considered warranted, as no significant concerns have been identified.</i>				
8	Re-elect Thierry Garnier as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is considered warranted, as no significant concerns have been identified.</i>				
9	Re-elect Sophie Gasperment as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is considered warranted, as no significant concerns have been identified.</i>				
10	Re-elect Rakhi Goss-Custard as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is considered warranted, as no significant concerns have been identified.</i>				
11	Re-elect Bill Lennie as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is considered warranted, as no significant concerns have been identified.</i>				
12	Reappoint Deloitte LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.</i>				
13	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because there are no concerns regarding this proposal.</i>				
14	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
15	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
16	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
17	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				

Kingfisher plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
18	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.					
19	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.					

Ricoh Co., Ltd.

Meeting Date: 06/20/2024
Record Date: 03/31/2024
Primary Security ID: J64683105

Country: Japan
Meeting Type: Annual

Ticker: 7752

Shares Voted: 26,003

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 18	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.					
2.1	Elect Director Yamashita, Yoshinori	Mgmt	For	Against	Against
Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's unfavorable ROE performance.					
2.2	Elect Director Oyama, Akira	Mgmt	For	Against	Against
Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's unfavorable ROE performance.					
2.3	Elect Director Kawaguchi, Takashi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.4	Elect Director Yoko, Keisuke	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.					
2.5	Elect Director Tani, Sadafumi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.6	Elect Director Ishimura, Kazuhiko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.7	Elect Director Ishiguro, Shigenao	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.8	Elect Director Takeda, Yoko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					

Ricoh Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.1	Appoint Statutory Auditor Nishinomiya, Kazuo	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.					
3.2	Appoint Statutory Auditor Suzuki, Kunimasa	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3.3	Appoint Statutory Auditor Otsuka, Toshihiro	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
4	Approve Annual Bonus	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the proposal is warranted because: * The total proposed amount of the bonuses is not excessively high.					

Sompo Holdings, Inc.

Meeting Date: 06/24/2024Country: JapanTicker: 8630

Record Date: 03/31/2024Meeting Type: Annual

Primary Security ID: J7621A101

					Shares Voted: 3,000
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 150	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.					
2.1	Elect Director Okumura, Mikio	Mgmt	For	Against	Against
Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's capital misallocation. * The nominee, as a top executive, should be considered accountable for the collusion incident over insurance premiums and Bigmotor Co.'s insurance fraud.					
2.2	Elect Director Hamada, Masahiro	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.3	Elect Director Hara, Shinichi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.4	Elect Director Scott Trevor Davis	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.5	Elect Director Endo, Isao	Mgmt	For	Against	Against
Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * The nominee cannot be expected to fulfill the role of overseeing management effectively in the interests of shareholders in light of the low attendance rate.					
2.6	Elect Director Higashi, Kazuhiro	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * The affiliated outsider's presence on the board cannot be regarded detrimental when the board is majority independent.					

Sompo Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.7	Elect Director Shibata, Misuzu	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.8	Elect Director Nawa, Takashi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.9	Elect Director Yamada, Meyumi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.10	Elect Director Ito, Kumi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.11	Elect Director Waga, Masayuki	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.12	Elect Director Kajikawa, Toru	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.13	Elect Director Kasai, Satoshi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					

Brother Industries, Ltd.

Meeting Date: 06/25/2024Country: JapanTicker: 6448

Record Date: 03/31/2024Meeting Type: Annual

Primary Security ID: 114813108

Shares Voted: 12,203

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Koike, Toshikazu	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.2	Elect Director Sasaki, Ichiro	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.3	Elect Director Ikeda, Kazufumi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.4	Elect Director Ishiguro, Tadashi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.5	Elect Director Kuwabara, Satoru	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.6	Elect Director Murakami, Taizo	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.7	Elect Director Takeuchi, Kelsuke	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					

Brother Industries, Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.8	Elect Director Shirai, Aya	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.9	Elect Director Uchida, Kazunari	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.10	Elect Director Hidaka, Naoki	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.11	Elect Director Miyaki, Masahiko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2	Appoint Statutory Auditor Obayashi, Keizo	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.					

Daito Trust Construction Co. Ltd.

