

# ALH GRUPPE ALL VOTES

01/01/2023 to 31/12/2023

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

## Standard Life Invts. Global Sicav - European Smaller Cos. Fund

Meeting Date: 01/09/2023

Country: Luxembourg

Ticker: 1SL1

**Primary ISIN:** LU0306632414

Meeting Type: Extraordinary Shareholders

Primary SEDOL: B8BQN03

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Amend Article 1 Re: Change of Company Name to abrdn SICAV II	Mgmt	For	For	For
2	Amend Article 12 Re: Issue, Redemption and Conversion of Shares	Mgmt	For	For	For

### **Aegon NV**

Meeting Date: 01/17/2023

Country: Netherlands

Meeting Type: Extraordinary Shareholders

Ticker: AGN

**Primary ISIN:** NL0000303709

Primary SEDOL: 5927375

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
	Extraordinary Meeting Agenda	Mgmt				
1	Open Meeting	Mgmt				
2	Approve Sale of Aegon Nederland	Mgmt	For	For	For	
3	Other Business (Non-Voting)	Mgmt				
4	Close Meeting	Mgmt				

## Koninklijke DSM NV

Meeting Date: 01/23/2023

Country: Netherlands

**Meeting Type:** Extraordinary Shareholders

Ticker: DSM

**Primary ISIN:** NL0000009827 Primary SEDOL: B0HZL93

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Extraordinary Meeting Agenda	Mgmt			
1	Open Meeting	Mgmt			
2	Presentation on the Transaction	Mgmt			

# **Koninklijke DSM NV**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
3	Approve Transaction, the Exchange Offer, Conditional Statutory Triangular Merger and Authorize Managing Board to Repurchase the DSM Preference Shares A and Conditional Cancellation of the DSM Preference Shares A	Mgmt	For	For	For	
4	Approve Discharge of Management Board	Mgmt	For	For	For	
5	Approve Discharge of Supervisory Board	Mgmt	For	For	For	
6	Close Meeting	Mgmt				

# **Siemens Gamesa Renewable Energy SA**

Meeting Date: 01/25/2023

Country: Spain

Meeting Type: Extraordinary Shareholders

Ticker: SGRE

**Primary ISIN:** ES0143416115

Primary SEDOL: B01CP21

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ratify Appointment by Co-option of and Reelect Christian Bruch as Director	Mgmt	For		Against
2	Ratify Appointment by Co-option of and Reelect Anton Steiger as Director	Mgmt	For		Against
3	Approve Delisting of Shares from Barcelona, Bilbao, Madrid, and Valencia Stock Exchanges	Mgmt	For		Against
4.1	Amend Articles Re: Adapt Bylaws to the Regulations Applicable to Unlisted Companies	Mgmt	For		Against
4.2	Amend Articles 5 and 12.2	Mgmt	For		Against
4.3	Amend Article 17.1	Mgmt	For		Against
4.4	Amend Article 45	Mgmt	For		Against
4.5	Amend Articles Re: Simplify Bylaws	Mgmt	For		Against
4.6	Approve Restated Articles of Association	Mgmt	For		Against
5.1	Amend Articles of General Meeting Regulations Re: Adapt General Meeting Regulations to the Regulations Applicable to Unlisted Companies	Mgmt	For		Against
5.2	Amend Article 6 and Remove Article 37 of General Meeting Regulations	Mgmt	For		Against
5.3	Amend Articles of General Meeting Regulations Re: Improve Drafting and Introduce Technical Enhancements	Mgmt	For		Against
5.4	Approve Restated General Meeting Regulations	Mgmt	For		Against

## **Siemens Gamesa Renewable Energy SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Revoke Remuneration Policy of Directors	Mgmt	For		Against
7	Accept Resignation of Rudolf Krammer, Mariel von Schumann, Gloria Hernandez, Harald von Heynitz, Maria Ferraro, and Francisco Belil as Directors, and Fix Number of Directors at Three	Mgmt	For		Against
8	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For		For

## **Allianz Europe Equity Growth Select**

Meeting Date: 01/27/2023

Country: Luxembourg

Meeting Type: Annual

Ticker: N/A

Primary ISIN: LU0920839346 Prim

Primary SEDOL: BWBSC55

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive and Approve Board's and Auditor's Reports, and Approve Financial Statements and Allocation of Income	Mgmt	For	For	For
2	Approve Discharge of Directors	Mgmt	For	For	For
3	Approve Discharge of PricewaterhouseCoopers as Auditor	Mgmt	For	For	For
4	Elect Oliver Drissen as Director	Mgmt	For	For	For
5	Elect Hanna Duer as Director	Mgmt	For	For	For
6	Elect Carina Feider as Director	Mgmt	For	For	For
7	Elect Markus Nilles as Director	Mgmt	For	For	For
8	Elect Silvana Pacitti as Director	Mgmt	For	For	For
9	Elect Dirk Raab as Director	Mgmt	For	For	For
10	Appoint PricewaterhouseCoopers as Auditor	Mgmt	For	For	For

## **Amundi Index MSCI EM Asia SRI PAB**

Meeting Date: 01/27/2023 Country: Luxembourg

Meeting Type: Annual

Ticker: SADA

Primary ISIN: LU2300294589 Primary SEDOL: BNYC3G9

#### **Amundi Index MSCI EM Asia SRI PAB**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Board's and Auditor's Reports	Mgmt			
2	Approve Financial Statements	Mgmt	For	For	For
3	Approve Allocation of Income	Mgmt	For	For	For
4	Approve Discharge of Directors	Mgmt	For	For	For
5	Re-elect Jeanne Duvoux as Director	Mgmt	For	For	For
6	Re-elect Christophe Lemarie as Director	Mgmt	For	For	For
7	Re-elect Nicolas Vauleon as Director	Mgmt	For	For	For
8	Re-elect Fannie Wurtz as Director	Mgmt	For	For	For
9	Renew Appointment of PricewaterhouseCoopers as Auditor	Mgmt	For	For	For
10	Transact Other Business (Non-Voting)	Mgmt			

## **Amundi Index Solutions - Amundi Index MSCI Pacific ex Japan SRI PAB**

Meeting Date: 01/27/2023

Country: Luxembourg

Meeting Type: Annual

Ticker: GNAI

Primary ISIN: LU0390717543 Primary SEDOL: 4M4C6D7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Board's and Auditor's Reports	Mgmt			
2	Approve Financial Statements	Mgmt	For	For	For
3	Approve Allocation of Income	Mgmt	For	For	For
4	Approve Discharge of Directors	Mgmt	For	For	For
5	Re-elect Jeanne Duvoux as Director	Mgmt	For	For	For
6	Re-elect Christophe Lemarie as Director	Mgmt	For	For	For
7	Re-elect Nicolas Vauleon as Director	Mgmt	For	For	For
8	Re-elect Fannie Wurtz as Director	Mgmt	For	For	For
9	Renew Appointment of PricewaterhouseCoopers as Auditor	Mgmt	For	For	For
10	Transact Other Business (Non-Voting)	Mgmt			

# **iShares VII plc - iShares Core S&P 500 UCITS ETF**

Meeting Date: 01/27/2023

Country: Ireland
Meeting Type: Annual

Ticker: CSP1

Primary ISIN: IE00B5BMR087

Primary SEDOL: B50YWZ5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Ratify Deloitte as Auditors	Mgmt	For	For	For
3	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
4	Re-elect Ros O'Shea as Director	Mgmt	For	For	For
5	Re-elect Jessica Irschick as Director	Mgmt	For	For	For
6	Elect Padraig Kenny as Director	Mgmt	For	For	For
7	Re-elect Deirdre Somers as Director	Mgmt	For	For	For
8	Elect William McKechnie as Director	Mgmt	For	For	For

# **Siemens Energy AG**

Meeting Date: 02/07/2023

Country: Germany

Meeting Type: Annual

Ticker: ENR

Primary ISIN: DE000ENER6Y0

Primary SEDOL: BMTVQK9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2021/22 (Non-Voting)	Mgmt			
2	Approve Allocation of Income and Omission of Dividends	Mgmt	For		For
3.1	Approve Discharge of Management Board Member Christian Bruch for Fiscal Year 2021/22	Mgmt	For		For
3.2	Approve Discharge of Management Board Member Maria Ferraro for Fiscal Year 2021/22	Mgmt	For		For
3.3	Approve Discharge of Management Board Member Karim Amin (from March 1, 2022) for Fiscal Year 2021/22	Mgmt	For		For
3.4	Approve Discharge of Management Board Member Jochen Eickholt (until Feb. 28, 2022) for Fiscal Year 2021/22	Mgmt	For		For
3.5	Approve Discharge of Management Board Member Tim Holt for Fiscal Year 2021/22	Mgmt	For		For

# **Siemens Energy 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 2021/22	Mgmt	For		For
4.2	Approve Discharge of Supervisory Board Member Robert Kensbock for Fiscal Year 2021/22	Mgmt	For		For
4.3	Approve Discharge of Supervisory Board Member Hubert Lienhard for Fiscal Year 2021/22	Mgmt	For		For
4.4	Approve Discharge of Supervisory Board Member Guenter Augustat for Fiscal Year 2021/22	Mgmt	For		For
4.5	Approve Discharge of Supervisory Board Member Manfred Baereis for Fiscal Year 2021/22	Mgmt	For		For
4.6	Approve Discharge of Supervisory Board Member Manuel Bloemers (from Sep. 1, 2022) for Fiscal Year 2021/22	Mgmt	For		For
4.7	Approve Discharge of Supervisory Board Member Christine Bortenlaenger for Fiscal Year 2021/22	Mgmt	For		For
4.8	Approve Discharge of Supervisory Board Member Andrea Fehrmann for Fiscal Year 2021/22	Mgmt	For		For
4.9	Approve Discharge of Supervisory Board Member Andreas Feldmueller for Fiscal Year 2021/22	Mgmt	For		For
4.10	Approve Discharge of Supervisory Board Member Nadine Florian for Fiscal Year 2021/22	Mgmt	For		For
4.11	Approve Discharge of Supervisory Board Member Sigmar Gabriel for Fiscal Year 2021/22	Mgmt	For		For
4.12	Approve Discharge of Supervisory Board Member Ruediger Gross (until Aug. 31, 2022) for Fiscal Year 2021/22	Mgmt	For		For
4.13	Approve Discharge of Supervisory Board Member Horst Hakelberg for Fiscal Year 2021/22	Mgmt	For		For
4.14	Approve Discharge of Supervisory Board Member Juergen Kerner for Fiscal Year 2021/22	Mgmt	For		For
4.15	Approve Discharge of Supervisory Board Member Hildegard Mueller for Fiscal Year 2021/22	Mgmt	For		For
4.16	Approve Discharge of Supervisory Board Member Laurence Mulliez for Fiscal Year 2021/22	Mgmt	For		For
4.17	Approve Discharge of Supervisory Board Member Thomas Pfann (from Sep. 1, 2022) for Fiscal Year 2021/22	Mgmt	For		For
4.18	Approve Discharge of Supervisory Board Member Matthias Rebellius for Fiscal Year 2021/22	Mgmt	For		For

# **Siemens Energy AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.19	Approve Discharge of Supervisory Board Member Hagen Reimer (until Aug. 31, 2022) for Fiscal Year 2021/22	Mgmt	For		For
4.20	Approve Discharge of Supervisory Board Member Ralf Thomas for Fiscal Year 2021/22	Mgmt	For		For
4.21	Approve Discharge of Supervisory Board Member Geisha Williams for Fiscal Year 2021/22	Mgmt	For		For
4.22	Approve Discharge of Supervisory Board Member Randy Zwirn for Fiscal Year 2021/22	Mgmt	For		For
5	Ratify Ernst & Young GmbH as Auditors for Fiscal Year 2022/23	Mgmt	For		For
6	Approve Remuneration Report	Mgmt	For		Against
	Voter Rationale: Incentive awards to execute reward strong performance and drive shart awards should be time pro-rated and tests should not allow vesting of incentive award and clawback provisions to the short- and extending vesting periods for long-term in deferral period.	eholder value over a su ed for performance, inco ds for below median pe long-termincentive sch	ufficiently long period of time. On e luding in the event of a change of o orformance.Companies should cons emes in line with market best prace	arly termin control. Rei ider introdu tice. Compa	ation, all share-based muneration committee ucing deferral element anies should consider
7	Amend Articles Re: Supervisory Board Committees	Mgmt	For		For
8	Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For		For
9	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For		For
10	Approve Creation of EUR 363.3 Million Pool of Authorized Capital with or without Exclusion of Preemptive Rights	Mgmt	For		For
11	Approve Issuance of Warrants/Bonds with Warrants Attached/Convertible Bonds without Preemptive Rights up to Aggregate Nominal Amount of EUR 4 Billion; Approve Creation of EUR 72.7 Million Pool of Capital to Guarantee Conversion Rights	Mgmt	For		For
12	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For		For

### **Siemens AG**

Meeting Date: 02/09/2023 Country: Germany Ticker: SIE

Meeting Type: Annual

## **Siemens AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2021/22 (Non-Voting)	Mgmt			
2	Approve Allocation of Income and Dividends of EUR 4.25 per Share	Mgmt	For		For
3.1	Approve Discharge of Management Board Member Roland Busch for Fiscal Year 2021/22	Mgmt	For		For
3.2	Approve Discharge of Management Board Member Cedrik Neike for Fiscal Year 2021/22	Mgmt	For		For
3.3	Approve Discharge of Management Board Member Matthias Rebellius for Fiscal Year 2021/22	Mgmt	For		For
3.4	Approve Discharge of Management Board Member Ralf Thomas for Fiscal Year 2021/22	Mgmt	For		For
3.5	Approve Discharge of Management Board Member Judith Wiese for Fiscal Year 2021/22	Mgmt	For		For
4.1	Approve Discharge of Supervisory Board Member Jim Snabe for Fiscal Year 2021/22	Mgmt	For		For
4.2	Approve Discharge of Supervisory Board Member Birgit Steinborn for Fiscal Year 2021/22	Mgmt	For		For
4.3	Approve Discharge of Supervisory Board Member Werner Brandt for Fiscal Year 2021/22	Mgmt	For		For
4.4	Approve Discharge of Supervisory Board Member Tobias Baeumler for Fiscal Year 2021/22	Mgmt	For		For
4.5	Approve Discharge of Supervisory Board Member Michael Diekmann for Fiscal Year 2021/22	Mgmt	For		For
4.6	Approve Discharge of Supervisory Board Member Andrea Fehrmann for Fiscal Year 2021/22	Mgmt	For		For
4.7	Approve Discharge of Supervisory Board Member Bettina Haller for Fiscal Year 2021/22	Mgmt	For		For
4.8	Approve Discharge of Supervisory Board Member Harald Kern for Fiscal Year 2021/22	Mgmt	For		For
4.9	Approve Discharge of Supervisory Board Member Juergen Kerner for Fiscal Year 2021/22	Mgmt	For		For
4.10	Approve Discharge of Supervisory Board Member Benoit Potier for Fiscal Year 2021/22	Mgmt	For		For

## **Siemens AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.11	Approve Discharge of Supervisory Board Member Hagen Reimer for Fiscal Year 2021/22	Mgmt	For		For
4.12	Approve Discharge of Supervisory Board Member Norbert Reithofer for Fiscal Year 2021/22	Mgmt	For		For
4.13	Approve Discharge of Supervisory Board Member Kasper Roersted for Fiscal Year 2021/22	Mgmt	For		For
4.14	Approve Discharge of Supervisory Board Member Nemat Shafik for Fiscal Year 2021/22	Mgmt	For		For
4.15	Approve Discharge of Supervisory Board Member Nathalie von Siemens for Fiscal Year 2021/22	Mgmt	For		For
4.16	Approve Discharge of Supervisory Board Member Michael Sigmund for Fiscal Year 2021/22	Mgmt	For		For
4.17	Approve Discharge of Supervisory Board Member Dorothea Simon for Fiscal Year 2021/22	Mgmt	For		For
4.18	Approve Discharge of Supervisory Board Member Grazia Vittadini for Fiscal Year 2021/22	Mgmt	For		For
4.19	Approve Discharge of Supervisory Board Member Matthias Zachert for Fiscal Year 2021/22	Mgmt	For		For
4.20	Approve Discharge of Supervisory Board Member Gunnar Zukunft for Fiscal Year 2021/22	Mgmt	For		For
5	Ratify Ernst & Young GmbH as Auditors for Fiscal Year 2022/23	Mgmt	For		For
6	Approve Remuneration Report	Mgmt	For		For
7.1	Elect Werner Brandt to the Supervisory Board	Mgmt	For		For
7.2	Elect Regina Dugan to the Supervisory Board	Mgmt	For		For
7.3	Elect Keryn Lee James to the Supervisory Board	Mgmt	For		For
7.4	Elect Martina Merz to the Supervisory Board	Mgmt	For		For
7.5	Elect Benoit Potier to the Supervisory Board	Mgmt	For		For
7.6	Elect Nathalie von Siemens to the Supervisory Board	Mgmt	For		For
7.7	Elect Matthias Zachert to the Supervisory Board	Mgmt	For		For
8	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For		For
9	Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For		For

#### **Siemens AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction
10	Amend Articles Re: Registration in the Share Register	Mgmt	For		For

## **Vontobel Fund TwentyFour Strategic Income Fund**

Meeting Date: 02/14/2023

Country: Luxembourg

Meeting Type: Annual

Ticker: N/A

Primary ISIN: LU1322871556

Primary SEDOL: BYXDH68

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Board's and Auditor's Reports	Mgmt			
2	Approve Financial Statements	Mgmt	For	For	For
3	Approve Dividends	Mgmt	For	For	For
4	Approve Remuneration of Directors	Mgmt	For	For	For
5.1	Approve Discharge of Director Dominic Gaillard	Mgmt	For	For	For
5.2	Approve Discharge of Director Philippe Hoss	Mgmt	For	For	For
5.3	Approve Discharge of Director Dorothee Wetzel	Mgmt	For	For	For
5.4	Approve Discharge of Director Ruth Bueltmann	Mgmt	For	For	For
6.1	Re-Elect Dominic Gaillard as Director	Mgmt	For	For	For
6.2	Re-Elect Philippe Hoss as Director	Mgmt	For	For	For
6.3	Re-Elect Dorothee Wetzel as Director	Mgmt	For	For	For
6.4	Re-Elect Ruth Bueltmann as Director	Mgmt	For	For	For
7	Renew Appointment of Ernst & Young as Auditor	Mgmt	For	For	For
8	Transact Other Business (Non-Voting)	Mgmt			

## **Siemens Healthineers AG**

(Non-Voting)

Meeting Date: 02/15/2023

Country: Germany

Meeting Type: Annual

Ticker: SHL

Primary ISIN: DE000SHL1006

Primary SEDOL: BD594Y4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022	Mgmt			

## **Siemens Healthineers AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Allocation of Income and Dividends of EUR 0.95 per Share	Mgmt	For	For	For
3.1	Approve Discharge of Management Board Member Bernhard Montag for Fiscal Year 2022	Mgmt	For	For	For
3.2	Approve Discharge of Management Board Member Jochen Schmitz for Fiscal Year 2022	Mgmt	For	For	For
3.3	Approve Discharge of Management Board Member Darleen Caron for Fiscal Year 2022	Mgmt	For	For	For
3.4	Approve Discharge of Management Board Member Elisabeth Staudinger-Leibrecht (since Dec. 1, 2021) for Fiscal Year 2022	Mgmt	For	For	For
3.5	Approve Discharge of Management Board Member Christoph Zindel (until March 31, 2022) for Fiscal Year 2022	Mgmt	For	For	For
4.1	Approve Discharge of Supervisory Board Member Ralf Thomas for Fiscal Year 2022	Mgmt	For	Against	For
4.2	Approve Discharge of Supervisory Board Member Norbert Gaus for Fiscal Year 2022	Mgmt	For	For	For
4.3	Approve Discharge of Supervisory Board Member Roland Busch for Fiscal Year 2022	Mgmt	For	For	For
4.4	Approve Discharge of Supervisory Board Member Marion Helmes for Fiscal Year 2022	Mgmt	For	For	For
4.5	Approve Discharge of Supervisory Board Member Andreas Hoffmann for Fiscal Year 2022	Mgmt	For	For	For
4.6	Approve Discharge of Supervisory Board Member Philipp Roesler for Fiscal Year 2022	Mgmt	For	For	For
4.7	Approve Discharge of Supervisory Board Member Peer Schatz for Fiscal Year 2022	Mgmt	For	For	For
4.8	Approve Discharge of Supervisory Board Member Nathalie von Siemens for Fiscal Year 2022	Mgmt	For	For	For
4.9	Approve Discharge of Supervisory Board Member Gregory Sorensen for Fiscal Year 2022	Mgmt	For	For	For
4.10	Approve Discharge of Supervisory Board Member Karl-Heinz Streibich for Fiscal Year 2022	Mgmt	For	For	For
5	Ratify Ernst & Young GmbH as Auditors for Fiscal Year 2023	Mgmt	For	For	For
6	Approve Remuneration Report	Mgmt	For	Against	For
7.1	Elect Ralf Thomas to the Supervisory Board	Mgmt	For	Against	For

### **Siemens Healthineers AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
7.2	Elect Veronika Bienert to the Supervisor Board	y Mgmt	For	Against	Abstain	
	Voter Rationale: For controlled companie ensure appropriate balance of independe co-determination system to be fully inde	ence and objectivity.				
7.3	Elect Marion Helmes to the Supervisory Board	Mgmt	For	For	For	
7.4	Elect Peter Koerte to the Supervisory Board	Mgmt	For	Against	For	
7.5	Elect Sarena Lin to the Supervisory Board	Mgmt	For	Against	For	
7.6	Elect Nathalie von Siemens to the Supervisory Board	Mgmt	For	Against	Abstain	
	Voter Rationale: For controlled companie ensure appropriate balance of independe be long tenured.					
7.7	Elect Karl-Heinz Streibich to the Supervisory Board	Mgmt	For	For	For	
7.8	Elect Dow Wilson to the Supervisory Board	Mgmt	For	Against	For	
8	Approve Remuneration of Supervisory Board	Mgmt	For	For	For	
9	Approve Virtual-Only Shareholder Meetings Until 2028	Mgmt	For	Refer	Against	
	Voter Rationale: The term length of five virtual-only meetings would be held which			elaborate on the circum	stances under which	
10.1	Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For	
10.2	Amend Articles Re: Participation of Supervisory Board Members in the Virtual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For	
11	Approve Affiliation Agreement with Siemens Healthineers Holding I GmbH	Mgmt	For	For	For	

# **Infineon Technologies AG**

Meeting Date: 02/16/2023 Country: Germany Ti

Meeting Type: Annual

Ticker: IFX

Primary ISIN: DE0006231004 Primary SEDOL: 5889505

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt			
2	Approve Allocation of Income and Dividends of EUR 0.32 per Share	Mgmt	For	For	For