Meeting Date: 06/25/2024Country: JapanTicker: 1878

Record Date: 03/31/2024Meeting Type: Annual

Primary Security ID: J11151107

Shares Voted: 1,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 288	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.					
2	Amend Articles to Amend Business Lines	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns resulting from the change to the articles.					
3.1	Elect Director Takeuchi, Kei	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3.2	Elect Director Mori, Yoshihiro	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3.3	Elect Director Tate, Masafumi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3.4	Elect Director Okamoto, Tsukasa	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3.5	Elect Director Amano, Yutaka	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3.6	Elect Director Tanaka, Yoshimasa	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					

Daito Trust Construction Co. Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.7	Elect Director Iritani, Atsushi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful because outside directors are not required in the category of "directors who are not audit committee members."					
3.8	Elect Director Ouchi, Chieko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3.9	Elect Director Owada, Junko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					

Kajima Corp.

Meeting Date: 06/25/2024Country: JapanTicker: 1812

Record Date: 03/31/2024Meeting Type: Annual

Primary Security ID: J29223120

Shares Voted: 23,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 55	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.					
2.1	Elect Director Oshimi, Yoshikazu	Mgmt	For	Against	Against
Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's capital misallocation.					
2.2	Elect Director Amano, Hiromasa	Mgmt	For	Against	Against
Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's capital misallocation.					
2.3	Elect Director Koshijima, Keisuke	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.4	Elect Director Kazama, Masaru	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.5	Elect Director Ishikawa, Hiroshi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.6	Elect Director Katsumi, Takashi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.7	Elect Director Kumano, Takashi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.8	Elect Director Saito, Kiyomi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.9	Elect Director Suzuki, Yoichi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					

Kajima Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.10	Elect Director Saito, Tamotsu	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.11	Elect Director Iijima, Masami	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.12	Elect Director Terawaki, Kazumine	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3.1	Appoint Statutory Auditor Kobayashi, Toshiaki	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.					
3.2	Appoint Statutory Auditor Nakamori, Makiko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					

Mazda Motor Corp.

Meeting Date: 06/25/2024Country: JapanTicker: 7261

Record Date: 03/31/2024Meeting Type: Annual

Primary Security ID: J41551110

					Shares Voted: 13,403
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 35	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.					
2.1	Elect Director Shobuda, Kiyotaka	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.2	Elect Director Moro, Masahiro	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.3	Elect Director Jeffrey H. Guyton	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.4	Elect Director Aoyama, Yasuhiro	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.5	Elect Director Hirose, Ichiro	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.6	Elect Director Mukai, Takeshi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.7	Elect Director Kojima, Takeji	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					

Mazda Motor Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.8	Elect Director Sato, Kiyoshi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.9	Elect Director Ogawa, Michiko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3	Approve Restricted Stock Plan and Performance Share Plan	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * The restricted stock plan and performance share plan are likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.					

TIS, Inc. (Japan)

Meeting Date: 06/25/2024Country: JapanTicker: 3626

Record Date: 03/31/2024Meeting Type: Annual

Primary Security ID: J8T622102

					Shares Voted: 5,800
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 39	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.					
2.1	Elect Director Kuwano, Toru	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.2	Elect Director Okamoto, Yasushi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.3	Elect Director Yanai, Josaku	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.4	Elect Director Horiguchi, Shinichi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.5	Elect Director Kitaoka, Takayuki	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.6	Elect Director Hikida, Shuzo	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.7	Elect Director Tsuchiya, Fumio	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.8	Elect Director Mizukoshi, Naoko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.9	Elect Director Sunaga, Junko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					

TIS, Inc. (Japan)

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.1	Appoint Statutory Auditor Kishimoto, Hideki	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.					
3.2	Appoint Statutory Auditor Ono, Yukio	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3.3	Appoint Statutory Auditor Yamakawa, Akiko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3.4	Appoint Statutory Auditor Kudo, Hiroko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
4	Approve Compensation Ceilings for Directors and Statutory Auditors	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * The increase in the compensation ceiling for directors is intended to introduce/increase performance-based pay. * The size of the proposed ceilings cannot be regarded as excessively high.					
5	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.					

Isuzu Motors Ltd.

Meeting Date: 06/26/2024Country: JapanTicker: 7202

Record Date: 03/31/2024Meeting Type: Annual

Primary Security ID: J24994113

Shares Voted: 44,503

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 49	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.					
2	Amend Articles to Clarify Director Authority on Shareholder Meetings	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns resulting from the change to the articles.					
3.1	Elect Director Katayama, Masanori	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3.2	Elect Director Minami, Shinsuke	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3.3	Elect Director Takahashi, Shinichi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					

Isuzu Motors Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.4	Elect Director Yamaguchi, Naohiro	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3.5	Elect Director Fujimori, Shun	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3.6	Elect Director Ikemoto, Tetsuya	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3.7	Elect Director Shibata, Mitsuyoshi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3.8	Elect Director Miyai, Machiko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3.9	Elect Director Nakano, Tetsuya	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
4	Approve Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * Financial performance does not imply that the company has failed to conduct business in the interests of shareholders. * The size of the proposed ceiling cannot be regarded as high.					
5	Approve Compensation Ceiling for Directors Who Are Audit Committee Members	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * The size of the proposed ceiling cannot be regarded as high.					
6	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.					

Nissan Chemical Corp.

Meeting Date: 06/26/2024Country: JapanTicker: 4021

Record Date: 03/31/2024Meeting Type: Annual

Primary Security ID: J56988108

					Shares Voted: 5,400
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 94	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.					
2.1	Elect Director Kinoshita, Kojiro	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					

Nissan Chemical Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.2	Elect Director Yagi, Shinsuke	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.3	Elect Director Honda, Takashi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.4	Elect Director Ishikawa, Motoaki	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.5	Elect Director Daimon, Hideki	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.6	Elect Director Matsuoka, Takeshi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.7	Elect Director Obayashi, Hidehito	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.8	Elect Director Kataoka, Kazunori	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.9	Elect Director Nakagawa, Miyuki	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.10	Elect Director Takeoka, Yuko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3	Appoint Statutory Auditor Takahama, Shigeru	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					

ROHM Co., Ltd.

Meeting Date: 06/26/2024Country: JapanTicker: 6963

Record Date: 03/31/2024Meeting Type: Annual

Primary Security ID: J65328122

Shares Voted: 7,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 25	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.					
2.1	Elect Director Matsumoto, Isao	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.2	Elect Director Azuma, Katsumi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					

ROHM Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.3	Elect Director Ino, Kazuhide	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.4	Elect Director Tateishi, Tetsuo	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.5	Elect Director Yamamoto, Koji	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.6	Elect Director Nagumo, Tadanobu	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.7	Elect Director Peter Kennevan	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.8	Elect Director Inoue, Fukuko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.9	Elect Director Aoki, Tetsuo	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.10	Elect Director Kozaki, Aiko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					

SG Holdings Co., Ltd.

Meeting Date: 06/26/2024Country: JapanTicker: 9143

Record Date: 03/31/2024Meeting Type: Annual

Primary Security ID: J7134P108

Shares Voted: 11,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kuriwada, Eiichi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.2	Elect Director Matsumoto, Hidekazu	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.3	Elect Director Motomura, Masahide	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.4	Elect Director Kawanago, Katsuhiro	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.5	Elect Director Sasamori, Kimiaki	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.6	Elect Director Takaoka, Mika	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					

SG Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.7	Elect Director Sagisaka, Osami	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.8	Elect Director Akiyama, Masato	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					

Sumitomo Metal Mining Co. Ltd.

Meeting Date: 06/26/2024Country: JapanTicker: 5713

Record Date: 03/31/2024Meeting Type: Annual

Primary Security ID: J77712180

Shares Voted: 4,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 63	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.					
2.1	Elect Director Nozaki, Akira	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.2	Elect Director Matsumoto, Nobuhiro	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.3	Elect Director Takebayashi, Masaru	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.4	Elect Director Yoshida, Hiroshi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.5	Elect Director Okamoto, Hideyuki	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.6	Elect Director Ishii, Taeko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.7	Elect Director Kinoshita, Manabu	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
2.8	Elect Director Takeuchi, Koji	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3	Appoint Statutory Auditor Ieda, Tsuguya	Mgmt	For	Against	Against
Voting Policy Rationale: A vote AGAINST this nominee is warranted because: * The outside statutory auditor nominee's affiliation with the company could compromise independence.					
4	Appoint Alternate Statutory Auditor Mishina, Kazuhiro	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					

Sumitomo Metal Mining Co. Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Approve Annual Bonus	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the proposal is warranted because: * The total proposed amount of the bonuses is not excessively high.					