# **Infineon Technologies AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.1	Approve Discharge of Management Board Member Jochen Hanebeck for Fiscal Year 2022	Mgmt	For	For	For
3.2	Approve Discharge of Management Board Member Constanze Hufenbecher for Fiscal Year 2022	Mgmt	For	For	For
3.3	Approve Discharge of Management Board Member Sven Schneider for Fiscal Year 2022	Mgmt	For	For	For
3.4	Approve Discharge of Management Board Member Andreas Urschitz (from June 1, 2022) for Fiscal Year 2022	Mgmt	For	For	For
3.5	Approve Discharge of Management Board Member Rutger Wijburg (from April 1, 2022) for Fiscal Year 2022	Mgmt	For	For	For
3.6	Approve Discharge of Management Board Member Reinhard Ploss (until March 31, 2022) for Fiscal Year 2022	Mgmt	For	For	For
3.7	Approve Discharge of Management Board Member Helmut Gassel (until May 31, 2022) for Fiscal Year 2022	Mgmt	For	For	For
4.1	Approve Discharge of Supervisory Board Member Wolfgang Eder for Fiscal Year 2022	Mgmt	For	For	For
4.2	Approve Discharge of Supervisory Board Member Xiaoqun Clever for Fiscal Year 2022	Mgmt	For	For	For
4.3	Approve Discharge of Supervisory Board Member Johann Dechant for Fiscal Year 2022	Mgmt	For	For	For
4.4	Approve Discharge of Supervisory Board Member Friedrich Eichiner for Fiscal Year 2022	Mgmt	For	For	For
4.5	Approve Discharge of Supervisory Board Member Annette Engelfried for Fiscal Year 2022	Mgmt	For	For	For
4.6	Approve Discharge of Supervisory Board Member Peter Gruber for Fiscal Year 2022	Mgmt	For	For	For
4.7	Approve Discharge of Supervisory Board Member Hans-Ulrich Holdenried for Fiscal Year 2022	Mgmt	For	For	For
4.8	Approve Discharge of Supervisory Board Member Susanne Lachenmann for Fiscal Year 2022	Mgmt	For	For	For
4.9	Approve Discharge of Supervisory Board Member Geraldine Picaud for Fiscal Year 2022	Mgmt	For	For	For
4.10	Approve Discharge of Supervisory Board Member Manfred Puffer for Fiscal Year 2022	Mgmt	For	For	For
4.11	Approve Discharge of Supervisory Board Member Melanie Riedl for Fiscal Year 2022	Mgmt	For	For	For

## **Infineon Technologies AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.12	Approve Discharge of Supervisory Board Member Juergen Scholz for Fiscal Year 2022	Mgmt	For	For	For
4.13	Approve Discharge of Supervisory Board Member Ulrich Spiesshofer for Fiscal Year 2022	Mgmt	For	For	For
4.14	Approve Discharge of Supervisory Board Member Margret Suckale for Fiscal Year 2022	Mgmt	For	For	For
4.15	Approve Discharge of Supervisory Board Member Mirco Synde (from June 1, 2023) for Fiscal Year 2022	Mgmt	For	For	For
4.16	Approve Discharge of Supervisory Board Member Diana Vitale for Fiscal Year 2022	Mgmt	For	For	For
4.17	Approve Discharge of Supervisory Board Member Kerstin Schulzendorf (until May 31, 2022) for Fiscal Year 2022	Mgmt	For	For	For
5	Ratify KPMG AG as Auditors for Fiscal Year 2023 and for the Review of Interim Financial Reports for the First Half of Fiscal Year 2023	Mgmt	For	Against	Against
	Voter Rationale: Companies that have had bringing in a new auditing firm, ideally eve		for a long period of time s	should consider a plan o	r tender process for
6.1	Elect Herbert Diess to the Supervisory Board	Mgmt	For	For	For
6.2	Elect Klaus Helmrich to the Supervisory Board	Mgmt	For	For	For
7	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	For	For
8	Authorize Use of Financial Derivatives when Repurchasing Shares	Mgmt	For	Against	Against
	Voter Rationale: Any request to use financ company.	cial derivatives whe	n repurchasing shares sho	ould be fully explained a	nd justified by the
9.1	Amend Article Re: Location of Annual Meeting	Mgmt	For	For	For
9.2	Approve Virtual-Only Shareholder Meetings Until 2028	Mgmt	For	For	For
9.3	Amend Articles Re: Participation of Supervisory Board Members in the	Mgmt	For	For	For
	Annual General Meeting by Means of Audio and Video Transmission				

Voter Rationale: Remuneration committee should not allow vesting of incentive awards for below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider introducing deferral element and clawback provisions to the short- and long-term incentive schemes in line with market best practice. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.

## **Infineon Technologies AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	voting Policy Vote Rec Instructi	on
11	Approve Remuneration Report	Mgmt	For	Against Against	

Voter Rationale: Remuneration committee should not allow vesting of incentive awards for below median performance. Companies should consider introducing deferral element and clawback provisions to the short- and long-term incentive schemes in line with market best practice. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.

#### **OCI NV**

Meeting Date: 02/16/2023 Country: Netherlands Ticker: OCI

Meeting Type: Extraordinary Shareholders

Primary ISIN: NL0010558797 Primary SEDOL: BD4TZK8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Extraordinary Meeting Agenda	Mgmt			
1	Open Meeting	Mgmt			
2	Amend Articles Re: Increase Nominal Value of Shares in the Share Capital and Subsequently Decrease the Nominal Value of Shares in the Share Capital, Combined with a Repayment of Capital	Mgmt	For	For	For
3	Close Meeting	Mgmt			

## argenx SE

Meeting Date: 02/27/2023 Country: Netherlands Ticker: ARGX

Meeting Type: Extraordinary Shareholders

Primary ISIN: NL0010832176 Primary SEDOL: BNHKYX4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Extraordinary Meeting Agenda	Mgmt			
1	Open Meeting	Mgmt			
2	Elect Steve Krognes as Non-Executive Director	Mgmt	For	For	For
3	Other Business (Non-Voting)	Mgmt			
4	Close Meeting	Mgmt			



Meeting Date: 02/28/2023

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

Ticker: KNEBV

**Primary ISIN:** FI0009013403

Primary SEDOL: B09M9D2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction			
1	Open Meeting	Mgmt						
2	Call the Meeting to Order	Mgmt						
3	Designate Inspector or Shareholder Representative(s) of Minutes of Meeting	Mgmt	For	For	For			
4	Acknowledge Proper Convening of Meeting	Mgmt	For	For	For			
5	Prepare and Approve List of Shareholders	Mgmt	For	For	For			
6	Receive Financial Statements and Statutory Reports	Mgmt						
7	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For			
8	Approve Allocation of Income and Dividends of EUR 1.7475 per Class A Share and EUR 1.75 per Class B Share	Mgmt	For	For	For			
9	Approve Discharge of Board and President	Mgmt	For	For	For			
10	Approve Remuneration Report (Advisory Vote)	Mgmt	For	Against	Against			
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.							
11	Approve Remuneration of Directors in the Amount of EUR 220,000 for Chairman, EUR 125,000 for Vice Chairman, and EUR 110,000 for Other Directors	Mgmt	For	For	For			
12	Fix Number of Directors at Nine	Mgmt	For	For	For			
13.a	Reelect Matti Alahuhta as Director	Mgmt	For	Against	Against			
	Voter Rationale: The remuneration commination shareholder(s).	ittee should be ful	lly independent from the	company and majority ind	ependent from its			
13.b	Reelect Susan Duinhoven as Director	Mgmt	For	For	For			
13.c	Elect Marika Fredriksson as New Director	Mgmt	For	For	For			
13.d	Reelect Antti Herlin as Director	Mgmt	For	Against	Against			
	Voter Rationale: The company should esta committee should be fully independent from membership could hamper the committee establish appropriate checks and balances and act as a point of contact for sharehold communication through the board Chairm enhanced yoting rights. The company sho	om the company a 's impartiality and on the Board, su ders, non-executiv an are considered	nd majority independent effectiveness. The board pport the Chairman, ensi re directors and senior ex I inappropriate. We oppo	t from its major shareholded I should appoint a Lead In Ture orderly succession pro Recutives where normal cha Tures se dual class structures with	er(s) and this director's dependent Director to decess for the Chairman, annels of th impaired or			
	ermaneed realing righter rine company ene		•	5 5 5				

# **Kone Oyj**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction			
13.f	Reelect Jussi Herlin as Director	Mgmt	For	For	For			
	Voter Rationale: The composition of the nominating committee should reflect market best practice.							
13.g	Reelect Ravi Kant as Director	Mgmt	For	For	For			
13.h	Elect Marcela Manubens as New Director	Mgmt	For	For	For			
13.i	Reelect Krishna Mikkilineni as Director	Mgmt	For	For	For			
14	Approve Remuneration of Auditors	Mgmt	For	For	For			
15	Elect One Auditor for the Term Ending on the Conclusion of AGM 2023	Mgmt	For	For	For			
16	Ratify Ernst & Young as Auditors	Mgmt	For	For	For			
17	Amend Articles Re: Company Business; General Meeting Participation	Mgmt	For	Against	Against			
	Voter Rationale: Changes in company's ar for virtual-only shareholder meetings. Wh means, virtual-only meetings may hinder avoid uncomfortable questions.	ile there are benefits fro	om allowing participation at shareh	older meeti	ings via electronic			
18	Authorize Share Repurchase Program	Mgmt	For	For	For			
19	Approve Issuance of Shares and Options without Preemptive Rights	Mgmt	For	For	For			
20	Close Meeting	Mgmt						

# **Lyxor MSCI USA UCITS ETF**

Meeting Date: 02/28/2023 Country: France Tick

Meeting Type: Annual

Ticker: USAC

Primary ISIN: FR0011363423 Primary SEDOL: B9M9C89

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
2	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	Refer	Against
	Voter Rationale: The absence of the report	t merits a vote AGAINS	T this proposal.		
3	Approve Allocation of Income for LYXOR BEL 20 TR (DR) UCITS ETF and Dividends of EUR 1.34 per Share	Mgmt	For	For	For
4	Approve Treatment of Losses for LYXOR BTP DAILY (-2X) INVERSE UCITS ETF	Mgmt	For	For	For
5	Approve Treatment of Losses for LYXOR 10Y US TREASURY DAILY (-2X) INVERSE UCITS ETF	Mgmt	For	For	For

# **Lyxor MSCI USA UCITS ETF**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Approve Allocation of Income for LYXOR FTSE ITALIA PMI PIR 2020 (DR) UCITS ETF and Absence of Dividends	Mgmt	For	For	For
7	Approve Allocation of Income for LYXOR GERMAN MID-CAP MDAX UCITS ETF and Dividends of EUR 1.27 per Share	Mgmt	For	For	For
8	Approve Allocation of Income for LYXOR CHINA A (DR) UCITS ETF and Absence of Dividends	Mgmt	For	For	For
9	Approve Treatment of Losses for LYXOR MSCI WORLD EX EMU LEADERS EXTRA UCITS ETF	Mgmt	For	For	For
10	Approve Allocation of Income for LYXOR DJ GLOBAL TITANS 50 UCITS ETF and Dividends of EUR 0.83 per Share	Mgmt	For	For	For
11	Approve Treatment of Losses for LYXOR SMI DAILY (-2X) INVERSE UCITS ETF	Mgmt	For	For	For
12	Approve Treatment of Losses for LYXOR DAILY SHORTDAX X2 UCITS ETF	Mgmt	For	For	For
13	Approve Treatment of Losses for LYXOR IBEX 35 DOBLE APALANCADO DIARIO UCITS ETF	Mgmt	For	For	For
14	Approve Treatment of Losses for LYXOR IBEX 35 DOBLE INVERSO DIARIO UCITS ETF	Mgmt	For	For	For
15	Approve Treatment of Losses for LYXOR NASDAQ-100 DAILY (2X) LEVERAGED UCITS ETF	Mgmt	For	For	For
16	Approve Allocation of Income for LYXOR RUSSELL 1000 GROWTH UCITS ETF and Absence of Dividends	Mgmt	For	For	For
17	Approve Allocation of Income for LYXOR CAC 40 DAILY (2X) LEVERAGED UCITS ETF and Absence of Dividends	Mgmt	For	For	For
18	Approve Treatment of Losses for LYXOR CAC 40 DAILY (-2X) INVERSE UCITS ETF	Mgmt	For	For	For
19	Approve Treatment of Losses for LYXOR CAC 40 DAILY (-1X) INVERSE UCITS ETF	Mgmt	For	For	For
20	Approve Allocation of Income for LYXOR CAC MID 60 (DR) UCITS ETF and Dividends of EUR 4.40 per Share	Mgmt	For	For	For
21	Approve Treatment of Losses for LYXOR EURO OVERNIGHT RETURN UCITS ETF	Mgmt	For	For	For

# **Lyxor MSCI USA UCITS ETF**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
22	Approve Allocation of Income for LYXOR MSCI WATER ESG FILTERED (DR) UCITS ETF and Dividends of EUR 0.22 per Share	Mgmt	For	For	For
23	Approve Treatment of Losses for LYXOR EURO STOXX 50 DAILY (-2X) INVERSE UCITS ETF	Mgmt	For	For	For
24	Approve Allocation of Income for Lyxor EURO STOXX 50 Daily (2X) Leveraged UCITS ETF and Absence of Dividends	Mgmt	For	For	For
25	Approve Treatment of Losses for LYXOR EURO STOXX 50 DAILY (-1X) INVERSE UCITS ETF	Mgmt	For	For	For
26	Approve Treatment of Losses for LYXOR FTSE MIB DAILY (-2X) INVERSE (XBEAR) UCITS ETF	Mgmt	For	For	For
27	Approve Allocation of Income for LYXOR FTSE MIB DAILY (2X) LEVERAGED UCITS ETF and Absence of Dividends	Mgmt	For	For	For
28	Approve Treatment of Losses for LYXOR FTSE MIB DAILY (-1X) INVERSE (BEAR) UCITS ETF	Mgmt	For	For	For
29	Approve Treatment of Losses for LYXOR BUND DAILY (-2X) INVERSE UCITS ETF	Mgmt	For	For	For
30	Approve Allocation of Income for Lyxor FTSE MIB UCITS ETF and Dividends of EUR 0.93 per Share	Mgmt	For	For	For
31	Approve Allocation of Income for LYXOR IBEX 35 (DR) UCITS ETF and Dividends of EUR 1.88 per Share	Mgmt	For	For	For
32	Approve Allocation of Income for LYXOR MSCI EUROPE (DR) UCITS ETF and Absence of Dividends	Mgmt	For	For	For
33	Approve Allocation of Income for LYXOR MSCI USA ESG Broad CTB (DR) UCITS ETF and Dividends of EUR 3.78 per Share	Mgmt	For	For	For
34	Approve Allocation of Income for LYXOR MSCI WORLD UCITS ETF and Dividends of EUR 4.68 per Share	Mgmt	For	For	For
35	Approve Allocation of Income for LYXOR MSCI EMERGING MARKETS UCITS ETF and Absence of Dividends	Mgmt	For	For	For
36	Approve Allocation of Income for LYXOR JAPAN (TOPIX) (DR) UCITS ETF and Dividends of EUR 348.54 per Share	Mgmt	For	For	For
37	Approve Allocation of Income for LYXOR CAC 40 (DR) UCITS ETF and Dividends of EUR 144.16 per Share	Mgmt	For	For	For
38	Approve Allocation of Income for LYXOR EURO STOXX 50 (DR) UCITS ETF and Absence of Dividends	Mgmt	For	For	For

# **Lyxor MSCI USA UCITS ETF**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
39	Approve Treatment of Losses for LYXOR PEA OBLIGATIONS D ETAT EURO UCITS ETF	Mgmt	For	For	For
40	Approve Allocation of Income for LYXOR MSCI GREECE UCITS ETF and Dividends of EUR 0.02 per Share	Mgmt	For	For	For
41	Approve Allocation of Income for LYXOR MSCI INDIA UCITS ETF and Absence of Dividends	Mgmt	For	For	For
42	Approve Allocation of Income for LYXOR NEW ENERGY ESG FILTERED (DR) UCITS ETF and Dividends of EUR 0.09 per Share	Mgmt	For	For	For
43	Approve Treatment of Losses for PLANET MONDE	Mgmt	For	For	For
44	Approve Treatment of Losses for LYXOR GREEN BOND INDICIEL	Mgmt	For	For	For
45	Ratify Appointment of Mehdi Balafrej as Director	Mgmt	For	For	For
46	Reelect Luc Caytan as Director	Mgmt	For	Against	Against
	Voter Rationale: The company should reddynamic board refreshment process.	uce director terms and,	ideally, introduce annual re-election	ons, in orde	r to facilitate a more
47	Reelect Gregory Berthier as Director	Mgmt	For	Against	Against
	Voter Rationale: The company should red dynamic board refreshment process.	uce director terms and,	ideally, introduce annual re-election	ons, in orde	r to facilitate a more
48	Reelect Christine Gentil as Director	Mgmt	For	Against	Against
	Voter Rationale: The company should reddynamic board refreshment process.	uce director terms and,	ideally, introduce annual re-election	ons, in orde	r to facilitate a more
49	Ratify Change Location of Registered Office to 91/93 Boulevard Pasteur, 75015 Paris and Amend Article 4 of Bylaws Accordingly	Mgmt	For	For	For
50	Reelect Mehdi Balafrej as Director	Mgmt	For	Against	Against
	Voter Rationale: The company should red dynamic board refreshment process.	uce director terms and,	ideally, introduce annual re-election	ons, in orde	r to facilitate a more
51	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For

# **Janus Henderson Pan European**

Meeting Type: Annual

Primary ISIN: LU0201075453 Primary SEDOL: B15HD03

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive and Approve Board's and Auditor's Reports	Mgmt	For	For	For

# **Janus Henderson Pan European**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Financial Statements	Mgmt	For	For	For
3	Approve Allocation of Income	Mgmt	For	For	For
4	Approve Dividends	Mgmt	For	For	For
5	Approve Discharge of Directors	Mgmt	For	For	For
6.a	Re-elect Kevin Adams as Director	Mgmt	For	For	For
6.b	Re-elect Matteo Candolfini as Director	Mgmt	For	For	For
6.c	Re-elect Ian Dyble as Director	Mgmt	For	For	For
6.d	Re-elect Joanna Dentskevich as Director	Mgmt	For	For	For
6.e	Elect Sybille Hofmann as Director	Mgmt	For	For	For
7.a	Approve Remuneration of Director Kevin Adams	Mgmt	For	For	For
7.b	Approve Remuneration of Director Joanna Dentskevich	Mgmt	For	For	For
7.c	Approve Remuneration of Director Sybille Hofmann	Mgmt	For	For	For
8	Renew Appointment of PricewaterhouseCoopers as Auditor	Mgmt	For	For	For
9	Transact Other Business (Voting)	Mgmt	For	Against	Against
	Voter Rationale: Any Other Rusiness' shou	ıld not he a votina item	1		

Voter Rationale: Any Other Business' should not be a voting item.

# **Banco Bilbao Vizcaya Argentaria SA**

Meeting Date: 03/16/2023 Country: Spain

Meeting Type: Annual

Ticker: BBVA

Primary ISIN: ES0113211835 Primary SEDOL: 5501906

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Approve Consolidated and Standalone Financial Statements	Mgmt	For	For	For
1.2	Approve Non-Financial Information Statement	Mgmt	For	For	For
1.3	Approve Allocation of Income and Dividends	Mgmt	For	For	For
1.4	Approve Discharge of Board	Mgmt	For	For	For
2.1	Reelect Raul Catarino Galamba de Oliveira as Director	Mgmt	For	For	For
2.2	Reelect Lourdes Maiz Carro as Director	Mgmt	For	For	For
2.3	Reelect Ana Leonor Revenga Shanklin as Director	Mgmt	For	For	For
2.4	Reelect Carlos Vicente Salazar Lomelin as Director	Mgmt	For	For	For

# **Banco Bilbao Vizcaya Argentaria SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction
2.5	Elect Sonia Lilia Dula as Director	Mgmt	For	For	For
3	Approve Reduction in Share Capital via Amortization of Treasury Shares	Mgmt	For	For	For
4	Approve Remuneration Policy	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exereward strong performance and drive sha		•	stretching ,	performance targets to
5	Fix Maximum Variable Compensation Ratio	Mgmt	For	For	For
6	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For
7	Advisory Vote on Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exe reward strong performance and drive sha not allow vesting of incentive awards for	areholder value over a s	sufficiently long period of time. The		

### **Carl Zeiss Meditec AG**

Meeting Date: 03/22/2023 Country: Germany

Meeting Type: Annual

Ticker: AFX

**Primary ISIN:** DE0005313704

Primary SEDOL: 5922961

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Management Proposals	Mgmt			
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2021/22 (Non-Voting)	Mgmt			
2	Approve Allocation of Income and Dividends of EUR 1.10 per Share	Mgmt	For	For	For
3	Approve Discharge of Management Board for Fiscal Year 2021/22	Mgmt	For	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2021/22	Mgmt	For	For	For
5	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2022/23	Mgmt	For	For	For
6.1	Approve Virtual-Only Shareholder Meetings Until 2028	Mgmt	For	Refer	Against
	Voter Rationale: This item looks to move a not provided a compelling rationale to ren this proposal is warranted.				
6.2	Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For
7.1	Amend Articles Re: Management Board Composition	Mgmt	For	For	For
7.2	Amend Articles Re: Supervisory Board Composition	Mgmt	For	For	For
	Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission  Amend Articles Re: Management Board Composition  Amend Articles Re: Supervisory Board	Mgmt	For	For	For

### **Carl Zeiss Meditec AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7.3	Amend Articles Re: Supervisory Board Chair	Mgmt	For	For	For
7.4	Amend Articles Re: Supervisory Board Meetings	Mgmt	For	For	For
7.5	Amend Articles Re: Supervisory Board Resolutions	Mgmt	For	For	For
7.6	Amend Articles Re: Supervisory Board Committees	Mgmt	For	For	For
8.1	Elect Karl Lamprecht to the Supervisory Board	Mgmt	For	Against	Against
	Voter Rationale: This director is not an ind The remuneration committee requires inde committee's impartiality and effectiveness. hamper the committee's impartiality and e and social issues. We are holding this direct appropriate checks and balances on the Bo as a point of contact for shareholders, nor through the board Chairman are considered	ependence, and non-inc The nomination comm offectiveness. The comp octor accountable. The b pard, support the Chain n-executive directors an	dependent directors could be conflic ittee should be independent and th any should establish formal board- oard should appoint a Lead Indepe man, ensure orderly succession pro	cted, therein dis director devel oversi dendent Dire docess for the	by hampering the is membership could light of environmental ctor to establish ne Chairman, and act
8.2	Elect Tania von der Goltz to the Supervisory Board	Mgmt	For	For	For
8.3	Elect Christian Mueller to the Supervisory Board	Mgmt	For	Against	Against
	Voter Rationale: The director is a non-indecommittee, the nomination committee sho at 33%. The board also has 33% female years. A vote AGAINST is warranted on indexes.	nuld have 100% indeper representation on the b	ndent. In addition the board has be	low 50% ii	ndependence, currently
8.4	Elect Peter Kameritsch to the Supervisory Board	Mgmt	For	For	For
8.5	Elect Isabel De Paoli to the Supervisory Board	Mgmt	For	For	For
8.6	Elect Torsten Reitze to the Supervisory Board	Mgmt	For	Against	Against
	Voter Rationale: The director is a non-indeand should have 100% independence. A v	•		dit committ	ee is a key committee
9	Approve Remuneration Policy	Mgmt	For	Against	Against
	no disclosure on shareholding guidelines a a 3 month cliff vesting rather than a prefer Shareholder Proposal Submitted by Carl	performance metrics and essive defined benefit p and the CEO does not lo	d specific performance targets• The ension of EUR 365,630•    LTIP aw	nere is the d vard is paid	fully in cash• There is
10	Zeiss AG Approve Remuneration Report	SH	For	Refer	Against
	Voter Rationale: A vote AGAINST the remo or promised to two former executives in the results in pension contributions that are co standards	ne year under review ra	ise concerns.• The defined benefi	it pension p	