ZOZO, Inc.

Meeting Date: 06/26/2024Country: JapanTicker: 3092

Record Date: 03/31/2024Meeting Type: Annual

Primary Security ID: J9893A108

					Shares Voted: 9,200
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Sawada, Kotaro	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.2	Elect Director Yanagisawa, Koji	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.3	Elect Director Hirose, Fuminori	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.4	Elect Director Hide, Makoto	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.5	Elect Director Nagata, Yuko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.6	Elect Director Saito, Taro	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.7	Elect Director Kansai, Takako	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.8	Elect Director Oikawa, Takuya	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					

3i Group PLC

Meeting Date: 06/27/2024Country: United KingdomTicker: III

Record Date: 06/25/2024Meeting Type: Annual

Primary Security ID: G88473148

					Shares Voted: 22,294
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For

3i Group PLC

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration report is considered warranted as no material concerns have been identified.</i>				
3	Approve Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
4	Re-elect Simon Borrows as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
5	Re-elect Stephen Daintith as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
6	Re-elect Jasi Halai as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
7	Re-elect James Hatchley as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
8	Re-elect David Hutchison as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
9	Re-elect Lesley Knox as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
10	Re-elect Coline McConville as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
11	Re-elect Peter McKellar as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
12	Re-elect Alexandra Schaapveld as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
13	Reappoint KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is considered warranted at this time.</i>				
14	Authorise Board Acting Through the Audit and Compliance Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because there are no concerns regarding this proposal.</i>				
15	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
16	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				

3i Group PLC

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
17	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.					
18	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.					
19	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.					
20	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.					

HOYA Corp.

Meeting Date: 06/27/2024Country: JapanTicker: 7741

Record Date: 03/31/2024Meeting Type: Annual

Primary Security ID: J22R48105

Shares Voted: 1,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Yoshihara, Hiroaki	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.2	Elect Director Abe, Yasuyuki	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.3	Elect Director Hasegawa, Takayo	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.4	Elect Director Nishimura, Mika	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.5	Elect Director Sato, Mototsugu	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.6	Elect Director Ikeda, Eiichiro	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
1.7	Elect Director Hiraka, Ryo	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					

SBI Holdings, Inc.

Meeting Date: 06/27/2024Country: JapanTicker: 8473

Record Date: 03/31/2024Meeting Type: Annual

Primary Security ID: J6991H100

Shares Voted: 10,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kitao, Yoshitaka	Mgmt	For	Against	Against
	Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * As the top executive of SBI Holdings who has been on the board for 24 years, Kitao should ultimately be considered accountable for the holding company's failure to appropriately supervise its subsidiaries, as manifested in the cases of SBI Securities and now-defunct SBI Social Lending.				
1.2	Elect Director Takamura, Masato	Mgmt	For	Against	Against
	Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * As the president of SBI Securities, Takamura should be considered accountable for SBI Securities' misconduct over share price manipulation.				
1.3	Elect Director Asakura, Tomoya	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.				
1.4	Elect Director Morita, Shunpei	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.				
1.5	Elect Director Kusakabe, Satoe	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.				
1.6	Elect Director Yamada, Masayuki	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.				
1.7	Elect Director Matsui, Shinji	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.				
1.8	Elect Director Shino, Motoaki	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.				
1.9	Elect Director Sato, Teruhide	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.				
1.10	Elect Director Takenaka, Heizo	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.				
1.11	Elect Director Suzuki, Yasuhiro	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.				
1.12	Elect Director Ito, Hiroshi	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.				
1.13	Elect Director Takeuchi, Kanae	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.				
1.14	Elect Director Fukuda, Junichi	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.				
1.15	Elect Director Suematsu, Hiroyuki	Mgmt	For	For	For
	Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.				

SBI Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Appoint Alternate Statutory Auditor Wakatsuki, Tetsutaro	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					

Sumitomo Mitsui Financial Group, Inc.

Meeting Date: 06/27/2024Country: JapanTicker: 8316

Record Date: 03/31/2024Meeting Type: Annual

Primary Security ID: J7771X109

Shares Voted: 12,901

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 135	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.					
2	Amend Articles to Update Authorized Capital in Connection with Stock Split	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns resulting from the change to the articles.					
3.1	Elect Director Kunibe, Takeshi	Mgmt	For	Against	Against
Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's capital misallocation.					
3.2	Elect Director Nakashima, Toru	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3.3	Elect Director Kudo, Teiko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3.4	Elect Director Ito, Fumihiko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3.5	Elect Director Isshiki, Toshihiro	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3.6	Elect Director Gono, Yoshiyuki	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3.7	Elect Director Yamazaki, Shozo	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3.8	Elect Director Kadonaga, Sonosuke	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3.9	Elect Director Tsutsui, Yoshinobu	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3.10	Elect Director Shimbo, Katsuyoshi	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					

Sumitomo Mitsui Financial Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.11	Elect Director Sakurai, Eiko	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3.12	Elect Director Charles D. Lake II	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
3.13	Elect Director Jennifer Rogers	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.					
4	Amend Articles to Add Provision on Director Competencies to Manage Climate-Related Business Risks and Opportunities	SH	Against	For	For
Voting Policy Rationale: A vote FOR this shareholder proposal is warranted because: * Disclosing information on how climate-related risks and opportunities are factored in the selection of outside directors and the board evaluation would be of value to SMBC shareholders given the climate risk and other environmental impacts of the company's current strategy.					
5	Amend Articles to Add Provision on Assessment of Clients' Climate Change Transition Plans	SH	Against	For	For
Voting Policy Rationale: A vote FOR this shareholder proposal is recommended because: * Additional disclosures regarding the company's transition assessment framework, targets, and progress against its climate strategy regarding the fossil fuel sector would ensure that the Company appropriately manages climate-related risks by supporting clients genuine decarbonisation transitions.					

The Kroger Co.

Meeting Date: 06/27/2024Country: USATicker: KR

Record Date: 04/30/2024Meeting Type: Annual

Primary Security ID: 501044101

					Shares Voted: 26,224
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Nora A. Aufreiter	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1b	Elect Director Kevin M. Brown	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1c	Elect Director Elaine L. Chao	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1d	Elect Director Anne Gates	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1e	Elect Director Karen M. Hogue	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					
1f	Elect Director W. Rodney McMullen	Mgmt	For	For	For
Voting Policy Rationale: A vote FOR the director nominees is warranted.					

The Kroger Co.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Director Clyde R. Moore	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Ronald L. Sargent	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director J. Amanda Sourry Knox (Amanda Sourry)	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director Mark S. Sutton	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1k	Elect Director Ashok Vemuri	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned. Although forward-looking LTI goals were not disclosed, goals for closing-cycle awards were disclosed retroactively. Further, annual incentives were entirely based on pre-set objective metrics, and LTI awards are half-performance based with a multi-year measurement period.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.</i>				
4	Report on Public Health Costs Due to Tobacco Product Sales and the Impact on Overall Market	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted for the following reasons: * the company provides sufficient disclosure regarding its policies and practices related to the sale of tobacco products; * the company does not appear to be lagging a majority of its peers regarding sales of tobacco products; and * many studies exist on the costs of tobacco and the request report may be better prepared by academics or public health experts.</i>				
5	Report on Charitable Contributions	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because the company provides sufficient information regarding its charitable contributions, and absent self-dealing or gross negligence, management should be afforded discretion in determining the company's charitable giving strategy.</i>				
6	Establish a Company Compensation Policy of Paying a Living Wage	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. While the company has implemented minimum wage and employee development initiatives and continues to sufficiently disclose diversity and gender pay disparity data, officially establishing these policies would benefit shareholders.</i>				
7	Report on "Just Transition"	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as shareholders would benefit from more disclosure on whether and how the company considers human capital management and community relations issues related to the transition to a low-carbon economy as part of its climate strategy.</i>				

TOPPAN Holdings, Inc.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 7911

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: 890747108

TOPPAN Holdings, Inc.

Shares Voted: 5,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kaneko, Shingo	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's capital misallocation.</i>				
1.2	Elect Director Maro, Hideharu	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's capital misallocation.</i>				
1.3	Elect Director Sakai, Kazunori	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.4	Elect Director Saito, Masanori	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.5	Elect Director Kurobe, Takashi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.6	Elect Director Soeda, Hideki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.7	Elect Director Toyama, Ryoko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.8	Elect Director Nakabayashi, Mieko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.9	Elect Director Takeuchi, Asuka	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
2	Appoint Statutory Auditor Miyagawa, Yuka	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				