# **Orion Oyj**

Meeting Date: 03/22/2023 Country: Finland Ticker: ORNBV

Meeting Type: Annual

**Primary ISIN:** FI0009014377 **Primary SEDOL:** B17NY40

roposal umber	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
2	Call the Meeting to Order	Mgmt			
3	Designate Inspector or Shareholder Representative(s) of Minutes of Meeting	Mgmt			
4	Acknowledge Proper Convening of Meeting	Mgmt			
5	Prepare and Approve List of Shareholders	Mgmt			
6	Receive Financial Statements and Statutory Reports	Mgmt			
7	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
8	Approve Allocation of Income and Dividends of EUR 1.60 Per Share; Approve Charitable Donations of up to EUR 350,000	Mgmt	For	For	For
9	Approve Discharge of Board, President and CEO	Mgmt	For	For	For
10	Approve Remuneration Report (Advisory	Mgmt	For	Against	Against
10	Vote)	outives should be sk	and disclosed and include	rabust and stratabing	norformanao torasta to
10		reholder value over ans to 5 years or lor dure which would e e part of any of its (	a sufficiently long period of nger or as a minimum intro nable it, should it identify executive directors and other	of time. Companies sho oduce an additional holo any facts of manipulatio her key managers whicl	uld consider extending ding or deferral period. on of reported h were detrimental to
11	Vote)  Voter Rationale: Incentive awards to execreward strong performance and drive shall vesting periods for long-term incentive plather company should put in place a proceed indicators or other bad faith actions on the	reholder value over ans to 5 years or lor dure which would e e part of any of its (	a sufficiently long period of nger or as a minimum intro nable it, should it identify executive directors and other	of time. Companies sho oduce an additional holo any facts of manipulatio her key managers whicl	uld consider extending ding or deferral period. on of reported h were detrimental to
	Vote)  Voter Rationale: Incentive awards to execute reward strong performance and drive shall vesting periods for long-term incentive plat. The company should put in place a proceed indicators or other bad faith actions on the the long-term interests of its shareholders.  Approve Remuneration of Directors in the Amount of EUR 100,000 for Chairman, EUR 61,000 for Vice Chairman and Chairman of the Committees, and EUR 50,000 for Other	reholder value over ans to 5 years or lor dure which would e e part of any of its o s, to ensure that any	a sufficiently long period of a sufficiently long period of a seriod of a seriod of a sufficiently long to the sufficient of a	of time. Companies sho oduce an additional hold any facts of manipulatio her key managers which d in such manner are re	uld consider extending ding or deferral period. on of reported h were detrimental to epaid to it.
11	Vote)  Voter Rationale: Incentive awards to exect reward strong performance and drive shall vesting periods for long-term incentive plat The company should put in place a proceed indicators or other bad faith actions on the the long-term interests of its shareholders.  Approve Remuneration of Directors in the Amount of EUR 100,000 for Chairman, EUR 61,000 for Vice Chairman and Chairman of the Committees, and EUR 50,000 for Other Directors; Approve Meeting Fees	reholder value over ans to 5 years or lor dure which would en e part of any of its o s, to ensure that any Mgmt	a sufficiently long period of ager or as a minimum intro- nable it, should it identify of executive directors and oth of funds wrongfully obtained For	of time. Companies sho oduce an additional holo any facts of manipulatio her key managers which d in such manner are ro For	uld consider extending ding or deferral period. on of reported th were detrimental to epaid to it.
11	Vote)  Voter Rationale: Incentive awards to exect reward strong performance and drive shall vesting periods for long-term incentive plat. The company should put in place a proceed indicators or other bad faith actions on the the long-term interests of its shareholders.  Approve Remuneration of Directors in the Amount of EUR 100,000 for Chairman, EUR 61,000 for Vice Chairman and Chairman of the Committees, and EUR 50,000 for Other Directors; Approve Meeting Fees  Fix Number of Directors at Eight  Reelect Kari Jussi Aho, Maziar Mike Doustdar, Ari Lehtoranta, Veli-Matti Mattila, Hilpi Rautelin, Eija Ronkainen, Mikael Silvennoinen (Chair) and Karen	reholder value over ans to 5 years or lor dure which would exe part of any of its or to ensure that any Mgmt  Mgmt  Mgmt  Mgmt  Mgmt  ingly complex intermated and the coport a pay related in on the board. In disport should submit to the coport of the coport of the coport of the board should submit to the board should submit to the coport of the coport of the board should submit to the coport of the board should submit to the coport of the board should submit to the coport of the coport of the board should submit the coport of th	a sufficiently long period of ager or as a minimum introposal it, should it identify executive directors and other funds wrongfully obtained for a for	of time. Companies sho coduce an additional holo cany facts of manipulatio cher key managers which d in such manner are re For  For  Against  rds, the audit committee e audit process. In rece- Due to ongoing concen- cition to the board. The nimum expectation is the	uld consider extending ding or deferral period. On of reported the were detrimental to depaid to it.  For  For  Against  The benefits from the entryears, this is not the ens regarding decisions company should put in the entryears of the entryea
11	Vote)  Voter Rationale: Incentive awards to exect reward strong performance and drive shall vesting periods for long-term incentive plather company should put in place a proceed indicators or other bad faith actions on the the long-term interests of its shareholders.  Approve Remuneration of Directors in the Amount of EUR 100,000 for Chairman, EUR 61,000 for Vice Chairman and Chairman of the Committees, and EUR 50,000 for Other Directors; Approve Meeting Fees  Fix Number of Directors at Eight  Reelect Kari Jussi Aho, Maziar Mike Doustdar, Ari Lehtoranta, Veli-Matti Mattila, Hilpi Rautelin, Eija Ronkainen, Mikael Silvennoinen (Chair) and Karen Lykke Sorensen as Directors  Voter Rationale: In the context of increasis members who have a good and recent un first time that we have been unable to suptaken by the remuneration committee chaplace a policy to increase gender diversity comprise at least 40% of the board. The Lease in the context of the place in the state of the place in th	reholder value over ans to 5 years or lor dure which would exe part of any of its or to ensure that any Mgmt  Mgmt  Mgmt  Mgmt  Mgmt  ingly complex intermated and the coport a pay related in on the board. In disport should submit to the coport of the coport of the coport of the board should submit to the board should submit to the coport of the coport of the board should submit to the coport of the board should submit to the coport of the board should submit to the coport of the coport of the board should submit the coport of th	a sufficiently long period of ager or as a minimum introposal it, should it identify executive directors and other funds wrongfully obtained for a for	of time. Companies sho coduce an additional holo cany facts of manipulatio cher key managers which d in such manner are re For  For  Against  rds, the audit committee e audit process. In rece- Due to ongoing concen- cition to the board. The nimum expectation is the	uld consider extending ding or deferral period. On of reported the were detrimental to depaid to it.  For  For  Against  The benefits from the ens regarding decisions Company should put in lat women should

## **Orion Oyj**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction
16	Allow Shareholder Meetings to be Held by Electronic Means Only	Mgmt	For	Refer	Against
	Voter Rationale: vote AGAINST the propos virtual-only shareholder meetings. While to virtual-only meetings may hinder meaning uncomfortable questions.	here are benefits from a	allowing participation at shareholde	er meetings	via electronic means,
17	Approve Issuance of up to 14 Million Class B Shares without Preemptive Rights	Mgmt	For	For	For
18	Close Meeting	Mgmt			

## **Sartorius Stedim Biotech SA**

Meeting Date: 03/27/2023 Country: France Ticker: DIM

Meeting Type: Annual/Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Ordinary Business	Mgmt			
1	Approve Financial Statements and Discharge Directors	Mgmt	For	For	For
	Voter Rationale: Directors should be electors should be electors.	ted by shareholde	rs on an annual basis in c	order to strengthen the acc	countability of the board
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
	Voter Rationale: Shareholders should have	e the right to elec	ct directors annually in or	der to hold them to accour	nt.
3	Approve Allocation of Income and Dividends of EUR 1.44 per Share	Mgmt	For	For	For
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For	For
5	Approve Remuneration Policy of Directors; Approve Remuneration of Directors in the Aggregate Amount of EUR 325,800	Mgmt	For	For	For
6	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
7	Approve Compensation of Joachim Kreuzburg, Chairman and CEO	Mgmt	For	Against	Against

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

### **Sartorius Stedim Biotech SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction		
8	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	Against	Against		
	Voter Rationale: The remuneration policy variable incentives, any exceptional comp performance and demonstrate shareholde jobs. Significant salary increases should be directors. On early termination, all share-of a change of control. Companies should a minimum introduce an additional holdin should it identify any facts of manipulation directors and other key managers which wrongfully obtained in such manner are research.	onents and termina er value creation in a le linked to material based awards shoul I consider extending g or deferral period In of reported indica were detrimental to	tion arrangements. All exce addition to and above that changes in the business or d be time pro-rated and tea vesting periods for long-tea . The company should put tors or other bad faith actic	eptional awards should expected of directors a in the role and respor sted for performance, i orm incentive plans to s in place a procedure w ons on the part of any	be clearly linked to as a normal part of their asibilities of executive including in the event syears or longer or as thich would enable it, of its executive		
9	Approve Compensation of Rene Faber, Vice-CEO	Mgmt	For	Against	Against		
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha vesting periods for long-term incentive pla	reholder value over	a sufficiently long period o	f time. Companies sho	uld consider extending		
10	Approve Remuneration Policy of Vice-CEO	Mgmt	For	Against	Against		
	Voter Rationale: The remuneration policy should provide details of the rules governing the award of the annual and long-terr variable incentives, any exceptional components and termination arrangements. All exceptional awards should be clearly links performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal particle. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of excipance of control of a change of control. Companies should consider extending vesting periods for long-term incentive plans to 5 years or long a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would ences should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any factors are repaid to it.						
11	of a change of control. Companies should a minimum introduce an additional holdin should it identify any facts of manipulatio directors and other key managers which w	l consider extending g or deferral period n of reported indica were detrimental to	vesting periods for long-te The company should put to tors or other bad faith action	erm incentive plans to s in place a procedure w ons on the part of any	5 years or longer or as hich would enable it, of its executive		
11	of a change of control. Companies should a minimum introduce an additional holdin should it identify any facts of manipulation directors and other key managers which we wrongfully obtained in such manner are re Authorize Repurchase of Up to 10 Percent of Issued Share Capital Voter Rationale: This authority can be use	I consider extending g or deferral period n of reported indica were detrimental to epaid to it.  Mgmt  ed as an antitakeove	vesting periods for long-te. The company should put it tors or other bad faith action the long-term interests of it.  For  er mechanism. Where poison	erm incentive plans to a in place a procedure wons on the part of any its shareholders, to ensure Against on pills are adopted, the	5 years or longer or as thich would enable it, of its executive sure that any funds  Against		
11	of a change of control. Companies should a minimum introduce an additional holdin should it identify any facts of manipulation directors and other key managers which we wrongfully obtained in such manner are re Authorize Repurchase of Up to 10 Percent of Issued Share Capital	I consider extending g or deferral period n of reported indica were detrimental to epaid to it.  Mgmt  ed as an antitakeove	vesting periods for long-te. The company should put it tors or other bad faith action the long-term interests of it.  For  er mechanism. Where poison	erm incentive plans to a in place a procedure wons on the part of any its shareholders, to ensure Against on pills are adopted, the	5 years or longer or as thich would enable it, of its executive sure that any funds  Against		
	of a change of control. Companies should a minimum introduce an additional holdin should it identify any facts of manipulation directors and other key managers which was wrongfully obtained in such manner are real.  Authorize Repurchase of Up to 10 Percent of Issued Share Capital  Voter Rationale: This authority can be used by shareholders prior to deployment, included the produced share capital.	I consider extending g or deferral period n of reported indica were detrimental to epaid to it.  Mgmt  ed as an antitakeove ude independent ov	vesting periods for long-te. The company should put it tors or other bad faith action the long-term interests of it.  For  For mechanism. Where poisonersight, and be of a limited.	erm incentive plans to a in place a procedure wons on the part of any its shareholders, to ensure Against on pills are adopted, the duration.	5 years or longer or as thich would enable it, of its executive sure that any funds  Against  ey should be approved		
	of a change of control. Companies should a minimum introduce an additional holdin should it identify any facts of manipulation directors and other key managers which wrongfully obtained in such manner are reached.  Authorize Repurchase of Up to 10 Percent of Issued Share Capital  Voter Rationale: This authority can be used by shareholders prior to deployment, included and pocuments/Other Formalities	I consider extending Ig or deferral period In of reported indica In of reported indica It of reported independent over the repor	vesting periods for long-te. The company should put it tors or other bad faith action the long-term interests of it.  For  For mechanism. Where poisonersight, and be of a limited.	erm incentive plans to a in place a procedure wons on the part of any its shareholders, to ensure Against on pills are adopted, the duration.	5 years or longer or as thich would enable it, of its executive sure that any funds  Against  ey should be approved		
12	of a change of control. Companies should a minimum introduce an additional holdin should it identify any facts of manipulation directors and other key managers which is wrongfully obtained in such manner are read authorize Repurchase of Up to 10 Percent of Issued Share Capital  Voter Rationale: This authority can be used by shareholders prior to deployment, included authorize Filing of Required Documents/Other Formalities  Extraordinary Business  Approve Issuance of Equity or Equity-Linked Securities Reserved for Specific Beneficiaries, up to Aggregate	I consider extending Ig or deferral period In of reported indica I	vesting periods for long-te. The company should put it tors or other bad faith action the long-term interests of it.  For  For  er mechanism. Where poisonersight, and be of a limited.	erm incentive plans to a in place a procedure wons on the part of any its shareholders, to ensure the part of any its shareholders, to ensure the part of a pills are adopted, the duration.  For	5 years or longer or as thich would enable it, of its executive sure that any funds  Against  ey should be approved  For		
12	of a change of control. Companies should a minimum introduce an additional holdin should it identify any facts of manipulation directors and other key managers which worngfully obtained in such manner are read that the worngfully obtained in such manner are read to the percent of Issued Share Capital  Voter Rationale: This authority can be used by shareholders prior to deployment, included a pocuments/Other Formalities  Extraordinary Business  Approve Issuance of Equity or Equity-Linked Securities Reserved for Specific Beneficiaries, up to Aggregate Nominal Amount of EUR 133,980  Authorize Decrease in Share Capital via	I consider extending Ig or deferral period In of reported indica In of reported independent over In or of reported independent over In or of reported indicate independent over In or of reported indicate independent over In or of reported indicate in	vesting periods for long-te. The company should put it tors or other bad faith action the long-term interests of it.  For  er mechanism. Where poiscersight, and be of a limited.  For	erm incentive plans to a in place a procedure wons on the part of any its shareholders, to ensure the part of any its shareholders, to ensure the part of any its shareholders, to ensure the process of the part of the process of the	5 years or longer or as thich would enable it, of its executive sure that any funds  Against  Ey should be approved  For		
12 13 14	of a change of control. Companies should a minimum introduce an additional holdin should it identify any facts of manipulation directors and other key managers which warrongfully obtained in such manner are read authorize Repurchase of Up to 10 Percent of Issued Share Capital  Voter Rationale: This authority can be use by shareholders prior to deployment, included authorize Filing of Required Documents/Other Formalities  Extraordinary Business  Approve Issuance of Equity or Equity-Linked Securities Reserved for Specific Beneficiaries, up to Aggregate Nominal Amount of EUR 133,980  Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	consider extending g or deferral period n of reported indica were detrimental to epaid to it.  Mgmt  ed as an antitakeove ude independent ov  Mgmt  Mgmt  Mgmt  Mgmt  Mgmt  Mgmt  Mgmt  Mgmt  Mgmt	resting periods for long-te. The company should put it tors or other bad faith actic the long-term interests of it.  For  er mechanism. Where poiscersight, and be of a limited For  For  For	erm incentive plans to a in place a procedure wants on the part of any its shareholders, to ensure the part of any its shareholders, to ensure the properties of pills are adopted, the duration.  For  For	Fyears or longer or as thich would enable it, of its executive sure that any funds  Against  For  For		

# **Siemens Gamesa Renewable Energy SA**

Meeting Date: 03/27/2023 Country: Spain Ticker: SGREN

Meeting Type: Annual

Primary ISIN: ES0143416115 Primary SEDOL: BQSVKV7

# **Siemens Gamesa Renewable Energy SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Consolidated and Standalone Financial Statements	Mgmt	For	For	For
	Voter Rationale: Directors should be electrons to shareholders.	ed by shareholders on a	an annual basis in order to strength	hen the acc	countability of the board
2	Approve Consolidated and Standalone Management Reports	Mgmt	For	For	For
3	Approve Non-Financial Information Statement	Mgmt	For	For	For
4	Approve Discharge of Board	Mgmt	For	For	For
5	Approve Allocation of Income	Mgmt	For	For	For
6	Renew Appointment of Ernst & Young as Auditor	Mgmt	For	For	For
7	Authorize Share Repurchase Program	Mgmt	For	For	For
8	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For

# **Naturgy Energy Group SA**

Meeting Date: 03/28/2023

Country: Spain

Meeting Type: Annual

Ticker: NTGY

Primary ISIN: ES0116870314 Pri

Primary SEDOL: 5650422

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Standalone Financial Statements	Mgmt	For	For	For
2	Approve Consolidated Financial Statements	Mgmt	For	For	For
3	Approve Consolidated Non-Financial Information Statement	Mgmt	For	For	For
4	Approve Allocation of Income and Dividends	Mgmt	For	For	For
5	Approve Discharge of Board	Mgmt	For	For	For
6	Advisory Vote on Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exereward strong performance and drive shate exceed two year's pay. Larger severance	areholder value over a .	sufficiently long period of time. Sev	verance pay	
7.1	Reelect Francisco Reynes Massanet as Director	Mgmt	For	For	For
7.2	Reelect Claudi Santiago Ponsa as Director	Mgmt	For	For	For

# **Naturgy Energy Group SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction				
7.3	Reelect Pedro Sainz de Baranda Riva as Director	Mgmt	For	Against	Against				
	Voter Rationale: The Company should put minimum expectation is that women shoul have been unable to support a pay related remuneration committee chair, we are not dissent on remuneration-related proposals explain in the next annual report how the	ld comprise at least 30% If proposal at the compa t inclined to support the s should engage with th	% of the board. In recent years, th any. Due to ongoing concerns rega ir re-election to the board. Compa eir key shareholders to understand	is is not the rding decisi nies that re	e first time that we ions taken by the ceived high levels of				
7.4	Elect Jose Antonio Torre de Silva Lopez de Letona as Director	Mgmt	For	Against	Against				
	Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.								
8	Authorize Company to Call EGM with 15 Days' Notice	Mgmt	For	For	For				
9	Receive Amendments to Board of Directors Regulations	Mgmt							
10	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For				

# **Neste Corp.**

Meeting Date: 03/28/2023

Country: Finland

Meeting Type: Annual

Ticker: NESTE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
2	Call the Meeting to Order	Mgmt			
3	Designate Inspector or Shareholder Representative(s) of Minutes of Meeting	Mgmt			
4	Acknowledge Proper Convening of Meeting	Mgmt			
5	Prepare and Approve List of Shareholders	Mgmt			
6	Receive Financial Statements and Statutory Reports; Receive Board's Report; Receive Auditor's Report	Mgmt			
7	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
8	Approve Allocation of Income and Dividends of EUR 1.02 Per Share	Mgmt	For	For	For
9	Approve Discharge of Board and President	Mgmt	For	For	For

# **Neste Corp.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10	Approve Remuneration Report (Advisory Vote)	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to execute reward strong performance and drive shart long-term incentive plans to 5 years or long.	eholder value over time.	. Companies should consider exter	nding vestir	ng periods for
11	Approve Remuneration of Directors in the Amount of EUR 95,000 for Chairman, EUR 60,000 for Vice Chairman, and EUR 45,000 for Other Directors; Approve Remuneration for Committee Work; Approve Meeting Fees	Mgmt	For	For	For
12	Fix Number of Directors at Nine	Mgmt	For	For	For
13	Reelect Matti Kahkonen (Chair), John Abbott, Nick Elmslie, Just Jansz, Jari Rosendal, Eeva Sipila (Vice Chair) and Johanna Soderstrom as Directors; Elect Heikki Malinen and Kimmo Viertola as New Directors	Mgmt	For	Against	Against
	Voter Rationale: The board should submit hold directors individually accountable for support a pay related proposal at the com- chair, we are not inclined to support their diversity on the board. In developed marke	their performance. In re pany. Due to ongoing co re-election to the board.	ocent years, this is not the first time concerns regarding decisions taken The Company should put in place	e that we h by the rem a policy to	ave been unable to uneration committee o increase gender
14	Approve Remuneration of Auditors	Mgmt	For	For	For
15	Ratify KPMG as Auditors	Mgmt	For	For	For
16	Authorize Share Repurchase Program	Mgmt	For	For	For
17	Approve Issuance of up to 23 Million Shares without Preemptive Rights	Mgmt	For	For	For
18	Amend Articles Re: Book-Entry System	Mgmt	For	Refer	Against
	Voter Rationale: A vote AGAINST the prop virtual-only shareholder meetings. While the virtual-only meetings may hinder meanings uncomfortable questions.	nere are benefits from a	llowing participation at shareholde	r meetings	via electronic means,
19	Close Meeting	Mgmt			

### **Randstad NV**

Meeting Date: 03/28/2023

**Country:** Netherlands

Ticker: RAND

Meeting Type: Annual

Primary ISIN: NL0000379121 Primary SEDOL: 5228658

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt			
1	Open Meeting	Mgmt			
2a	Receive Reports of Management Board and Supervisory Board (Non-Voting)	Mgmt			

### **Randstad NV**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2b	Approve Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha			stretching ,	performance targets to
2c	Adopt Financial Statements	Mgmt	For	For	For
2d	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt			
2e	Approve Dividends of EUR 2.85 Per Share	Mgmt	For	For	For
3a	Approve Discharge of Management Board	Mgmt	For	For	For
3b	Approve Discharge of Supervisory Board	Mgmt	For	For	For
4a	Elect Jorge Vazquez to Management Board	Mgmt	For	For	For
4b	Elect Myriam Beatove Moreale to Management Board	Mgmt	For	For	For
5a	Elect Cees 't Hart to Supervisory Board	Mgmt	For	For	For
5b	Elect Laurence Debroux to Supervisory Board	Mgmt	For	For	For
5c	Elect Jeroen Drost to Supervisory Board	Mgmt	For	For	For
6a	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital and Exclude Preemptive Rights	Mgmt	For	For	For
6b	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
6c	Approve Cancellation of Repurchased Shares	Mgmt	For	For	For
7	Ratify Deloitte Accountants BV as Auditors	Mgmt	For	For	For
8	Ratify PricewaterhouseCoopers Accountants NV as Auditors	Mgmt	For	For	For
9	Other Business (Non-Voting)	Mgmt			
10	Close Meeting	Mgmt			

## **Banco Santander SA**

Meeting Date: 03/30/2023 Country: Spain

Meeting Type: Annual

Ticker: SAN

Primary ISIN: ES0113900J37 **Primary SEDOL:** 5705946

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.A	Approve Consolidated and Standalone Financial Statements	Mgmt	For	For	For

### **Banco Santander SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
1.B	Approve Non-Financial Information Statement	Mgmt	For	For	For	
1.C	Approve Discharge of Board	Mgmt	For	For	For	
2	Approve Allocation of Income and Dividends	Mgmt	For	For	For	
3.A	Fix Number of Directors at 15	Mgmt	For	For	For	
3.B	Ratify Appointment of and Elect Hector Blas Grisi Checa as Director	Mgmt	For	For	For	
3.C	Ratify Appointment of and Elect Glenn Hogan Hutchins as Director	Mgmt	For	For	For	
3.D	Reelect Pamela Ann Walkden as Director	Mgmt	For	For	For	
3.E	Reelect Ana Patricia Botin-Sanz de Sautuola y O'Shea as Director	Mgmt	For	For	For	
3.F	Reelect Sol Daurella Comadran as Director	Mgmt	For	For	For	
3.G	Reelect Gina Lorenza Diez Barroso Azcarraga as Director	Mgmt	For	For	For	
3.H	Reelect Homaira Akbari as Director	Mgmt	For	For	For	
4	Ratify Appointment of PricewaterhouseCoopers as Auditor	Mgmt	For	For	For	
5.A	Approve Reduction in Share Capital via Amortization of Treasury Shares	Mgmt	For	For	For	
5.B	Approve Reduction in Share Capital via Amortization of Treasury Shares	Mgmt	For	For	For	
5.C	Authorize Share Repurchase Program	Mgmt	For	For	For	
5.D	Authorize Issuance of Convertible Bonds, Debentures, Warrants, and Other Debt Securities up to EUR 10 Billion with Exclusion of Preemptive Rights up to 10 Percent of Capital	Mgmt	For	For	For	
6.A	Approve Remuneration Policy	Mgmt	For	Against	Against	
	Voter Rationale: Incentive awards to execute reward strong performance and drive share not allow vesting of incentive awards for speriods for long-term incentive plans to 5	eholder value over a su ubstantially below med	officiently long period of time. The li lian performance. Companies shoul	remunerati d consider	on committee should extending vesting	
6.B	Approve Remuneration of Directors	Mgmt	For	For	For	
6.C	Fix Maximum Variable Compensation Ratio	Mgmt	For	For	For	
6.D	Approve Deferred Multiyear Objectives Variable Remuneration Plan	Mgmt	For	Against	Against	
Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.						
6.E	Approve Buy-out Policy	Mgmt	For	For	For	

### **Banco Santander SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction	
6.F	Advisory Vote on Remuneration Report	Mgmt	For	Against	Against	
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.					
7	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For	

## CaixaBank SA

Meeting Date: 03/30/2023

Country: Spain

Meeting Type: Annual

Ticker: CABK

Primary ISIN: ES0140609019 Primary SEDOL: B283W97

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Consolidated and Standalone Financial Statements	Mgmt	For	For	For
2	Approve Non-Financial Information Statement	Mgmt	For	For	For
3	Approve Discharge of Board	Mgmt	For	For	For
4	Approve Allocation of Income and Dividends	Mgmt	For	For	For
5	Renew Appointment of PricewaterhouseCoopers as Auditor	Mgmt	For	For	For
6.1	Reelect Gonzalo Gortazar Rotaeche as Director	Mgmt	For	For	For
6.2	Reelect Cristina Garmendia Mendizabal as Director	Mgmt	For	For	For
6.3	Reelect Amparo Moraleda Martinez as Director	Mgmt	For	For	For
6.4	Elect Peter Loscher as Director	Mgmt	For	For	For
7	Amend Remuneration Policy	Mgmt	For	For	For
8	Approve Remuneration of Directors	Mgmt	For	For	For
9	Approve 2023 Variable Remuneration Scheme	Mgmt	For	For	For
10	Fix Maximum Variable Compensation Ratio	Mgmt	For	For	For
11	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For
12	Advisory Vote on Remuneration Report	Mgmt	For	For	For

# **Kesko Oyj**

Meeting Date: 03/30/2023

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

Ticker: KESKOB

**Primary ISIN:** FI0009000202

Primary SEDOL: 4490005

Proposal			Mgmt	Voting Policy	Vote		
Number	Proposal Text	Proponent	Rec	Rec	Instruction		
1	Open Meeting	Mgmt					
2	Call the Meeting to Order	Mgmt					
3	Designate Inspector or Shareholder Representative(s) of Minutes of Meeting	Mgmt					
4	Acknowledge Proper Convening of Meeting	Mgmt					
5	Prepare and Approve List of Shareholders	Mgmt					
6	Receive CEO's Review	Mgmt					
7	Receive Financial Statements and Statutory Reports	Mgmt					
8	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For		
	Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.						
9	Approve Allocation of Income and Dividends of EUR 1.08 Per Share	Mgmt	For	For	For		
10	Approve Discharge of Board and President	Mgmt	For	For	For		
11	Approve Remuneration Report (Advisory Vote)	Mgmt	For	Against	Against		
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha used to incentivise long-term performance	reholder value over a s	sufficiently long period of time. Lon	g-term ince	ntive awards should be		
12	Approve Remuneration of Directors in the Amount of EUR 102,000 for Chairman; EUR 63,000 for Vice Chairman, and EUR 47,500 for Other Directors; Approve Meeting Fees; Approve Remuneration for Committee Work	Mgmt	For	For	For		
13	Approve Remuneration of Auditors	Mgmt	For	For	For		
14	Ratify Deloitte as Auditors	Mgmt	For	For	For		
15	Amend Articles Re: Board of Directors and Term of Office	Mgmt	For	For	For		
16	Authorize Share Repurchase Program	Mgmt	For	For	For		
17	Approve Issuance of up to 33 Million Class B Shares without Preemptive Rights	Mgmt	For	For	For		
18	Approve Charitable Donations of up to EUR 300,000	Mgmt	For	For	For		
19	Close Meeting	Mgmt					

#### **Telefonica SA**

Meeting Date: 03/30/2023

Country: Spain

Meeting Type: Annual

Ticker: TEF

Primary ISIN: ES0178430E18

Primary SEDOL: 5732524

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction		
1.1	Approve Consolidated and Standalone Financial Statements	Mgmt	For	For	For		
	Voter Rationale: Shareholders should hav	e the right to elec	t directors annually in o	order to hold them to accou	nt.		
1.2	Approve Non-Financial Information Statement	Mgmt	For	For	For		
1.3	Approve Discharge of Board	Mgmt	For	For	For		
2	Approve Treatment of Net Loss	Mgmt	For	For	For		
3	Renew Appointment of PricewaterhouseCoopers as Auditor	Mgmt	For	For	For		
4	Approve Reduction in Share Capital via Amortization of Treasury Shares	Mgmt	For	For	For		
5	Approve Dividends Charged Against Unrestricted Reserves	Mgmt	For	For	For		
6	Authorize Share Repurchase Program	Mgmt	For	For	For		
7	Approve Remuneration Policy	Mgmt	For	Against	Against		
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Severance payments should not exceed one year s salary and benefits. Larger severance packages should be subject to a separate shareholder approval.						
8	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For		
9	Advisory Vote on Remuneration Report	Mgmt	For	Against	Against		
9	Advisory Vote on Remuneration Report  Voter Rationale: Substantial pay-outs und targets may warrant vesting of only a sm and include robust and stretching perform long period of time.	ler incentive scher all proportion of in	mes should only be ava ncentive awards. Incent	vilable for superior performa tive awards to executives sh	nce. Reaching thro yould be clearly dis		

# **UniCredit SpA**

Meeting Date: 03/31/2023

Country: Italy

Meeting Type: Annual/Special

Ticker: UCG

**Primary ISIN:** IT0005239360

Primary SEDOL: BYMXPS7

Proposal			Mgmt	Voting Policy	Vote	
Number	Proposal Text	Proponent	Rec	Rec	Instruction	
	Ordinary Business	Mgmt				
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For	
2	Approve Allocation of Income	Mgmt	For	For	For	

# **UniCredit SpA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction				
3	Approve Elimination of Negative Reserves	Mgmt	For	For	For				
4	Authorize Share Repurchase Program	Mgmt	For	For	For				
5	Approve Remuneration Policy	Mgmt	For	Against	Against				
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha under the short-term/long-term incentive expectations.	reholder value over a s	ufficiently long period of time. Any	increase in	the size of awards				
6	Approve Second Section of the Remuneration Report	Mgmt	For	Against	Against				
		Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.							
7	Approve 2023 Group Incentive System	Mgmt	For	Against	Against				
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.								
8	Approve Fixed-Variable Compensation Ratio	Mgmt	For	For	For				
9	Approve Decrease in Size of Board from 13 to 12	Mgmt	For	For	For				
	Extraordinary Business	Mgmt							
1	Authorize Board to Increase Capital to Service the 2017-2019 LTI Plan and Amend Capital Increases Authorizations to Service the 2018 to 2021 Group Incentive Systems	Mgmt	For	For	For				
2	Authorize Board to Increase Capital to Service the 2022 Group Incentive System	Mgmt	For	Against	Against				
	Voter Rationale: Capital issuance authorit	ies should be for share	plans that incentivise long-term va	lue creatioi	7.				
3	Authorize Cancellation of Treasury Shares without Reduction of Share Capital	Mgmt	For	For	For				
Α	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	Mgmt	None	Against	Against				
	Voter Rationale: Companies should provide meeting to enable shareholders to cast all		on directors standing for election	at least 21	days in advance of the				

## **EDP Renovaveis SA**

Meeting Date: 04/04/2023 Country: Spain Ticker: EDPR

Meeting Type: Annual

**Primary ISIN:** ES0127797019 Primary SEDOL: B39GNW2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Consolidated and Standalone Financial Statements	Mgmt	For	For	For

### **EDP Renovaveis SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Treatment of Net Loss	Mgmt	For	For	For
3	Approve Scrip Dividends	Mgmt	For	For	For
4	Approve Consolidated and Standalone Management Reports, Corporate Governance Report and Management Report	Mgmt	For	For	For
5	Approve Non-Financial Information Statement	Mgmt	For	For	For
6	Appraise Management of Company and Approve Vote of Confidence to Board of Directors	Mgmt	For	For	For
7	Ratify Appointment of and Elect Cynthia Kay Mc Call as Director	Mgmt	For	For	For
8.A	Approve Financing Agreement between EDP Renovaveis SA and EDP Energias de Portugal SA	Mgmt	For	For	For
8.B	Grant Board Powers for the Execution and Development of the Financing Agreement between EDP Renovaveis SA and EDP Energias de Portugal SA	Mgmt	For	For	For
9	Amend Remuneration Policy	Mgmt	For	Against	Against
	Voter Rationale: Long-term incentive awar within 3 years since the date of grant. Cor or longer or as a minimum introduce an ac changes in the business or in the role and	mpanies should conside dditional holding or defe	r extending vesting periods for lon erral period. Significant salary incre	g-term ince	entive plans to 5 years
10.A	Add New Article 30 Re: Environmental, Social and Corporate Governance Committee	Mgmt	For	For	For
10.B	Amend Articles Re: Governing Bodies, Remuneration of Directors and Appointments and Remunerations Committee	Mgmt	For	For	For
11	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For

### **Nokia Oyj**

**Meeting Date:** 04/04/2023

Country: Finland

Meeting Type: Annual

Ticker: NOKIA

**Primary ISIN:** FI0009000681

Primary SEDOL: 5902941

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
2	Call the Meeting to Order	Mgmt			
3	Designate Inspector or Shareholder Representative(s) of Minutes of Meeting	Mgmt			

# **Nokia Oyj**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Acknowledge Proper Convening of Meeting	Mgmt			
5	Prepare and Approve List of Shareholders	Mgmt			
6	Receive Financial Statements and Statutory Reports	Mgmt			
7	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
8	Approve Allocation of Income and Dividends of EUR 0.12 Per Share	Mgmt	For	For	For
9	Approve Discharge of Board and President	Mgmt	For	For	For
10	Approve Remuneration Report (Advisory Vote)	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha vesting periods for long-term incentive pla	reholder value over a st	ufficiently long period of time. Com	panies shot	uld consider extending
11	Approve Remuneration of Directors in the Amount of EUR 440,000 to Chair, EUR 210,000 to Vice Chair and EUR 185,000 to Other Directors; Approve Remuneration for Committee Work; Approve Meeting Fees	Mgmt	For	For	For
12	Fix Number of Directors at Ten	Mgmt	For	For	For
13.1	Reelect Sari Baldauf (Chair) as Director	Mgmt	For	For	For
13.2	Reelect Thomas Dannenfeldt as Director	Mgmt	For	For	For
13.3	Reelect Lisa Hook as Director	Mgmt	For	For	For
13.4	Reelect Jeanette Horan as Director	Mgmt	For	For	For
13.5	Reelect Thomas Saueressig as Director	Mgmt	For	For	For
13.6	Reelect Soren Skou (Vice Chair) as Director	Mgmt	For	For	For
13.7	Reelect Carla Smits-Nusteling as Director	Mgmt	For	For	For
13.8	Reelect Kai Oistamo as Director	Mgmt	For	For	For
13.9	Elect Timo Ahopelto as Director	Mgmt	For	For	For
13.10	Elect Elizabeth Crain as Director	Mgmt	For	For	For
14	Approve Remuneration of Auditor	Mgmt	For	For	For
15	Ratify Deloitte as Auditor	Mgmt	For	For	For
16	Authorize Share Repurchase Program	Mgmt	For	For	For
17	Approve Issuance of up to 550 Million Shares without Preemptive Rights	Mgmt	For	For	For
18	Close Meeting	Mgmt			

### **Deutsche Telekom AG**

Meeting Date: 04/05/2023

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

Ticker: DTE

Primary ISIN: DE0005557508

Primary SEDOL: 5842359

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt				
2	Approve Allocation of Income and Dividends of EUR 0.70 per Share	Mgmt	For	For	For	
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For	For	
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	For	For	
5	Ratify Deloitte GmbH as Auditors for Fiscal Year 2023 and for the Review of the Interim Financial Statements for Fiscal Year 2023 and First Quarter of Fiscal Year 2024	Mgmt	For	For	For	
6.1	Elect Harald Krueger to the Supervisory Board	Mgmt	For	For	For	
6.2	Elect Reinhard Ploss to the Supervisory Board	Mgmt	For	For	For	
6.3	Elect Margret Suckale to the Supervisory Board	Mgmt	For	For	For	
7	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For	For	
8	Approve Remuneration Report	Mgmt	For	Against	For	

### Elisa Oyj

**Meeting Date:** 04/05/2023

Country: Finland

Meeting Type: Annual

Ticker: ELISA

**Primary ISIN:** FI0009007884

Primary SEDOL: 5701513

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
2	Call the Meeting to Order	Mgmt			
3	Designate Inspector or Shareholder Representative(s) of Minutes of Meeting	Mgmt			
4	Acknowledge Proper Convening of Meeting	Mgmt			
5	Prepare and Approve List of Shareholders	Mgmt			

### Elisa Oyj

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Receive Financial Statements and Statutory Reports	Mgmt			
7	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
8	Approve Allocation of Income and Dividends of EUR 2.15 Per Share	Mgmt	For	For	For
9	Approve Discharge of Board and President	Mgmt	For	For	For
10	Approve Remuneration Report (Advisory Vote)	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to execute reward strong performance and drive share vesting periods for long-term incentive plants.	reholder value over a su	ifficiently long period of time.Comp	nanies shou	ld consider extending
11	Approve Remuneration of Directors in the Amount of EUR 140,000 for Chairman, EUR 86,000 for Vice Chairman and the Chairman of the Committees, and EUR 71,000 for Other Directors; Approve Meeting Fees	Mgmt	For	For	For
12	Fix Number of Directors at Eight	Mgmt	For	For	For
13	Reelect Maher Chebbo, Kim Ignatius, Katariina Kravi (Vice Chair), Pia Kall, Topi Manner, Eva-Lotta Sjostedt, Anssi Vanjoki (Chair) and Antti Vasara as Directors	Mgmt	For	Against	Abstain
	Voter Rationale: ABSTENTION of voting is 38% with 2 recently elected female directed		Remuneration concerns. Gender of	diversity is i	below targe of 40% at
14	Approve Remuneration of Auditors	Mgmt	For	For	For
15	Ratify KPMG as Auditors	Mgmt	For	For	For
16	Allow Shareholder Meetings to be Held by Electronic Means Only	Mgmt	For	Refer	Against
	Voter Rationale: A vote AGAINST the prop virtual-only shareholder meetings. While to virtual-only meetings may hinder meaning uncomfortable questions.	here are benefits from a	allowing participation at shareholde	er meetings	via electronic means,
17	Authorize Share Repurchase Program	Mgmt	For	For	For
18	Approve Issuance of up to 15 Million Shares without Preemptive Rights	Mgmt	For	For	For
19	Close Meeting	Mgmt			

# **EDP-Energias de Portugal SA**

Meeting Date: 04/12/2023 Country: Portugal Ticker: EDP

Meeting Type: Annual

# **EDP-Energias de Portugal SA**

Proposal Number     Proposal Text     Proponent     Mgmt Rec     Voting Policy Rec     Vote Instruction       1.1     Approve Individual and Consolidated Financial Statements and Statutory Reports     Mgmt     For     For     For	ction
Financial Statements and Statutory	
Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.	
1.2 Approve Remuneration Report Mgmt For Against Against	st
Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or described by the control of the con	ider extending
1.3 Approve 2030 Climate Change Mgmt For Refer For Commitment	
2.1 Approve Allocation of Income Mgmt For For For	
2.2 Approve Dividends Mgmt For For For	
3.1 Appraise Management of Company and Mgmt For For For Approve Vote of Confidence to Management Board	
3.2 Appraise Supervision of Company and Mgmt For For For Approve Vote of Confidence to Supervisory Board	
3.3 Appraise Work Performed by Statutory Mgmt For For For Auditor and Approve Vote of Confidence to Statutory Auditor	
4 Authorize Repurchase and Reissuance of Mgmt For Against Agains Shares	st
Voter Rationale: Shares should not be repurchased at a premium/discount to the market price of more than 10%.	
5 Authorize Repurchase and Reissuance of Mgmt For Against Agains Repurchased Debt Instruments	st
Voter Rationale: Shares should not be repurchased at a premium/discount to the market price of more than 10%.	
6 Approve the Renewal of the Mgmt For For Authorization Granted to the Executive Board of Directors to Increase the Share Capital	
7 Eliminate Preemptive Rights Mgmt For For For	
8 Elect Pedro Collares Pereira de SH None Refer For Vasconcelos as Executive Director for 2021-2023 Term	

### **Ferrovial SA**

Meeting Date: 04/12/2023 Country: Spain Ticker: FER

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction			
1.1	Approve Consolidated and Standalone Financial Statements	Mgmt	For	For	For			
1.2	Approve Non-Financial Information Statement	Mgmt	For	For	For			
2	Approve Allocation of Income	Mgmt	For	For	For			
3	Approve Discharge of Board	Mgmt	For	For	For			
4	Renew Appointment of Ernst & Young as Auditor	Mgmt	For	For	For			
5.1	Reelect Ignacio Madridejos Fernandez as Director	Mgmt	For	For	For			
5.2	Reelect Philip Bowman as Director	Mgmt	For	For	For			
5.3	Reelect Hanne Birgitte Breinbjerg Sorensen as Director	Mgmt	For	Abstain	Abstain			
	Voter Rationale: The Company should put minimum expectation is that women shou			d. In devel	oped markets, our			
5.4	Reelect Juan Hoyos Martinez de Irujo as Director	Mgmt	For	For	For			
5.5	Reelect Gonzalo Urquijo Fernandez de Araoz as Director	Mgmt	For	Against	Against			
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.							
6	Approve Scrip Dividends	Mgmt	For	For	For			
7	Approve Scrip Dividends	Mgmt	For	For	For			
8	Approve Reduction in Share Capital via Amortization of Treasury Shares	Mgmt	For	For	For			
9	Approve Restricted Stock Plan	Mgmt	For	For	For			
10.1	Approve Cross-Border Merger between Ferrovial SA and Ferrovial International SE	Mgmt	For	For	For			
10.2	Approve Remuneration Policy Applicable to Ferrovial International SE	Mgmt	For	Against	Against			
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.							
11	Advisory Vote on Remuneration Report	Mgmt	For	Against	Against			
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.							
12	Reporting on Climate Transition Plan	Mgmt	For	Refer	For			
13	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For			

# **Koninklijke Ahold Delhaize NV**

Meeting Date: 04/12/2023

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

Ticker: AD

Primary ISIN: NL0011794037

Primary SEDOL: BD0Q398

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt			
1	Open Meeting	Mgmt			
2	Receive Report of Management Board (Non-Voting)	Mgmt			
3	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt			
4	Adopt Financial Statements	Mgmt	For	For	For
5	Approve Dividends	Mgmt	For	For	For
6	Approve Remuneration Report	Mgmt	For	For	For
7	Approve Discharge of Management Board	Mgmt	For	For	For
8	Approve Discharge of Supervisory Board	Mgmt	For	For	For
9	Reelect Peter Agnefjall to Supervisory Board	Mgmt	For	For	For
10	Reelect Bill McEwan to Supervisory Board	Mgmt	For	For	For
11	Reelect Katie Doyle to Supervisory Board	Mgmt	For	For	For
12	Elect Julia Vander Ploeg to Supervisory Board	Mgmt	For	For	For
13	Reelect Frans Muller to Management Board	Mgmt	For	For	For
14	Elect JJ Fleeman to Management Board	Mgmt	For	For	For
15	Ratify KPMG Accountants N.V. as Auditors	Mgmt	For	For	For
16	Grant Board Authority to Issue Shares Up to 10 Percent of Issued Capital	Mgmt	For	For	For
17	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For	For
18	Authorize Board to Acquire Common Shares	Mgmt	For	For	For
19	Approve Cancellation of Repurchased Shares	Mgmt	For	For	For
20	Close Meeting	Mgmt			

### **Royal KPN NV**

Meeting Date: 04/12/2023

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

Ticker: KPN

**Primary ISIN:** NL0000009082

Primary SEDOL: 5956078

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt			
1	Open Meeting and Announcements	Mgmt			
2	Receive Report of Management Board (Non-Voting)	Mgmt			
3	Adopt Financial Statements	Mgmt	For	For	For
4	Approve Remuneration Report	Mgmt	For	For	For
5	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt			
6	Approve Dividends	Mgmt	For	For	For
7	Approve Discharge of Management Board	Mgmt	For	For	For
8	Approve Discharge of Supervisory Board	Mgmt	For	For	For
9	Ratify Ernst & Young Accountants LLP as Auditors	Mgmt	For	For	For
10	Opportunity to Make Recommendations	Mgmt			
11	Reelect Jolande Sap to Supervisory Board	Mgmt	For	For	For
12	Elect Ben Noteboom to Supervisory Board	Mgmt	For	For	For
13	Elect Frank Heemskerk to Supervisory Board	Mgmt	For	For	For
14	Elect Herman Dijkhuizen to Supervisory Board	Mgmt	For	For	For
15	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
16	Approve Reduction in Share Capital through Cancellation of Shares	Mgmt	For	For	For
17	Grant Board Authority to Issue Shares Up to 10 Percent of Issued Capital	Mgmt	For	For	For
18	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For	For
19	Other Business (Non-Voting)	Mgmt			
20	Close Meeting	Mgmt			

### **UPM-Kymmene Oyj**

Meeting Date: 04/12/2023

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

Ticker: UPM

**Primary ISIN:** FI0009005987

Primary SEDOL: 5051252

Open Meeting  Call the Meeting to Order	Mgmt			
-				
Danisanata Isranastan an Chanahaldan	Mgmt			
Designate Inspector or Shareholder Representative(s) of Minutes of Meeting	Mgmt			
Acknowledge Proper Convening of Meeting	Mgmt			
Prepare and Approve List of Shareholders	Mgmt			
Receive Financial Statements and Statutory Reports	Mgmt			
Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
Approve Allocation of Income and Dividends of EUR 1.50 Per Share	Mgmt	For	For	For
Approve Discharge of Board and President	Mgmt	For	For	For
Approve Remuneration Report	Mgmt	For	Against	For
reward strong performance and drive shar	eholder value over t	ime. Companies should co	onsider extending vest	ing periods for
Remuneration of Directors in the Amount of EUR 218,000 for Chairman, EUR 145,000 for Deputy Chairman and EUR 120,000 for Other Directors; Approve Compensation for Committee Work	Mgmt	For	For	For
Fix Number of Directors at Nine	Mgmt	For	For	For
Reelect Henrik Ehrnrooth, Emma FitzGerald, Jari Gustafsson, Piia-Noora Kauppi, Topi Manner, Marjan Oudeman, Martin a Porta and Kim Wahl as Directors; Eelect Pia Aaltonen-Forsell as New Director	Mgmt	For	Against	For
	Prepare and Approve List of Shareholders  Receive Financial Statements and Statutory Reports  Accept Financial Statements and Statutory Reports  Approve Allocation of Income and Dividends of EUR 1.50 Per Share  Approve Discharge of Board and President  Approve Remuneration Report  Voter Rationale: Incentive awards to execute reward strong performance and drive shard long-term incentive plans to 5 years or long.  Remuneration of Directors in the Amount of EUR 218,000 for Chairman, EUR 145,000 for Deputy Chairman and EUR 120,000 for Other Directors; Approve Compensation for Committee Work  Fix Number of Directors at Nine  Reelect Henrik Ehrnrooth, Emma FitzGerald, Jari Gustafsson, Piia-Noora Kauppi, Topi Manner, Marjan Oudeman, Martin a Porta and Kim Wahl as Directors; Eelect Pia Aaltonen-Forsell as New Director	Prepare and Approve List of Shareholders  Receive Financial Statements and Statutory Reports  Accept Financial Statements and Mgmt Statutory Reports  Accept Financial Statements and Mgmt Statutory Reports  Approve Allocation of Income and Mgmt Dividends of EUR 1.50 Per Share  Approve Discharge of Board and Mgmt President  Approve Remuneration Report Mgmt  Voter Rationale: Incentive awards to executives should be cleareward strong performance and drive shareholder value over to long-term incentive plans to 5 years or longer or as a minimum EUR 145,000 for Deputy Chairman and EUR 120,000 for Other Directors; Approve Compensation for Committee Work  Fix Number of Directors at Nine Mgmt  Reelect Henrik Ehrnrooth, Emma Mgmt  FitzGerald, Jari Gustafsson, Piia-Noora Kauppi, Topi Manner, Marjan Oudeman, Martin a Porta and Kim Wahl as Directors; Eelect Pia Aaltonen-Forsell as New Director  Voter Rationale: In recent years, this is not the first time that we Due to ongoing concerns regarding decisions taken by the ren	Prepare and Approve List of Shareholders  Receive Financial Statements and Mgmt Statutory Reports  Accept Financial Statements and Mgmt For Statutory Reports  Approve Allocation of Income and Mgmt For Dividends of EUR 1.50 Per Share  Approve Discharge of Board and Mgmt For President  Approve Remuneration Report Mgmt For Voter Rationale: Incentive awards to executives should be clearly disclosed and include reward strong performance and drive shareholder value over time. Companies should colong-term incentive plans to 5 years or longer or as a minimum introduce an additional here.  Remuneration of Directors in the Amount of EUR 218,000 for Chairman, EUR 145,000 for Deputy Chairman and EUR 120,000 for Other Directors; Approve Compensation for Committee Work  Fix Number of Directors at Nine Mgmt For Reelect Henrik Ehrnrooth, Emma Mgmt For Reelect Henrik Ehrnrooth, Emma Mgmt For Reelect Henrik Ehrnrooth, Emma Mgmt For Rationale: In recent years, this is not the first time that we have been unable to sup Due to ongoing concerns regarding decisions taken by the remuneration committee chai	Prepare and Approve List of Shareholders  Receive Financial Statements and Statutory Reports  Accept Financial Statements and Mgmt For For Statutory Reports  Approve Allocation of Income and Mgmt For For Dividends of EUR 1.50 Per Share  Approve Discharge of Board and President  Approve Remuneration Report Mgmt For Against  Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching reward strong performance and drive shareholder value over time. Companies should consider extending vest long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period of the Incentive Against  Remuneration of Directors in the Amount of EUR 218,000 for Chairman, EUR 145,000 for Deputy Chairman and EUR 120,000 for Other Directors; Approve Compensation for Committee Work  Fix Number of Directors at Nine Mgmt For For Reelect Henrik Ehrnrooth, Emma FitzGerald, Jari Gustafsson, Piia-Noora Kauppi, Topi Manner, Marjan Oudeman, Martin a Porta and Kim Wahl as Directors; Eelect Pia Aaltonen-Forsell as Directors; Eelect Pia Aaltonen-Forsell as

Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process. The board should submit directors for re-election individually, rather than as a single slate to enable shareholders to hold directors individually accountable for their performance.

14 Approve Remuneration of Auditors Mgmt For For For

### **UPM-Kymmene Oyj**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
15	Ratify PricewaterhouseCoopers as Auditor for FY 2023	Mgmt	For	Against	For
	Voter Rationale: Companies that have hability bringing in a new auditing firm, ideally ev		a long period of time should consid	ler a plan oi	tender process for
16	Ratify Ernst & Young Oy as Auditor for FY 2024	Mgmt	For	For	For
17	Approve Issuance of up to 25 Million Shares without Preemptive Rights	Mgmt	For	For	For
18	Authorize Share Repurchase Program	Mgmt	For	For	For
19	Allow Shareholder Meetings to be Held by Electronic Means Only	Mgmt	For	Refer	Abstain
	Voter Rationale: ABSTAIN as the comparassessed by the Board) however this is n			in exceptic	nal circumstances (as
20	Authorize Charitable Donations	Mgmt	For	For	For
21	Close Meeting	Mgmt			

### **Beiersdorf AG**

**Meeting Date:** 04/13/2023

Country: Germany

Meeting Type: Annual

Ticker: BEI

Primary ISIN: DE0005200000 Primary SEDOL: 5107401

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction				
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt							
2	Approve Allocation of Income and Dividends of EUR 0.70 per Share	Mgmt	For	For	For				
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For	For				
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	Against	Against				
	Voter Rationale: The company should reduce director terms and implement either staggered election cycles or, ideally, annual re-elections, in order to facilitate a more dynamic board refreshment process.								
5	Ratify Ernst & Young GmbH as Auditors for Fiscal Year 2023	Mgmt	For	For	For				
	Voter Rationale: Companies that have had bringing in a new auditing firm.	the same auditor i	for a period of over 10 y	vears should consider a pla	an or tender process for				
6	Approve Remuneration Report	Mgmt	For	Against	Against				
	Voter Rationale: All exceptional awards sh addition to and above that expected of dir disclosed and include robust and stretchin sufficiently long period of time. On early to including in the event of a change of conti	rectors as a normal g performance targ ermination, all shar rol. Companies sho	part of their jobs. Incer lets to reward strong pe e-based awards should uld consider extending v	ntive awards to executives erformance and drive shard be time pro-rated and test	s should be clearly eholder value over a ted for performance,				

years or longer or as a minimum introduce an additional holding or deferral period.

### **Beiersdorf AG**

Propo Numb	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7.1	Elect Uta Kemmerich-Keil to the Supervisory Board	Mgmt	For	For	For
7.2	Elect Beatrice Dreyfus as Alternate Supervisory Board Member	Mgmt	For	For	For
8.1	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For	For
8.2	Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For

# **Fortum Oyj**

Meeting Date: 04/13/2023

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

Ticker: FORTUM

**Primary ISIN:** FI0009007132

Primary SEDOL: 5579550

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
2	Call the Meeting to Order	Mgmt			
3	Designate Inspector or Shareholder Representative(s) of Minutes of Meeting	Mgmt			
4	Acknowledge Proper Convening of Meeting	Mgmt			
5	Prepare and Approve List of Shareholders	Mgmt			
6	Receive Financial Statements and Statutory Reports	Mgmt			
7	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
8	Approve Allocation of Income and Dividends of EUR 0.91 Per Share	Mgmt	For	For	For
9	Approve Discharge of Board and President	Mgmt	For	For	For
10	Approve Remuneration Report (Advisory Vote)	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha vesting periods for long-term incentive pla	reholder value over a	sufficiently long period of time. (	Companies sho	uld consider extending
11	Approve Remuneration of Directors in the Amount of EUR 88,800 for Chair, EUR 63,300 for Deputy Chair and EUR 43,100 for Other Directors; Approve Remuneration for Committee Work; Approve Meeting Fees	Mgmt	For	For	For
12	Fix Number of Directors at Ten	Mgmt	For	For	For

### **Fortum Oyj**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction			
13	Reelect Ralf Christian, Luisa Delgado, Essimari Kairisto and Teppo Paavola as Directors; Elect Jonas Gustavsson, Marita Niemela, Mikael Silvennoinen, Maija Strandberg, Johan Soderstrom and Vesa-Pekka Takala as New Directors	Mgmt	For	For	For			
	Voter Rationale: The board should submit hold directors individually accountable for		n individually, rather than as a sing	le slate to e	enable shareholders to			
14	Approve Remuneration of Auditors	Mgmt	For	For	For			
15	Ratify Deloitte as Auditors	Mgmt	For	For	For			
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.							
16	Amend Articles Re: Notice of General Meeting; Virtual Participation; General Meeting	Mgmt	For	For	For			
17	Authorize Share Repurchase Program	Mgmt	For	For	For			
18	Authorize Reissuance of Repurchased Shares	Mgmt	For	For	For			
19	Approve Charitable Donations	Mgmt	For	For	For			
20	Close Meeting	Mgmt						

#### **Stellantis NV**

**Meeting Date:** 04/13/2023

**Country:** Netherlands

Meeting Type: Annual

Ticker: STLAM

Primary ISIN: NL00150001Q9 Primary SEDOL: BMD8KX7

Votina

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt			
1	Open Meeting	Mgmt			
2.a	Receive Report of Board of Directors (Non-Voting)	Mgmt			
2.b	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt			
2.c	Approve Remuneration Report Excluding Pre-Merger Legacy Matters	Mgmt	For	Against	Against

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.

### **Stellantis NV**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.d	Approve Remuneration Report on the Pre-Merger Legacy Matters	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha awards should be time pro-rated and test	reholder value over a su	ıfficiently long period of time. On e	early termin	performance targets to nation, all share-based
2.e	Adopt Financial Statements and Statutory Reports	Mgmt	For	For	For
2.f	Approve Dividends of EUR 1.34 Per Share	Mgmt	For	For	For
2g	Approve Discharge of Directors	Mgmt	For	For	For
3	Elect Benoit Ribadeau-Dumas as Non-Executive Director	Mgmt	For	Against	Against
	Voter Rationale: Nominees who also serve external directorship to ensure they have company situations requiring substantial a	sufficient time and ener			
4.a	Ratify Ernst & Young Accountants LLP as Auditors for the Financial Year 2023	Mgmt	For	For	For
4.b	Ratify Deloitte Accountants B.V. as Auditors for the Financial Year 2024	Mgmt	For	For	For
5	Amend Remuneration Policy	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha			stretching p	performance targets to
6.a	Grant Board Authority to Issue Shares Up to 10 Percent of Issued Capital	Mgmt	For	For	For
6.b	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For	For
7	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
8	Approve Cancellation of Common Shares	Mgmt	For	For	For
9	Close Meeting	Mgmt			

### **VINCI SA**

Meeting Date: 04/13/2023 Country: France Ticker: DG

Meeting Type: Annual/Special

#### Did Not Vote Due to Ballot Shareblocking

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Ordinary Business	Mgmt			
1	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	Do Not Vote
2	Approve Financial Statements and Statutory Reports	Mgmt	For	For	Do Not Vote

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Allocation of Income and Dividends of EUR 4 per Share	Mgmt	For	For	Do Not Vote
4	Reelect Caroline Gregoire Sainte Marie as Director	Mgmt	For	For	Do Not Vote
5	Elect Carlos Aguilar as Director	Mgmt	For	For	Do Not Vote
6	Elect Annette Messemer as Director	Mgmt	For	For	Do Not Vote
7	Elect Dominique Muller as Representative of Employee Shareholders to the Board	Mgmt	For	For	Do Not Vote
8	Elect Agnes Daney de Marcillac as Representative of Employee Shareholders to the Board	Mgmt	For	Against	Do Not Vote
9	Elect Ronald Kouwenhoven as Representative of Employee Shareholders to the Board	Mgmt	For	Against	Do Not Vote
10	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	Do Not Vote
11	Approve Remuneration Policy of Directors	Mgmt	For	For	Do Not Vote
12	Approve Remuneration Policy of Xavier Huillard, Chairman and CEO	Mgmt	For	Against	Do Not Vote
13	Approve Compensation Report	Mgmt	For	For	Do Not Vote
14	Approve Compensation of Xavier Huillard, Chairman and CEO	Mgmt	For	Against	Do Not Vote
	Extraordinary Business	Mgmt			
15	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	Do Not Vote
16	Authorize Capitalization of Reserves for Bonus Issue or Increase in Par Value	Mgmt	For	For	Do Not Vote
17	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 300 Million	Mgmt	For	For	Do Not Vote
18	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 150 Million	Mgmt	For	For	Do Not Vote
19	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 150 Million	Mgmt	For	For	Do Not Vote
20	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 17-19	Mgmt	For	For	Do Not Vote
21	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For	Do Not Vote

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
22	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For	Do Not Vote
23	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	Mgmt	For	For	Do Not Vote
24	Authorize up to 1 Percent of Issued Capital for Use in Restricted Stock Plans Reserved for Employees With Performance Conditions Attached	Mgmt	For	Against	Do Not Vote
25	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	Do Not Vote

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Ordinary Business	Mgmt			
1	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Approve Financial Statements and Statutory Reports	Mgmt	For	For	For
3	Approve Allocation of Income and Dividends of EUR 4 per Share	Mgmt	For	For	For
4	Reelect Caroline Gregoire Sainte Marie as Director	Mgmt	For	For	For
5	Elect Carlos Aguilar as Director	Mgmt	For	For	For
6	Elect Annette Messemer as Director	Mgmt	For	For	For
7	Elect Dominique Muller as Representative of Employee Shareholders to the Board	Mgmt	For	For	For
8	Elect Agnes Daney de Marcillac as Representative of Employee Shareholders to the Board	Mgmt	For	Against	Against
	Voter Rationale: Only one candidate can	be elected.			
9	Elect Ronald Kouwenhoven as Representative of Employee Shareholders to the Board	Mgmt	For	Against	Against
	Voter Rationale: Only one candidate can	be elected.			
10	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
11	Approve Remuneration Policy of Directors	Mgmt	For	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12	Approve Remuneration Policy of Xavier Huillard, Chairman and CEO	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exect reward strong performance and drive shat payments that fall outside the companys is consider extending vesting periods for lond or deferral period. The company should pure ported indicators or other bad faith action detrimental to the long-term interests of it	reholder value ove remuneration polic g-term incentive p ut in place a proce ons on the part of	er a sufficiently long per cy should require ex-ant plans to 5 years or long edure which would enab any of its executive din	iod of time. All cash or sha te shareholder approval. Co er or as a minimum introdu ole it, should it identify any ectors and other key mana	re-based awards and Impanies should Ce an additional holding facts of manipulation of Gers which were
13	Approve Compensation Report	Mgmt	For	For	For
14	Approve Compensation of Xavier Huillard, Chairman and CEO	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha vesting periods for long-term incentive pla	reholder value ove	er a sufficiently long per	riod of time. Companies sho	ould consider extending
	Extraordinary Business	Mgmt			
15	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
16	Authorize Capitalization of Reserves for Bonus Issue or Increase in Par Value	Mgmt	For	For	For
17	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 300 Million	Mgmt	For	For	For
18	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 150 Million	Mgmt	For	For	For
19	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 150 Million	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 17-19	Mgmt	For	For	For
21	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For	For
22	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For	For
23	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	Mgmt	For	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
24	Authorize up to 1 Percent of Issued Capital for Use in Restricted Stock Plans Reserved for Employees With Performance Conditions Attached	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha not allow vesting of incentive awards for periods for long-term incentive plans to 5 company should put in place a procedure other bad faith actions on the part of any interests of its shareholders, to ensure th	reholder value over a s substantially below me years or longer or as a which would enable it, of its executive directo	ufficiently long period of time. The dian performance. Companies shou n minimum introduce an additional should it identify any facts of man ors and other key managers which	remunerati Ild consider holding or d ipulation of were detrin	ion committee should extending vesting deferral period. The Freported indicators or
25	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For

### **CNH Industrial NV**

Meeting Date: 04/14/2023 Country: Netherlands

Meeting Type: Annual

Ticker: CNHI

Primary ISIN: NL0010545661

Primary SEDOL: BDX85Z1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt			
1	Open Meeting	Mgmt			
2.a	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt			
2.b	Adopt Financial Statements	Mgmt	For	For	For
	Voter Rationale: Companies should dev board and executive management level			ing greater diversity, inclu	ding gender, at the
2.c	Approve Dividends of EUR 0.36 Per Share	Mgmt	For	For	For
2.d	Approve Discharge of Directors	Mgmt	For	For	For
3.a	Approve Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: Remuneration commits awards to executives should be clearly performance and drive shareholder value performance and demonstrate shareholy jobs.	disclosed and includ ne over a sufficienti	de robust and stretching p ly long period of time. All e	performance targets to rew exceptional awards should	vard strong be clearly linked to
3.b	Approve Plan to Grant Rights to Subscribe for Common Shares to Executive Directors under Equity Incentive Plans	Mgmt	For	Against	Against

Voter Rationale: Remuneration committee should not allow vesting of incentive awards for below median performance. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.

### **CNH Industrial NV**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.a	Reelect Suzanne Heywood as Executive Director	Mgmt	For	Against	Against
	Voter Rationale: Nominees who also serve external directorship to ensure they have company situations requiring substantial a	sufficient time and			
4.b	Reelect Scott W. Wine as Executive Director	Mgmt	For	For	For
	Voter Rationale: The board should appoint support the Chairman, ensure orderly succession non-executive directors and senior executions inappropriate.	cession process fo	or the Chairman, and act a	as a point of contact for sl	nareholders,
4.c	Reelect Howard W. Buffett as Non-Executive Director	Mgmt	For	For	For
4.d	Reelect Karen Linehan as Non-Executive Director	Mgmt	For	For	For
4.e	Reelect Alessandro Nasi as Non-Executive Director	Mgmt	For	For	For
4.f	Reelect Vagn Sorensen as Non-Executive Director	Mgmt	For	For	For
4.g	Reelect Asa Tamsons as Non-Executive Director	Mgmt	For	For	For
4.h	Elect Elizabeth Bastoni as Non-Executive Director	Mgmt	For	For	For
4.i	Elect Richard J. Kramer as Non-Executive Director	Mgmt	For	For	For
5.a	Grant Board Authority to Issue Shares Up to 10 Percent of Issued Capital	Mgmt	For	For	For
5.b	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For	For
5.c	Grant Board Authority to Issue Special Voting Shares Up to 10 Percent of Issued Capital	Mgmt	For	Against	Against
	Voter Rationale: Any increase in capital of circumstances only and fully justified by th		6 without pre-emption rig	hts should be undertaken	in exceptional
5.d	Authorize Repurchase of Up to 10 Percent of Issued Capital	Mgmt	For	For	For
6	Ratify Deloitte Accountants B.V. as Auditors	Mgmt	For	For	For
	Voter Rationale: Companies that have had bringing in a new auditing firm.	the same audito	r for a period of over 10 y	vears should consider a pla	an or tender process fo
7	Close Meeting	Mgmt			

Meeting Date: 04/14/2023 Country: Netherlands Ticker: RACE

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction			
	Annual Meeting Agenda	Mgmt						
1	Open Meeting	Mgmt						
2.a	Receive Director's Board Report (Non-Voting)	Mgmt						
2.b	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt						
2.c	Approve Remuneration Report	Mgmt	For	Against	Against			
	Voter Rationale: Incentive awards to ex reward strong performance and drive sl				performance targets to			
2.d	Adopt Financial Statements and Statutory Reports	Mgmt	For	For	For			
2.e	Approve Dividends of EUR 1.810 Per Share	Mgmt	For	For	For			
2.f	Approve Discharge of Directors	Mgmt	For	For	For			
3.a	Reelect John Elkann as Executive Director	Mgmt	For	For	For			
	Voter Rationale: Nominees who also ser external directorship to ensure they hav company situations requiring substantia	e sufficient time and						
3.b	Reelect Benedetto Vigna as Executive Director	Mgmt	For	For	For			
3.c	Reelect Piero Ferrari as Non-Executive Director	Mgmt	For	For	For			
3.d	Reelect Delphine Arnault as Non-Executive Director	Mgmt	For	Against	Against			
	Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 30% of the board. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.							
3.e	Reelect Francesca Bellettini as Non-Executive Director	Mgmt	For	Against	Against			
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.							
3.f	Reelect Eduardo H. Cue as Non-Executive Director	Mgmt	For	For	For			
3.g	Reelect Sergio Duca as Non-Executive Director	Mgmt	For	For	For			
3.h	Reelect John Galantic as Non-Executive Director	Mgmt	For	Against	Against			
	Voter Rationale: In recent years, this is company. Due to ongoing concerns regatheir re-election to the board.				•			
3.i	Reelect Maria Patrizia Grieco as Non-Executive Director	Mgmt	For	For	For			

#### **Ferrari NV**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
3.j	Reelect Adam Keswick as Non-Executive Director	Mgmt	For	Against	Against	
	Voter Rationale: Nominees who also serve external directorship to ensure they have company situations requiring substantial a	sufficient time and				
3.k	Elect Michelangelo Volpi as Non-Executive Director	Mgmt	For	For	For	
4.1	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital	Mgmt	For	For	For	
4.2	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For	For	
5	Authorize Repurchase of Up to 10 Percent of Issued Common Shares	Mgmt	For	For	For	
6	Approve Awards to Executive Director	Mgmt	For	Against	Against	
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha procedure which would enable it, should in part of any of its executive directors and ensure that any funds wrongfully obtained	reholder value ove it identify any fact other key manage	er a sufficiently long period s of manipulation of report rs which were detrimental	d of time. The company s ted indicators or other ba	hould put in place a od faith actions on the	
7	Close Meeting	Mgmt				

# **Moncler SpA**

Meeting Date: 04/18/2023 Country: Italy Ticker: MONC

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Ordinary Business	Mgmt			
	Management Proposals	Mgmt			
1.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
1.2	Approve Allocation of Income	Mgmt	For	For	For
2	Approve Second Section of the Remuneration Report	Mgmt	For	Against	Abstain
	Voter Rationale: The performance targets years Significant increase of 11% on base				
3	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For	For
	Appoint Internal Statutory Auditors (Slate Election) - Choose One of the Following Slates	Mgmt			

# **Moncler SpA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction			
4.1.1	Slate 1 Submitted by Double R Srl	SH	None	Refer	For			
	Voter Rationale: From 4.1.1 and 4.1.2 sha professional experience to complete the jo Double R Srl is the best way of ensuring t	ob effectively. Co	onsidering the shareholders'	' structure at Moncler, su	pporting the slate of			
4.1.2	Slate 2 Submitted by Institutional Investors (Assogestioni)	SH	None	Refer	Against			
	Voter Rationale: See 4.1.1							
4.2	Appoint Chairman of Internal Statutory Auditors	SH	None	For	For			
	Shareholder Proposal Submitted by Double R Srl	Mgmt						
4.3	Approve Internal Auditors' Remuneration	SH	None	Refer	For			
	Voter Rationale: There are no concerns with the proposed remuneration. A vote FOR is warranted							
Α	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	Mgmt	None	Against	Against			
	Voter Rationale: This item warrants a vote	e AGAINST due t	o the lack of disclosure rega	arding the proposed delib	beration.			

#### **Covestro AG**

Meeting Date: 04/19/2023 Country: Germany Ticket

Meeting Type: Annual

Ticker: 1COV

Primary ISIN: DE0006062144 Primary SEDOL: BYTBWY9

Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt			
Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For	For
Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	Against	Against
			n cycles or,	ideally, annual
Ratify KPMG AG as Auditors for Fiscal Year 2023 and for the Review of the Interim Financial Statements for Fiscal Year 2023 and First Quarter of Fiscal Year 2024	Mgmt	For	For	For
Approve Remuneration Report	Mgmt	For	Against	Against
	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)  Approve Discharge of Management Board for Fiscal Year 2022  Approve Discharge of Supervisory Board for Fiscal Year 2022  Voter Rationale: The company should redire-elections, in order to facilitate a more of Ratify KPMG AG as Auditors for Fiscal Year 2023 and for the Review of the Interim Financial Statements for Fiscal Year 2023 and First Quarter of Fiscal Year 2024	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)  Approve Discharge of Management Mgmt Board for Fiscal Year 2022  Approve Discharge of Supervisory Board Mgmt for Fiscal Year 2022  Voter Rationale: The company should reduce director terms and re-elections, in order to facilitate a more dynamic board refreshmant Ratify KPMG AG as Auditors for Fiscal Mgmt Year 2023 and for the Review of the Interim Financial Statements for Fiscal Year 2023 and First Quarter of Fiscal Year 2024	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)  Approve Discharge of Management Board for Fiscal Year 2022  Approve Discharge of Supervisory Board for Fiscal Year 2022  Approve Discharge of Supervisory Board for Fiscal Year 2022  Voter Rationale: The company should reduce director terms and implement either staggered election re-elections, in order to facilitate a more dynamic board refreshment process.  Ratify KPMG AG as Auditors for Fiscal Year 2023 and for the Review of the Interim Financial Statements for Fiscal Year 2023 and First Quarter of Fiscal Year 2024	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)  Approve Discharge of Management Board for Fiscal Year 2022  Approve Discharge of Supervisory Board for Fiscal Year 2022  Approve Discharge of Supervisory Board for Fiscal Year 2022  Approve Discharge of Supervisory Board for Fiscal Year 2022  Voter Rationale: The company should reduce director terms and implement either staggered election cycles or, re-elections, in order to facilitate a more dynamic board refreshment process.  Ratify KPMG AG as Auditors for Fiscal Year 2023 and for the Review of the Interim Financial Statements for Fiscal Year 2023 and First Quarter of Fiscal Year 2024

#### **Covestro AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Approve Remuneration Policy	Mgmt	For	Against	Against
	Voter Rationale: The remuneration commin performance. All exceptional awards shou to and above that expected of directors as long-term incentive plans to 5 years or long	ld be clearly linked to person of their	erformance and demonstrate share jobs.Companies should consider ex	eholder valu ktending ve	ue creation in addition esting periods for
7	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For	For
8	Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For

# **Prysmian SpA**

Meeting Date: 04/19/2023

Country: Italy

Ticker: PRY

Meeting Type: Annual/Special

Primary SEDOL: B1W4V69 **Primary ISIN:** IT0004176001

				Voting	
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction
	Ordinary Business	Mgmt			
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Approve Allocation of Income	Mgmt	For	For	For
3	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For	For
4	Approve Incentive Plan	Mgmt	For	Against	Against
5	targets may warrant vesting of only a sm and include robust and stretching perform long period of time.  Approve Remuneration Policy				
3	Voter Rationale: Incentive awards to execute reward strong performance and drive sha	cutives should be clean	ly disclosed and include robust and		
6	Approve Second Section of the Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: Companies should not exeffectiveness of incentive schemes. Incerperformance targets to reward strong performance targets. In the strong performance is the strong performance that the strong performance that the strong performance is the strong performance that the st	ntive awards to executive rformance and drive shown the shown of incentive and only be available for s	ves should be clearly disclosed and areholder value over a sufficiently wards for substantially below media	include rob long period an performa	ust and stretching of time. The ance. Substantial
	Extraordinary Business	Mgmt			

# **Prysmian SpA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction	
1	Authorize Board to Increase Capital to Service the Incentive Plan	Mgmt	For	Against	Against	
	Voter Rationale: Incentive awards to exe reward strong performance and drive sh not allow vesting of incentive awards for should only be available for superior pen incentive awards.	areholder value over substantially below	r a sufficiently long period median performance. Sul	d of time. The remunerat ubstantial pay-outs under	ion committee should incentive schemes	
A	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	Mgmt	None	Against	Against	
	Voter Rationale: Companies should provi to cast an informed vote.	ide sufficient informa	ation at least 21 days in a	advance of the meeting to	o enable shareholders	

### Aena S.M.E. SA

Meeting Date: 04/20/2023

Country: Spain

Meeting Type: Annual

Ticker: AENA

Primary ISIN: ES0105046009 Primary SEDOL: BVRZ8L1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Standalone Financial Statements	Mgmt	For	For	For
2	Approve Consolidated Financial Statements	Mgmt	For	For	For
3	Approve Allocation of Income and Dividends	Mgmt	For	For	For
4	Approve Offset of Accumulated Losses Against Voluntary Reserves	Mgmt	For	For	For
5	Approve Non-Financial Information Statement	Mgmt	For	For	For
6	Approve Discharge of Board	Mgmt	For	For	For
7	Appoint KPMG Auditores as Auditor	Mgmt	For	For	For
8.1	Ratify Appointment of and Elect Maria del Coriseo Gonzalez-Izquierdo Revilla as Director	Mgmt	For	For	For
8.2	Ratify Appointment of and Elect Tomas Varela Muina as Director	Mgmt	For	For	For
8.3	Elect Maria Carmen Corral Escribano as Director	Mgmt	For	For	For
8.4	Reelect Angelica Martinez Ortega as Director	Mgmt	For	For	For
8.5	Reelect Juan Ignacio Diaz Bidart as Director	Mgmt	For	Abstain	Abstain
	Voter Rationale: Directors are expected to board and fulfilling fiduciary duties.	attend all board meet	ings. Attendance is crucial for mak	ing valuable	e contributions to the
8.6	Reelect Pilar Arranz Notario as Director	Mgmt	For	For	For

#### Aena S.M.E. SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction				
8.7	Reelect Leticia Iglesias Herraiz as Director	Mgmt	For	For	For				
9.1	Amend Article 31 Re: Board Competences	Mgmt	For	For	For				
9.2	Amend Article 36 Re: Board Meetings	Mgmt	For	For	For				
10	Advisory Vote on Remuneration Report	Mgmt	For	Against	Against				
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.								
11	Advisory Vote on Company's 2022 Updated Report on Climate Action Plan	Mgmt	For	Refer	For				
12	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For				

# **Heineken Holding NV**

Meeting Date: 04/20/2023 Country: Netherlands

Meeting Type: Annual

Ticker: HEIO

Primary ISIN: NL0000008977 Primary SEDOL: B0CCH46

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt			
1	Receive Board Report (Non-Voting)	Mgmt			
2	Approve Remuneration Report	Mgmt	For	For	For
	Voter Rationale: The company should put reported indicators or other bad faith acti detrimental to the long-term interests of it.	ions on the part of any	of its executive directors and other	key manag	gers which were
3	Adopt Financial Statements	Mgmt	For	For	For
	Voter Rationale: The company should more regional best practice, with independent in			tion and no	mination) in line with
4	Announcement of the Appropriation of the Balance of the Income Statement Pursuant to the Provisions in Article 10, Paragraph 6, of the Articles of Association	Mgmt			
5	Approve Discharge of Directors	Mgmt	For	For	For
6.a	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
6.b	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital	Mgmt	For	For	For
6.c	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For	For

### **Heineken Holding NV**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction
7.a	Reelect C.L. de Carvalho-Heineken as Executive Director	Mgmt	For	For	For
7.b	Reelect M.R. de Carvalho as Executive Director	Mgmt	For	For	For
7.c	Reelect C.M. Kwist as Non-Executive Director	Mgmt	For	Against	Against
	Voter Rationale: For controlled companies appropriate balance of independence and		ide at least 33% independent non-	executive o	directors to ensure
8	Ratify Deloitte Accountants B.V. as Auditors	Mgmt	For	For	For

#### **Heineken NV**

Meeting Date: 04/20/2023

**Country:** Netherlands

Meeting Type: Annual

Ticker: HEIA

**Primary ISIN:** NL0000009165

Primary SEDOL: 7792559

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt			
1.a	Receive Report of Executive Board (Non-Voting)	Mgmt			
1.b	Approve Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive shall			stretching p	performance targets to
1.c	Adopt Financial Statements	Mgmt	For	For	For
1.d	Receive Explanation on Company's Dividend Policy	Mgmt			
1.e	Approve Dividends	Mgmt	For	For	For
1.f	Approve Discharge of Executive Directors	Mgmt	For	For	For
1.g	Approve Discharge of Supervisory Board	Mgmt	For	For	For
2.a	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
2.b	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital	Mgmt	For	For	For
2.c	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For	For
3.a	Reelect M.R. de Carvalho to Supervisory Board	Mgmt	For	For	For
3.b	Reelect R.L. Ripley to Supervisory Board	Mgmt	For	Against	Against

Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.

### **Heineken NV**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
3.c	Elect B. Pardo to Supervisory Board	Mgmt	For	For	For	
3.d	Elect L.J. Hijmans van den Bergh to Supervisory Board	Mgmt	For	For	For	
4	Ratify Deloitte Accountants B.V. as Auditors	Mgmt	For	For	For	

# **Hermes International SCA**

**Meeting Date:** 04/20/2023

Country: France

Meeting Type: Annual/Special

Ticker: RMS

Primary ISIN: FR0000052292

Primary SEDOL: 5253973

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				
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For				
3	Approve Discharge of General Managers	Mgmt	For	For	For				
4	Approve Allocation of Income and Dividends of EUR 13 per Share	Mgmt	For	For	For				
5	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	Against	Against				
	Voter Rationale: Shareholders should be g	niven relevant and	sufficient information to	make an informed decisio	n.				
6	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	Against	Against				
	Voter Rationale: This authority can be use by shareholders prior to deployment, inclu				ey should be approved				
7	Approve Compensation Report of Corporate Officers	Mgmt	For	Refer	Abstain				
	Voter Rationale: Some concerns noted with remuneration, but strong alignment with pay for performance. Long term shareholder alignment with family holding.								
8	Approve Compensation of Axel Dumas, General Manager	Mgmt	For	Against	Abstain				
	Voter Rationale: Some concerns noted wit alignment with family holding.	th remuneration, l	but strong alignment with	pay for performance. Lor	ng term shareholder				
9	Approve Compensation of Emile Hermes SAS, General Manager	Mgmt	For	Against	Abstain				
	Voter Rationale: Some concerns noted wit alignment with family holding.	th remuneration, l	but strong alignment with	pay for performance. Lor	ng term shareholder				
10	Approve Compensation of Eric de Seynes, Chairman of the Supervisory Board	Mgmt	For	For	For				

### **Hermes International SCA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction				
11	Approve Remuneration Policy of General Managers	Mgmt	For	Against	Abstain				
	Voter Rationale: Some concerns noted with alignment with family holding.	h remuneration, but st	trong alignment with pay for perfor	mance. Lon	g term shareholder				
12	Approve Remuneration Policy of Supervisory Board Members; Approve Remuneration of Supervisory Board Members in the Aggregate Amount of EUR 900,000	Mgmt	For	For	For				
13	Reelect Dorothee Altmayer as Supervisory Board Member	Mgmt	For	Against	Against				
	Voter Rationale: For controlled companies, appropriate balance of independence and		ude at least 33% independent non-	executive a	lirectors to ensure				
14	Reelect Monique Cohen as Supervisory Board Member	Mgmt	For	For	For				
15	Reelect Renaud Mommeja as Supervisory Board Member	Mgmt	For	Against	Against				
	Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.								
16	Reelect Eric de Seynes as Supervisory Board Member	Mgmt	For	Against	Against				
	Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.								
17	Renew Appointment of PricewaterhouseCoopers Audit as Auditor	Mgmt	For	For	For				
	Voter Rationale: Companies that have had bringing in a new auditing firm.	the same auditor for a	a period of over 10 years should co	nsider a pla	n or tender process for				
18	Renew Appointment of Grant Thornton Audit as Auditor	Mgmt	For	Against	Against				
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.								
	Extraordinary Business	Mgmt							
19	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For				
20	Authorize Capitalization of Reserves of up to 40 Percent of Issued Capital for Bonus Issue or Increase in Par Value	Mgmt	For	For	For				
21	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to 40 Percent of Issued Capital	Mgmt	For	Against	Against				

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

### **Hermes International SCA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction				
22	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights With Binding Priority Right up to 40 Percent of Issued Capital	Mgmt	For	Against	Against				
	Voter Rationale: This authority can be use by shareholders prior to deployment, inclu than 10% without pre-emption rights shou	ide independent oversigi	ht, and be of a limited duration. An	y increase	in capital of greater				
23	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against	Against				
	Voter Rationale: Options should be issued not exceed 20% on a fixed date.	at no less than market	orice, except for an all-employee p	lan where	the discount should				
24	Approve Issuance of Equity or Equity-Linked Securities for Qualified Investors, up to 20 Percent of Issued Capital	Mgmt	For	Against	Against				
	Voter Rationale: This authority can be use by shareholders prior to deployment, inclu than 10% without pre-emption rights shou	ide independent oversigi	ht, and be of a limited duration. An	y increase	in capital of greater				
25	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	Against	Against				
	Voter Rationale: This authority can be used as an antitakeover mechanism. Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and be of a limited duration.								
26	Delegate Powers to the Management Board to Decide on Merger, Spin-Off Agreement and Acquisition	Mgmt	For	Refer	Against				
	Voter Rationale: A vote AGAINST this item is warranted as it is against shareholder best interest. Shareholders should have the right to vote on these matters.								
27	Delegate Powers to the Management Board to Issue Shares up to 40 Percent of Issued Capital in Connection with Item 26 Above	Mgmt	For	Refer	Against				
	Voter Rationale: A vote AGAINST this item is warranted as it is against shareholder best interest. Shareholders should have the right to vote on these matters.								
28	Authorize up to 2 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	Against	Against				
	erformance targets to ntive awards should be rant. The company ndicators or other bad e long-term interests								
29	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For				

### **Jeronimo Martins SGPS SA**

Meeting Date: 04/20/2023 Country: Portugal Ticker: JMT

Meeting Type: Annual

Primary ISIN: PTJMT0AE0001 Primary SEDOL: B1Y1SQ7

### **Jeronimo Martins SGPS SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction			
1	Approve Individual and Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For			
	Voter Rationale: Shareholders should have	e the right to elect direc	tors annually in order to hold them	to accoun	t.			
2	Approve Allocation of Income	Mgmt	For	For	For			
3	Appraise Management and Supervision of Company and Approve Vote of Confidence to Corporate Bodies	Mgmt	For	For	For			
4	Approve Remuneration Policy	Mgmt	For	Against	Against			
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it. Companies should provide sufficient information on directors fees to enable shareholders to cast an informed vote.							
5	Appoint Alternate Auditor for 2022-2024 Period	Mgmt	For	For	For			

### **LVMH Moet Hennessy Louis Vuitton SE**

Meeting Date: 04/20/2023 Country: France Tick

Meeting Type: Annual/Special

Ticker: MC

Primary ISIN: FR0000121014 Primary SEDOL: 4061412

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
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
3	Approve Allocation of Income and Dividends of EUR 12.00 per Share	Mgmt	For	For	For
4	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	Against	Against
	Voter Rationale: Companies should provid to cast an informed vote.	de sufficient information	at least 21 days in advance of the	meeting to	o enable shareholders
5	Reelect Delphine Arnault as Director	Mgmt	For	For	For
	Voter Rationale: Nominees who also serve external directorship to ensure they have company situations requiring substantial of	sufficient time and ene			
6	Reelect Antonio Belloni as Director	Mgmt	For	For	For

# **LVMH Moet Hennessy Louis Vuitton SE**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction				
7	Reelect Marie-Josee Kravis as Director	Mgmt	For	Against	For				
	Voter Rationale: The boards independer discussed with IR when we engaged wi seen Diego Della Valle, with a notable to vote FOR is warranted with engagemen	th them in December enure, come off the	r 22 and IR indicated that th board with a new member t	here could be board ref	freshment. We have				
8	Reelect Marie-Laure Sauty de Chalon as Director	s Mgmt	For	For	For				
9	Reelect Natacha Valla as Director	Mgmt	For	Against	For				
	Voter Rationale: In recent years, this is Due to ongoing concerns regarding dec re-election to the board. Companies tha key shareholders to understand the rational shareholder concerns.	isions taken by the r t received high level	emuneration committee cha s of dissent on remuneration	air, we are not inclined t n-related proposals sho	to support their bull their				
10	Elect Laurent Mignon as Director	Mgmt	For	Against	Against				
	Voter Rationale: Nominees who also ser external directorship to ensure they hav company situations requiring substantia	re sufficient time and	ers at publicly listed compa I energy to discharge their r	nies are expected to horoles properly, particula	old no more than one orly during unexpected				
11	Renew Appointment of Lord Powell of Bayswater as Censor	Mgmt	For	Against	Against				
	Voter Rationale: Non-voting directors, or censors, can have considerable influence on the board whereas they bear no legal liability toward shareholders. Censors should be appointed only in the event of exceptional and temporary circumstances and if their presence adds significant value in terms of board composition and board functioning.								
12	Appoint Diego Della Valle as Censor	Mgmt	For	Against	Against				
	Voter Rationale: Votes AGAINST this items are warranted because the company has failed to provide an adequate rationale on the proposed nomination. In addition the proposed censor has just come off the board after a significant tenure.								
13	Approve Compensation Report of Corporate Officers	Mgmt	For	Refer	For				
	Voter Rationale: Although the remuneration is the alignment of execulocked in of 30 years. This provides strough addition to this pay for performance is warranted.	tive with shareholder Ing alignment betwe	rs. Given Mr B Arnault and f en the CEO/Chair and share	family own 48% of LVM cholders as discussed in	IH and the shareholding nengagement with IR.				
14	Approve Compensation of Bernard Arnault, Chairman and CEO	Mgmt	For	Against	For				
	Voter Rationale: Incentive awards to ex- reward strong performance and drive sl vesting periods for long-term incentive p	nareholder value ove	r a sufficiently long period o	of time. Companies sho	uld consider extending				
15	Approve Compensation of Antonio Belloni, Vice-CEO	Mgmt	For	Against	For				
	Voter Rationale: Incentive awards to ex reward strong performance and drive st vesting periods for long-term incentive p	nareholder value ove	r a sufficiently long period o	of time. Companies sho	uld consider extending				

# **LVMH Moet Hennessy Louis Vuitton SE**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
16	Approve Remuneration Policy of Directors	Mgmt	For	For	For
17	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	Against	For
	Voter Rationale: See item 13				
18	Approve Remuneration Policy of Vice-CEO	Mgmt	For	Against	For
	Voter Rationale: See item 13				
19	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	Extraordinary Business	Mgmt			
20	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
21	Authorize Capitalization of Reserves of Up to EUR 20 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For	For
22	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 20 Million	Mgmt	For	For	For
23	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights With Binding Priority Right up to Aggregate Nominal Amount of EUR 20 Million	Mgmt	For	Against	Against
	Voter Rationale: Votes AGAINST the autho 10-percent guidelines for issuances withou		23-26 are warranted because they	do not resp	pect the recommended
24	Approve Issuance of Equity or Equity-Linked Securities for Qualified Investors, up to Aggregate Nominal Amount of EUR 20 Million	Mgmt	For	Against	Against
	Voter Rationale: Any increase in capital of circumstances only and fully justified by the	•	out pre-emption rights should be a	undertaken	in exceptional
25	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Above	Mgmt	For	Against	Against
	Voter Rationale: Any increase in capital of circumstances only and fully justified by the		out pre-emption rights should be a	undertaken	in exceptional
26	Authorize Capital Increase of Up to EUR 20 Million for Future Exchange Offers	Mgmt	For	Against	Against
	Voter Rationale: Any increase in capital of circumstances only and fully justified by th		out pre-emption rights should be a	undertaken	in exceptional
27	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For	For
28	Authorize up to 1 Percent of Issued Capital for Use in Stock Option Plans Reserved for Employees and Corporate Officers	Mgmt	For	Against	For
	Voter Rationale: No dilution concerns and	support for pay.			

# **LVMH Moet Hennessy Louis Vuitton SE**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction
29	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against	For
	Voter Rationale: A vote FOR the employed recommended guidelines. The discount is	, ,		,	,
30	Set Total Limit for Capital Increase to Result from All Issuance Requests at EUR 20 Million	Mgmt	For	For	For

### **Akzo Nobel NV**

Meeting Date: 04/21/2023

**Country:** Netherlands

Meeting Type: Annual

Ticker: AKZA

Primary ISIN: NL0013267909 Primary SEDOL: BJ2KSG2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt			
1	Open Meeting	Mgmt			
2.a	Receive Report of Management Board (Non-Voting)	Mgmt			
3.a	Adopt Financial Statements	Mgmt	For	For	For
3.b	Discuss on the Company's Dividend Policy	Mgmt			
3.c	Approve Allocation of Income and Dividends	Mgmt	For	For	For
3.d	Approve Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha allow vesting of incentive awards for belo	reholder value ove	er a sufficiently long perio		
4.a	Approve Discharge of Management Board	Mgmt	For	For	For
4.b	Approve Discharge of Supervisory Board	Mgmt	For	For	For
5.a	Elect B.J. Noteboom to Supervisory Board	Mgmt	For	For	For
5.b	Reelect J. Poots-Bijl to Supervisory Board	Mgmt	For	For	For
5.c	Reelect D.M. Sluimers to Supervisory Board	Mgmt	For	Against	Against
	Voter Rationale: In recent years, this is no company. Due to ongoing concerns regan their re-election to the board. The Compa markets, our minimum expectation is that	ding decisions tak ny should put in p	en by the remuneration of place a policy to increase	committee chair, we are no gender diversity on the bo	ot inclined to support
6.a	Grant Board Authority to Issue Shares Up to 10 Percent of Issued Capital	Mgmt	For	For	For
6.b	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For	For

#### **Akzo Nobel 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
8	Authorize Cancellation of Repurchased Shares	Mgmt	For	For	For
9	Close Meeting	Mgmt			

### iShares II plc - iShares Core MSCI Europe UCITS ETF

Meeting Date: 04/21/2023

 $\textbf{Country:} \ \mathsf{Ireland}$ 

Meeting Type: Annual

Ticker: IMEU

Primary ISIN: IE00B1YZSC51

**Primary SEDOL:** B2422T8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Ratify Deloitte as Auditors	Mgmt	For	For	For
3	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
4	Re-elect Ros O'Shea as Director	Mgmt	For	For	For
5	Elect Padraig Kenny as Director	Mgmt	For	For	For
6	Re-elect Deirdre Somers as Director	Mgmt	For	For	For
7	Re-elect William McKechnie as Director	Mgmt	For	For	For
8	Elect Peter Vivian as Director	Mgmt	For	For	For

### **iShares II plc - iShares Corp Bond 0-3yr ESG UCITS ETF**

Meeting Date: 04/21/2023

Country: Ireland

Meeting Type: Annual

Ticker: SUSS

Primary ISIN: IE00BYZTVV78

Primary SEDOL: BYXFFB5

#### Did Not Vote Due to Ballot Shareblocking

	Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
•	1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	Do Not Vote
	2	Ratify Deloitte as Auditors	Mgmt	For	For	Do Not Vote
	3	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	Do Not Vote
	4	Re-elect Ros O'Shea as Director	Mgmt	For	For	Do Not Vote

### **iShares II plc - iShares Corp Bond 0-3yr ESG UCITS ETF**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction
5	Elect Padraig Kenny as Director	Mgmt	For	For	Do Not Vote
6	Re-elect Deirdre Somers as Director	Mgmt	For	For	Do Not Vote
7	Re-elect William McKechnie as Director	Mgmt	For	For	Do Not Vote
8	Elect Peter Vivian as Director	Mgmt	For	For	Do Not Vote

Ticker: OR

### L'Oreal SA

**Meeting Date:** 04/21/2023 Country: France

Meeting Type: Annual/Special

**Primary ISIN:** FR0000120321 Primary SEDOL: 4057808

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
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
3	Approve Allocation of Income and Dividends of EUR 6 per Share and an Extra of EUR 0.60 per Share to Long Term Registered Shares	Mgmt	For	For	For
4	Reelect Sophie Bellon as Director	Mgmt	For	Against	Abstain
·	Voter Rationale: Abstention of voting on remuneration concerns noted in item 7.	the director is warra	anted as they are the chai	ir of the remuneration co	mmittee and there are
	Reelect Fabienne Dulac as Director	Mgmt	For	Against	Abstain
5	Reciect i abietitie Duiac as Director	5		/ igailise	
5	Voter Rationale: Abstention of voting is v SA and sits on 2 boards. We like to see e	varranted as the dir		parded. The director is a	n executive at Orange
6	Voter Rationale: Abstention of voting is v	varranted as the dir		parded. The director is a	n executive at Orange
	Voter Rationale: Abstention of voting is a SA and sits on 2 boards. We like to see a Approve Remuneration of Directors in the Aggregate Amount of EUR 1.7	varranted as the dir executive only havin	g one NED role so that the	parded. The director is an ey are able to manage th	n executive at Orange neir roles appropriately.
6	Voter Rationale: Abstention of voting is a SA and sits on 2 boards. We like to see a Approve Remuneration of Directors in the Aggregate Amount of EUR 1.7 Million  Approve Compensation Report of	warranted as the directory of the control of the co	g one NED role so that the For For for corporate officers is wan	parded. The director is an ey are able to manage th For Refer	n executive at Orange neir roles appropriately. For Against

LTIPs despite not being CEO for the full performance period. This was already voted at the prior AGM so a vote FOR is warranted.

#### L'Oreal SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9	Approve Compensation of Nicolas Hieronimus, CEO	Mgmt	For	Against	For
	Voter Rationale: Despite disclosure of the performance conditions. In addition pay for		, , , ,	sclosure on	some of the LTIP
10	Approve Remuneration Policy of Directors	Mgmt	For	For	For
11	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	For
12	Approve Remuneration Policy of CEO	Mgmt	For	Against	For
	Voter Rationale: A vote FOR is warranted disclosure on the information concerning to			ion policy o	ther than improved
13	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	Extraordinary Business	Mgmt			
14	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 149,852,237.36	Mgmt	For	For	For
15	Authorize Capitalization of Reserves for Bonus Issue or Increase in Par Value	Mgmt	For	For	For
16	Authorize Capital Increase of up to 2 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For	For
17	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against	For
	Voter Rationale: The dilution levels of the of the trading price a vote FOR is warrant		ourchase plan is less than 10%. De	espite the is	ssue price being at 70%
18	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	Mgmt	For	Against	For
	Voter Rationale: A vote FOR is warranted	as noted above in item	17.		
19	Approve Contribution in Kind of 25,383,118 Shares from Affaires Marche France et Domaines d'Excellence and Luxury of Retail, their Valuation and Remuneration	Mgmt	For	For	For
20	Approve Contribution in Kind of 1,277,836 Shares from l'Oreal International Distribution, its Valuation and Remuneration	Mgmt	For	For	For
21	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For

# **Nordea 1 - Emerging Market Bond Fund**

Meeting Date: 04/21/2023 Country: Luxembourg Ticker: N/A

Meeting Type: Annual

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Primary ISIN: LU0772926670 Primary SEDOL: B8972K1

# **Nordea 1 - Emerging Market Bond Fund**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive and Approve Board's and Auditor's Reports	Mgmt	For	For	For
2	Approve Financial Statements	Mgmt	For	For	For
3	Ratify and Approve Dividend Payments During the Financial Year 2022	Mgmt	For	For	For
4	Approve Allocation of Income and Dividends	Mgmt	For	For	For
5	Approve Discharge of Directors	Mgmt	For	For	For
6	Approve Discharge of Auditor	Mgmt	For	For	For
7	Acknowledge Decision of Lars Eskesen Not to be Re-elected as Director	Mgmt	For	For	For
8	Re-elect Claude Kremer and Sheenagh Gordon-Hart as Independent Directors; Re-elect Christophe Girondel and Brian S. Jensen as Executive Directors	Mgmt	For	For	For
9	Elect Anouk Agnes and Henrika Vikman as Directors	Mgmt	For	For	For
10	Renew Appointment of PricewaterhouseCoopers as Auditor	Mgmt	For	For	For
11	Approve Remuneration of Directors	Mgmt	For	For	For
12	Transact Other Business (Non-Voting)	Mgmt			

### **Nordea 1 - European Covered Bond Fund**

Meeting Date: 04/21/2023

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

Ticker: NDJH

**Primary ISIN:** LU0076315455

Primary SEDOL: B15HGD7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
1	Receive and Approve Board's and Auditor's Reports	Mgmt	For	For	For	
2	Approve Financial Statements	Mgmt	For	For	For	
3	Ratify and Approve Dividend Payments During the Financial Year 2022	Mgmt	For	For	For	
4	Approve Allocation of Income and Dividends	Mgmt	For	For	For	
5	Approve Discharge of Directors	Mgmt	For	For	For	
6	Approve Discharge of Auditor	Mgmt	For	For	For	
7	Acknowledge Decision of Lars Eskesen Not to be Re-elected as Director	Mgmt	For	For	For	

# **Nordea 1 - European Covered Bond Fund**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
8	Re-elect Claude Kremer and Sheenagh Gordon-Hart as Independent Directors; Re-elect Christophe Girondel and Brian S. Jensen as Executive Directors	Mgmt	For	For	For	
9	Elect Anouk Agnes and Henrika Vikman as Directors	Mgmt	For	For	For	
10	Renew Appointment of PricewaterhouseCoopers as Auditor	Mgmt	For	For	For	
11	Approve Remuneration of Directors	Mgmt	For	For	For	
12	Transact Other Business (Non-Voting)	Mgmt				

## **Recordati SpA**

Meeting Date: 04/21/2023

Country: Italy

Meeting Type: Annual

Ticker: REC

**Primary ISIN:** IT0003828271

**Primary SEDOL:** B07DRZ5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Ordinary Business	Mgmt			
	Management Proposals	Mgmt			
1a	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
1b	Approve Allocation of Income	Mgmt	For	For	For
	Appoint Internal Statutory Auditors (Slate Election) - Choose One of the Following Slates	Mgmt			
2a.1	Slate 1 Submitted by Rossini Sarl	SH	None	Against	Against
	Voter Rationale: This item warrants a vote represent the interests of global institution			slate Sla	ate 2 is likely to better
2a.2	Slate 2 Submitted by Institutional Investors (Assogestioni)	SH	None	For	For
2b	Appoint Chairman of Internal Statutory Auditors	SH	None	For	For
	Shareholder Proposals Submitted by Rossini Sarl	Mgmt			
2c	Approve Remuneration of Directors	SH	None	Refer	For
	Management Proposals	Mgmt			

# **Recordati SpA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3a	Approve Remuneration Policy	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exe reward strong performance and drive she schemes should only be available for sup proportion of incentive awards.	areholder value over	a sufficiently long period	of time. Substantial pay	outs under incentive
3b	Approve Second Section of the Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exe reward strong performance and drive sha clearly linked to performance and demor normal part of their jobs.	areholder value over	a sufficiently long period	of time. All exceptional a	awards should be
4	Approve Performance Shares Plan 2023-2025	Mgmt	For	Against	Against
	Voter Rationale: Substantial pay-outs un threshold targets may warrant vesting of should be time pro-rated and tested for p	only a small proport	ion of incentive awards. O	n early termination, all s	
5	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For	For
Α	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	Mgmt	None	Against	Against
	Voter Rationale: Companies should prov meeting to enable shareholders to cast a		ntion on directors standing	for election at least 21	days in advance of the

### **Xtrackers Euro Stoxx 50 UCITS ETF**

Meeting Date: 04/21/2023 Country: Luxembourg

Meeting Type: Annual

Ticker: XESX

Primary ISIN: LU0274211217 Primary SEDOL: B1HPXN8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive and Approve Board's and Auditor's Reports	Mgmt	For	For	For
2	Approve Financial Statements	Mgmt	For	For	For
3	Approve Allocation of Income and Dividends	Mgmt	For	For	For
4	Renew Appointment of KPMG as Auditor	Mgmt	For	For	For
5	Approve Discharge of Directors	Mgmt	For	For	For

#### **Xtrackers Euro Stoxx 50 UCITS ETF**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction
6	Re-elect Philippe Ah-Sun as Director	Mgmt	For	For	For
7	Re-elect Freddy Brausch as Director	Mgmt	For	For	For
8	Re-elect Thilo Wendenburg as Director	Mgmt	For	For	For
9	Re-elect Julien Boulliat as Director	Mgmt	For	For	For
10	Elect Stefan Kreuzkamp as Director	Mgmt	For	For	For
11	Approve Remuneration of Directors Freddy Brausch and Thilo Wendenburg	Mgmt	For	For	For

### Henkel AG & Co. KGaA

Meeting Date: 04/24/2023

Country: Germany

Meeting Type: Annual

Ticker: HEN

Primary ISIN: DE0006048408 Prima

**Primary SEDOL:** 5002465

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Approve Allocation of Income and Dividends of EUR 1.83 per Ordinary Share and EUR 1.85 per Preferred Share	Mgmt	For	For	For
3	Approve Discharge of Personally Liable Partner for Fiscal Year 2022	Mgmt	For	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	For	For
5	Approve Discharge of Shareholders' Committee for Fiscal Year 2022	Mgmt	For	For	For
6	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2023	Mgmt	For	For	For
7	Elect Laurent Martinez to the Supervisory Board	Mgmt	For	For	For
8	Approve Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive shal vesting periods for long-term incentive pla	reholder value over a :	sufficiently long period of time. Con	npanies sho	uld consider extending
9	Approve Remuneration Policy	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha vesting periods for long-term incentive pla	reholder value over a :	sufficiently long period of time. Con	npanies sho	uld consider extending
10	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For	For

### Henkel AG & Co. KGaA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
11	Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For
12	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	For	For
13	Authorize Use of Financial Derivatives when Repurchasing Shares	Mgmt	For	Against	Against
14	Approve Affiliation Agreement with Henkel IP Management and IC Services GmbH	Mgmt	For	For	For

## **ING Groep NV**

**Meeting Date:** 04/24/2023

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

Ticker: INGA

**Primary ISIN:** NL0011821202

Primary SEDOL: BZ57390

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction			
	Annual Meeting Agenda	Mgmt						
1	Open Meeting	Mgmt						
2A	Receive Report of Executive Board (Non-Voting)	Mgmt						
2B	Receive Report of Supervisory Board (Non-Voting)	Mgmt						
2C	Approve Remuneration Report	Mgmt	For	Against	Against			
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.							
2D	Adopt Financial Statements and Statutory Reports	Mgmt	For	For	For			
3A	Receive Explanation on Dividend and Distribution Policy	Mgmt						
3B	Approve Dividends	Mgmt	For	For	For			
4A	Approve Discharge of Executive Board	Mgmt	For	For	For			
4B	Approve Discharge of Supervisory Board	Mgmt	For	For	For			
5	Ratify KPMG Accountants N.V. (KPMG) as Auditors	Mgmt	For	For	For			
6	Reelect Tanate Phutrakul to Executive Board	Mgmt	For	For	For			
7A	Elect Alexandra Reich to Supervisory Board	Mgmt	For	For	For			
7B	Elect Karl Guha to Supervisory Board	Mgmt	For	For	For			

# **ING Groep NV**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction				
7C	Reelect Herna Verhagen to Supervisory Board	Mgmt	For	Against	Against				
	Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 40% of the board.								
7D	Reelect Mike Rees to Supervisory Board	Mgmt	For	For	For				
8A	Grant Board Authority to Issue Shares Up to 40 Percent of Issued Capital	Mgmt	For	For	For				
8B	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For	For				
9	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For				
10	Approve Cancellation of Repurchased Shares Pursuant to the Authority Under Item 9	Mgmt	For	For	For				

### **Vivendi SE**

Meeting Date: 04/24/2023 Country: France

Meeting Type: Annual/Special

Ticker: VIV

Primary ISIN: FR0000127771 Primary SEDOL: 4834777

Did Not Vote Due to Ballot Shareblocking

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	Do Not Vote
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	Do Not Vote
3	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For	Do Not Vote
4	Approve Treatment of Losses and Dividends of EUR 0.25 per Share	Mgmt	For	For	Do Not Vote
5	Approve Compensation Report of Corporate Officers	Mgmt	For	For	Do Not Vote
6	Approve Compensation of Yannick Bollore, Chairman of the Supervisory Board	Mgmt	For	Against	Do Not Vote
7	Approve Compensation of Arnaud de Puyfontaine, Chairman of the Management Board	Mgmt	For	Against	Do Not Vote
8	Approve Compensation of Gilles Alix, Management Board Member	Mgmt	For	Against	Do Not Vote

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9	Approve Compensation of Cedric de Bailliencourt, Management Board Member	Mgmt	For	Against	Do Not Vote
10	Approve Compensation of Frederic Crepin, Management Board Member	Mgmt	For	Against	Do Not Vote
11	Approve Compensation of Simon Gillham, Management Board Member	Mgmt	For	Against	Do Not Vote
12	Approve Compensation of Herve Philippe, Management Board Member	Mgmt	For	Against	Do Not Vote
13	Approve Compensation of Stephane Roussel, Management Board Member	Mgmt	For	Against	Do Not Vote
14	Approve Compensation of Francois Laroze, Management Board Member	Mgmt	For	Against	Do Not Vote
15	Approve Compensation of Claire Leost, Management Board Member	Mgmt	For	Against	Do Not Vote
16	Approve Compensation of Celine Merle-Beral, Management Board Member	Mgmt	For	Against	Do Not Vote
17	Approve Compensation of Maxime Saada, Management Board Member	Mgmt	For	Against	Do Not Vote
18	Approve Remuneration Policy of Supervisory Board Members and Chairman	Mgmt	For	Against	Do Not Vote
19	Approve Remuneration Policy of Chairman of the Management Board	Mgmt	For	Against	Do Not Vote
20	Approve Remuneration Policy of Management Board Members	Mgmt	For	Against	Do Not Vote
21	Reelect Cyrille Bollore as Supervisory Board Member	Mgmt	For	Against	Do Not Vote
22	Elect Sebastien Bollore as Supervisory Board Member	Mgmt	For	Against	Do Not Vote
23	Renew Appointment of Deloitte & Associes as Auditor	Mgmt	For	For	Do Not Vote
24	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	Do Not Vote
	Extraordinary Business	Mgmt			
25	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	Do Not Vote
26	Authorize Specific Buyback Program and Cancellation of Repurchased Share	Mgmt	For	Against	Do Not Vote
27	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 600 Million	Mgmt	For	For	Do Not Vote
28	Authorize Capitalization of Reserves of Up to EUR 300 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For	Do Not Vote
29	Authorize Capital Increase of up to 5 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For	Do Not Vote

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
30	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against	Do Not Vote
31	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	Mgmt	For	Against	Do Not Vote
32	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	Do Not Vote

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
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
3	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For	For
4	Approve Treatment of Losses and Dividends of EUR 0.25 per Share	Mgmt	For	For	For
5	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
6	Approve Compensation of Yannick Bollore, Chairman of the Supervisory Board	Mgmt	For	Against	Against
7	Voter Rationale: Incentive awards to exec reward strong performance and drive sha granted to non-executive directors as this exceptional awards should be clearly links expected of directors as a normal part of or in the role and responsibilities of execu	areholder value ove s may compromise ed to performance their jobs. Signific	er a sufficiently long period their independence and a and demonstrate shareho	d of time. Equity incentive ability to hold managemen older value creation in add Id be linked to material ch	es should not be nt accountable. All dition to and above that
,	Puyfontaine, Chairman of the Management Board	. ig.iic	1 01	, tguilloc	, igamoc
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha schemes should only be available for sup proportion of incentive awards.	areholder value ove	er a sufficiently long period	d of time. Substantial pay	-outs under incentive
8	Approve Compensation of Gilles Alix, Management Board Member	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha schemes should only be available for sup- proportion of incentive awards.	reholder value ove	er a sufficiently long period	d of time. Substantial pay	r-outs under incentive
9	Approve Compensation of Cedric de Bailliencourt, Management Board Member	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha schemes should only be available for sup proportion of incentive awards	reholder value ove	er a sufficiently long period	d of time. Substantial pay	-outs under incentive

proportion of incentive awards.

Viveliai 5	-								
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction				
10	Approve Compensation of Frederic Crepin, Management Board Member	Mgmt	For	Against	Against				
	Voter Rationale: Incentive awards to exereward strong performance and drive shall schemes should only be available for supproportion of incentive awards.	areholder value ovel	r a sufficiently long period of time	. Substantial pay	-outs under incentive				
11	Approve Compensation of Simon Gillham, Management Board Member	Mgmt	For	Against	Against				
	Voter Rationale: Incentive awards to exereward strong performance and drive shat schemes should only be available for supproportion of incentive awards.	areholder value ovel	r a sufficiently long period of time	. Substantial pay	-outs under incentive				
12	Approve Compensation of Herve Philippe, Management Board Member	Mgmt	For	Against	Against				
	Voter Rationale: Incentive awards to exereward strong performance and drive shat schemes should only be available for supproportion of incentive awards.	areholder value ovel	r a sufficiently long period of time	. Substantial pay	-outs under incentive				
13	Approve Compensation of Stephane Roussel, Management Board Member	Mgmt	For	Against	Against				
	Voter Rationale: Incentive awards to exereward strong performance and drive shalinked to material changes in the busines incentive schemes should only be availabed proportion of incentive awards.	areholder value ovel s or in the role and	r a sufficiently long period of time responsibilities of executive direct	r. Significant sala tors. Substantial	ry increases should be pay-outs under				
14	Approve Compensation of Francois Laroze, Management Board Member	Mgmt	For	Against	Against				
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.								
15	Approve Compensation of Claire Leost, Management Board Member	Mgmt	For	Against	Against				
	Voter Rationale: Incentive awards to exereward strong performance and drive shat schemes should only be available for supproportion of incentive awards.	areholder value ovel	r a sufficiently long period of time	. Substantial pay	r-outs under incentive				
16	Approve Compensation of Celine Merle-Beral, Management Board Member	Mgmt	For	Against	Against				
	Voter Rationale: Incentive awards to exereward strong performance and drive shat schemes should only be available for supproportion of incentive awards.	areholder value ovel	r a sufficiently long period of time	. Substantial pay	-outs under incentive				
17	Approve Compensation of Maxime Saada, Management Board Member	Mgmt	For	Against	Against				
	Voter Rationale: Incentive awards to exereward strong performance and drive sha schemes should only be available for suppreportion of incentive awards	areholder value ovel	r a sufficiently long period of time	. Substantial pay	-outs under incentive				

proportion of incentive awards.

roposal lumber	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
18	Approve Remuneration Policy of Supervisory Board Members and Chairman	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha to non-executive directors as this may con	reholder value ove	er a sufficiently long period of til	me. Share options s	should not be granted
19	Approve Remuneration Policy of Chairman of the Management Board	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha schemes should only be available for supe proportion of incentive awards. The comp manipulation of reported indicators or oth which were detrimental to the long-term of are repaid to it.	reholder value ove erior performance. pany should put in ner bad faith actior	er a sufficiently long period of ti Reaching threshold targets ma place a procedure which would is on the part of any of its exec	me. Substantial pay y warrant vesting of enable it, should it utive directors and o	r-outs under incentive f only a small identify any facts of other key managers
20	Approve Remuneration Policy of Management Board Members	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha schemes should only be available for supe proportion of incentive awards. The comp manipulation of reported indicators or oth which were detrimental to the long-term of are repaid to it.	reholder value ove erior performance. pany should put in per bad faith action	er a sufficiently long period of ti Reaching threshold targets ma place a procedure which would is on the part of any of its exec	me. Substantial pay y warrant vesting o enable it, should it utive directors and o	r-outs under incentive f only a small identify any facts of other key managers
21	Reelect Cyrille Bollore as Supervisory Board Member	Mgmt	For	Against	Against
	Voter Rationale: For widely held companial appropriate balance of independence and membership could hamper the committee listed companies are expected to hold no discharge their roles properly, particularly	objectivity. The a 's impartiality and more than one ex	udit committee should be fully i effectiveness. Nominees who a ternal directorship to ensure the	independent and thi Iso serve as executi ey have sufficient til	is director's ive officers at publicly me and energy to
22	Elect Sebastien Bollore as Supervisory Board Member	Mgmt	For	Against	Against
	Voter Rationale: For widely held companie appropriate balance of independence and expected to hold no more than one extern properly, particularly during unexpected of	l objectivity. Nomir nal directorship to	nees who also serve as executiv ensure they have sufficient time	e officers at publicly e and energy to disc	y listed companies are
23	Renew Appointment of Deloitte & Associes as Auditor	Mgmt	For	For	For
24	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	Extraordinary Business	Mgmt			
25	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
26	Authorize Specific Buyback Program and Cancellation of Repurchased Share	Mgmt	For	Against	Against
	Voter Rationale: Any share repurchase rejustified by the company.	quest in excess of	10% should be undertaken in e	exceptional circumst	tances only and be fully
	Authorize Issuance of Equity or	Mgmt	For	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
28	Authorize Capitalization of Reserves of Up to EUR 300 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For	For
29	Authorize Capital Increase of up to 5 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For	For
30	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against	Against
	Voter Rationale: Options should be issued not exceed 20% on a fixed date.	at no less than market	price, except for an all-employee μ	olan where	the discount should
31	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	Mgmt	For	Against	Against
	Voter Rationale: Options should be issued not exceed 20% on a fixed date.	at no less than market	price, except for an all-employee p	olan where	the discount should
32	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For

### **VERBUND AG**

Meeting Date: 04/25/2023

Country: Austria

Meeting Type: Annual

Ticker: VER

**Primary ISIN:** AT0000746409

Primary SEDOL: 4661607

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt			
2	Approve Allocation of Income and Dividends of EUR 2.44 per Share and Special Dividends of EUR 1.16 per Share	Mgmt	For	For	For
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	For	For
5	Ratify Ernst & Young as Auditors for Fiscal Year 2023	Mgmt	For	For	For
	Voter Rationale: Companies that have had bringing in a new auditing firm.	d the same auditor fo	r a period of over 10 years should o	onsider a pi	lan or tender process for
6	Approve Remuneration Policy for the Management Board	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha not allow vesting of incentive awards for periods for long-term incentive plans to 5	reholder value over a Substantially below m	sufficiently long period of time. The edian performance. Companies show	remunerat uld consider	tion committee should r extending vesting
7	Approve Remuneration Policy for the Supervisory Board	Mgmt	For	For	For

#### **VERBUND AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction			
8	Approve Remuneration Report	Mgmt	For	Against	Against			
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha vesting periods for long-term incentive pla	reholder value over a s	ufficiently long period of time. Com	panies sho	uld consider extending			
9.1	Elect Juergen Roth as Supervisory Board Member	Mgmt	For	For	For			
9.2	Elect Christa Schlager as Supervisory Board Member	Mgmt	For	For	For			
9.3	Elect Stefan Szyszkowitz as Supervisory Board Member	Mgmt	For	For	For			
9.4	Elect Peter Weinelt as Supervisory Board Member	Mgmt	For	Against	Against			
	Voter Rationale: Directors are expected to attend all board meetings. Attendance is crucial for making valuable contributions to the board and fulfilling fiduciary duties.							

## **AerCap Holdings NV**

Meeting Date: 04/26/2023 Country: Netherlands

Meeting Type: Annual

Ticker: AER

**Primary ISIN:** NL0000687663

Primary SEDOL: B1HHKD3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction		
	Annual Meeting Agenda	Mgmt					
1	Open Meeting	Mgmt					
2	Receive Board Report (Non-Voting)	Mgmt					
3	Adopt Financial Statements and Statutory Reports	Mgmt	For	For	For		
	Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.						
4	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt					
5	Approve Discharge of Directors	Mgmt	For	For	For		
6	Approve Appointment of Peter L. Juhas as the Person Referred to in Article 16, Paragraph 8 of the Company's Articles of Association	Mgmt	For	For	For		
7	Ratify KPMG Accountants N.V. as Auditors	Mgmt	For	For	For		
8a	Grant Board Authority to Issue Shares	Mgmt	For	For	For		
8b	Authorize Board to Exclude Preemptive Rights from Share Issuances under Item 8a	Mgmt	For	For	For		

# **AerCap Holdings NV**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction
8c	Grant Board Authority to Issue Additional Shares and Grant Additional Rights to Subscribe for Shares	Mgmt	For	Against	Against
	Voter Rationale: Any increase in capital of circumstances only and fully justified by to		nout pre-emption rights should be	undertaken	in exceptional
8d	Authorize Board to Exclude Preemptive Rights from Share Issuances under Item 8c	Mgmt	For	Against	Against
	Voter Rationale: Any increase in capital of circumstances only and fully justified by to		nout pre-emption rights should be	undertaken	in exceptional
9a	Authorize Repurchase Shares	Mgmt	For	For	For
9b	Conditional Authorization to Repurchase Additional Shares	Mgmt	For	For	For
10	Approve Reduction in Share Capital through Cancellation of Shares	Mgmt	For	For	For
11	Allow Questions	Mgmt			
12	Open Meeting	Mgmt			

## **Anheuser-Busch InBev SA/NV**

**Meeting Date:** 04/26/2023 Country: Belgium

Meeting Type: Annual/Special

Ticker: ABI

**Primary ISIN:** BE0974293251 Primary SEDOL: BYYHL23

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual/Special Meeting Agenda	Mgmt			
A.1	Amend Articles Re: Composition Rules for the Board of Directors	Mgmt	For	For	For
B.2	Receive Directors' Reports (Non-Voting)	Mgmt			
B.3	Receive Auditors' Reports (Non-Voting)	Mgmt			
B.4	Receive Consolidated Financial Statements and Statutory Reports (Non-Voting)	Mgmt			
B.5	Approve Financial Statements, Allocation of Income and Dividends of EUR 0.75 per Share	Mgmt	For	For	For
B.6	Approve Discharge of Directors	Mgmt	For	For	For
B.7	Approve Discharge of Auditors	Mgmt	For	For	For
B.8.a	Elect Aradhana Sarin as Independent Director	Mgmt	For	For	For
B.8.b	Elect Dirk Van de Put as Independent Director	Mgmt	For	For	For

# **Anheuser-Busch InBev SA/NV**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
B.8.c	Elect Lynne Biggar as Independent Director	Mgmt	For	For	For
B.8.d	Reelect Sabine Chalmers as Director	Mgmt	For	Against	Against
	Voter Rationale: For controlled companies, appropriate balance of independence and membership could hamper the committee.	objectivity. The nomina	ation committee should be independ		
B.8.e	Reelect Claudio Garcia as Director	Mgmt	For	Against	Against
	Voter Rationale: For controlled companies appropriate balance of independence and membership could hamper the committee unable to support a pay related proposal a committee chair, we are not inclined to suremuneration-related proposals should enthe next annual report how the company increase gender diversity on the board. In of the board.	objectivity. The nomina s impartiality and effect at the company. Due to apport their re-election of gage with their key sha intends to address shar	ation committee should be indepen- tiveness. In recent years, this is now ongoing concerns regarding decisi to the board. Companies that receive treholders to understand the rational the concerns. The Company sh	dent and the tons taken le yed high le ale for oppo nould put in	nis directors ime that we have been by the remuneration vels of dissent on osition and explain in place a policy to
B.8.f	Elect Heloisa Sicupira as Director	Mgmt	For	Against	Against
	Voter Rationale: For controlled companies, appropriate balance of independence and		ide at least 33% independent non-	executive a	lirectors to ensure
B.8.g	Reelect Martin J. Barrington as Restricted Share Director	Mgmt	For	Against	Against
	Voter Rationale: For controlled companies, appropriate balance of independence and membership could hamper the committee directors membership could hamper the coversight of environmental and social issu Director to establish appropriate checks at Chairman, and act as a point of contact for communication through the board Chairman.	objectivity. The audit of a simpartiality and effect of a simpartiality of the simpartiality	ommittee should be fully independ tiveness. The nomination committe and effectiveness. The company sh director accountable. The board sl rd, support the Chairman, ensure ecutive directors and senior executi	ent and this ee should be ould establ nould appo orderly suc	s director's e independent and this lish formal board-level int a Lead Independent cession process for the
B.8.h	Reelect Alejandro Santo Domingo as Restricted Share Director	Mgmt	For	Against	Against
	Voter Rationale: For controlled companies, appropriate balance of independence and		ide at least 33% independent non-	executive d	lirectors to ensure
B.8.i	Elect Salvatore Mancuso as Restricted Share Director	Mgmt	For	Against	Against
	Voter Rationale: For controlled companies, appropriate balance of independence and		ude at least 33% independent non-	executive d	lirectors to ensure
B.9	Approve Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive shar clearly linked to performance and demons normal part of their jobs. Companies that key shareholders to understand the ration address shareholder concerns.	reholder value over a st trate shareholder value received high levels of	ufficiently long period of time. All ex creation in addition to and above to dissent on remuneration-related pr	xceptional a that expect coposals sho	awards should be red of directors as a buld engage with their
C.10	Authorize Implementation of Approved Resolutions and Filing of Required Documents/Formalities at Trade Registry	Mgmt	For	For	For

### **ASML Holding NV**

Meeting Date: 04/26/2023 Country: Netherlands Ticker: ASML

Meeting Type: Annual

**Primary ISIN:** NL0010273215 **Primary SEDOL:** B929F46

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt			
1	Open Meeting	Mgmt			
2	Discuss the Company's Business, Financial Situation and Sustainability	Mgmt			
3a	Approve Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive shal not allow vesting of incentive awards for s	reholder value ove	er a sufficiently long per		
3b	Adopt Financial Statements and Statutory Reports	Mgmt	For	For	For
3c	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt			
3d	Approve Dividends	Mgmt	For	For	For
4a	Approve Discharge of Management Board	Mgmt	For	For	For
4b	Approve Discharge of Supervisory Board	Mgmt	For	For	For
5	Approve Number of Shares for Management Board	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive shal not allow vesting of incentive awards for s which would enable it, should it identify a of its executive directors and other key ma that any funds wrongfully obtained in such	reholder value ove substantially belov ny facts of manipo anagers which we	er a sufficiently long per v median performance. ulation of reported indica ere detrimental to the lo	iod of time. The remunerat The company should put in ators or other bad faith acti	ion committee should place a procedure ions on the part of any
6a	Amend Remuneration Policy for the Supervisory Board	Mgmt	For	For	For
6b	Amend Remuneration of the Members of the Supervisory Board	Mgmt	For	For	For
7	Receive Information on the Composition of the Management Board and Announce Intention to Appoint W.R. Allan to Management Board	Mgmt			
8	Elect N.S. Andersen to Supervisory Board	Mgmt	For	For	For
8b	Elect J.P. de Kreij to Supervisory Board	Mgmt	For	For	For
8c	Discuss Composition of the Supervisory Board	Mgmt			
9	Ratify PricewaterhouseCoopers Accountants N.V. as Auditors	Mgmt	For	For	For
10a	Grant Board Authority to Issue Shares Up to 5 Percent of Issued Capital Plus Additional 5 Percent in Case of Merger or Acquisition	Mgmt	For	For	For
10b	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For	For

# **ASML Holding NV**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12	Authorize Cancellation of Repurchased Shares	Mgmt	For	For	For
13	Other Business (Non-Voting)	Mgmt			
14	Close Meeting	Mgmt			

## **Assicurazioni Generali SpA**

Meeting Date: 04/26/2023 Country: Italy

Meeting Type: Annual

Ticker: G

**Primary ISIN:** IT0000062072 Primary SEDOL: 4056719

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction			
	Ordinary Business	Mgmt						
1a	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For			
1b	Approve Allocation of Income	Mgmt	For	For	For			
2a	Elect Stefano Marsaglia as Director	Mgmt	For	For	For			
	Appoint Internal Statutory Auditors (Slate Election) - Choose One of the Following Slates	Mgmt						
3a.1	Slate Submitted by VM 2006 Srl	SH	None	Against	Against			
	Voter Rationale: This item warrants a vote AGAINST because: - Shareholders can support only one slate Supporting slate proposed under Item 3a.2 would ensure gender balance of the statutory auditors' board.							
3a.2	Slate Submitted by Institutional Investors (Assogestioni)	SH	None	For	For			
	Voter Rationale: Candidates on this list have agreed to adhere to the chart of corporate governance principles adopted by Assogestioni.							
	ASSOGESTIONI.							
3b	Assogestioni.  Approve Internal Auditors' Remuneration	Mgmt	For	For	For			
3b 4a	-	Mgmt Mgmt	For	For Against	For Against			
	Approve Internal Auditors' Remuneration	Mgmt utives should be clearl, reholder value over a s remuneration policy sh	For y disclosed and include robust and sufficiently long period of time. All o ould require ex-ante shareholder a	Against stretching pash or shar pproval. Co	Against performance targets to e-based awards and mpanies should			

executive directors. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.

# **Assicurazioni Generali SpA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5a	Approve Long Term Incentive Plan 2023-2025	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive shar vesting periods for long-term incentive pla	reholder value ove	er a sufficiently long period	of time. Companies sho	uld consider extending
5b	Authorize Share Repurchase Program and Reissuance of Repurchased Shares to Service Group Long Term Incentive Plan	Mgmt	For	Against	Against
			clearly disclosed and include	lo robust and stratching	norformanco targoto to
	Voter Rationale: Incentive awards to exec reward strong performance and drive shal vesting periods for long-term incentive pla	reholder value ove	er a sufficiently long period	d of time. Companies sho	uld consider extending
6a	reward strong performance and drive shall	reholder value ove	er a sufficiently long period	d of time. Companies sho	uld consider extending
6a 6b	reward strong performance and drive shar vesting periods for long-term incentive pla Approve Share Plan for Generali Group	reholder value ov ans to 5 years or I	er a sufficiently long period longer or as a minimum int	d of time. Companies sho roduce an additional holo	uld consider extending ding or deferral period.
	reward strong performance and drive share vesting periods for long-term incentive plate Approve Share Plan for Generali Group Employees  Authorize Share Repurchase Program and Reissuance of Repurchased Shares to Service Share Plan for Generali Group	reholder value ov ans to 5 years or I Mgmt	er a sufficiently long period onger or as a minimum int For	d of time. Companies sho roduce an additional hold For	uld consider extending ding or deferral period. For

### **ENGIE SA**

Meeting Date: 04/26/2023 Country: France Ticker: ENGI

Meeting Type: Annual/Special

Primary ISIN: FR0010208488 Primary SEDOL: B0C2CQ3

#### Did Not Vote Due to Ballot Shareblocking

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	Do Not Vote
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	Do Not Vote
3	Approve Allocation of Income and Dividends of EUR 1.40 per Share	Mgmt	For	For	Do Not Vote
4	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	For	Do Not Vote
5	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	Do Not Vote
6	Reelect Marie-Jose Nadeau as Director	Mgmt	For	Against	Do Not Vote

### **ENGIE SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Reelect Patrice Durand as Director	Mgmt	For	For	Do Not Vote
8	Approve Compensation Report of Corporate Officers	Mgmt	For	For	Do Not Vote
9	Approve Compensation of Jean-Pierre Clamadieu, Chairman of the Board	Mgmt	For	For	Do Not Vote
10	Approve Compensation of Catherine MacGregor, CEO	Mgmt	For	Against	Do Not Vote
11	Approve Remuneration Policy of Directors	Mgmt	For	For	Do Not Vote
12	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	Do Not Vote
13	Approve Remuneration Policy of CEO	Mgmt	For	Against	Do Not Vote
	Extraordinary Business	Mgmt			
14	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against	Do Not Vote
15	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	Mgmt	For	Against	Do Not Vote
16	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	Do Not Vote
17	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	Do Not Vote
	Shareholder Proposals Submitted by the State	Mgmt			
Α	Elect Lucie Muniesa as Director	SH	For	Refer	Do Not Vote
	Shareholder Proposals Submitted by Several Shareholders	Mgmt			
В	Amend Articles 21 and 24 of Bylaws Re: Climate Strategy	SH	Against	Refer	Do Not Vote

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
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
3	Approve Allocation of Income and Dividends of EUR 1.40 per Share	Mgmt	For	For	For
4	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	For	For
5	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For

### **ENGIE SA**

LINGIL SA				Vation	
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Reelect Marie-Jose Nadeau as Director	Mgmt	For	Against	Against
	Voter Rationale: In the context of increas members who have a good and recent up	ingly complex intern nderstanding of the a	national accounting standards, the accounting rules and of the audit p	audit committe process.	ee benefits from
7	Reelect Patrice Durand as Director	Mgmt	For	For	For
8	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
9	Approve Compensation of Jean-Pierre Clamadieu, Chairman of the Board	Mgmt	For	For	For
10	Approve Compensation of Catherine MacGregor, CEO	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha schemes should only be available for sup proportion of incentive awards. The remu median performance. Companies should minimum introduce an additional holding	reholder value over erior performance. R Ineration committee consider extending v	a sufficiently long period of time. S Reaching threshold targets may wa should not allow vesting of incenti	Substantial pay arrant vesting of ive awards for	r-outs under incentive of only a small substantially below
11	Approve Remuneration Policy of Directors	Mgmt	For	For	For
12	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	For
13	Approve Remuneration Policy of CEO	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to execute reward strong performance and drive shat schemes should only be available for supproportion of incentive awards. The remumedian performance. Companies should minimum introduce an additional holding should it identify any facts of manipulation directors and other key managers which wrongfully obtained in such manner are in	reholder value over erior performance. R uneration committee consider extending v or deferral period. T n of reported indicat were detrimental to	a sufficiently long period of time. a Reaching threshold targets may wa should not allow vesting of incent resting periods for long-term incen The company should put in place a tors or other bad faith actions on t	Substantial pay prrant vesting of ive awards for tive plans to 5 procedure who the part of any	y-outs under incentive of only a small substantially below years or longer or as a ich would enable it, of its executive
	Extraordinary Business	Mgmt			
14	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against	Against
	Voter Rationale: Options should be issued not exceed 20% on a fixed date.	d at no less than ma	rket price, except for an all-employ	vee plan where	the discount should
15	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	Mgmt	For	Against	Against
	Voter Rationale: Options should be issued not exceed 20% on a fixed date.	d at no less than ma	rket price, except for an all-employ	vee plan where	the discount should
16	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
17	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For
	Shareholder Proposals Submitted by the State	Mgmt			

### **ENGIE SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
Α	Elect Lucie Muniesa as Director	SH	For	Refer	For
	Voter Rationale: * A vote FOR the (re)ele * Votes FOR the (re)elections of these no (including all board members: 42.9 perce representatives, and employee sharehold specific concerns (Items 7 & A).	n-independent nom nt vs 33.3 percent r	inees are warranted give ecommended; excluding	en the satisfactory level o government representat	of board independence tives, employee
	Shareholder Proposals Submitted by Several Shareholders	Mgmt			
В	Amend Articles 21 and 24 of Bylaws Re: Climate Strategy	SH	Against	Refer	For
	Voter Rationale: A vote FOR the proposed surrounding the use of a bylaw amendme strategy. The main reason for support is: Board's prerogatives.	ent to support the re	equested additional disclo	osure and votes on the co	ompany's climate

### **IMCD NV**

Meeting Date: 04/26/2023 Country: Netherlands

Meeting Type: Annual

Ticker: IMCD

Primary ISIN: NL0010801007 Primary SEDOL: BNCBD46

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt			
1	Open Meeting	Mgmt			
2.a	Receive Report of Management Board (Non-Voting)	Mgmt			
2.b	Approve Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: Remuneration committee awards to executives should be clearly dis performance and drive shareholder value	closed and include rob	ust and stretching performance tar	nedian perfo gets to rew	ormance. Incentive vard strong
3.a	Receive Auditor's Report (Non-Voting)	Mgmt			
3.b	Adopt Financial Statements and Statutory Reports	Mgmt	For	For	For
	Voter Rationale: Shareholders should have	e the right to elect direc	ctors annually in order to hold then	n to accour	ot.
3.c	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt			
3.d	Approve Dividends of EUR 6.78 Per Share	Mgmt	For	For	For
4.a	Approve Discharge of Management Board	Mgmt	For	For	For
4.b	Approve Discharge of Supervisory Board	Mgmt	For	For	For
5	Elect Valerie Diele-Braun to Management Board	Mgmt	For	For	For
6	Ratify Deloitte Accountants B.V. as Auditors for the Financial Year 2024	Mgmt	For	For	For

#### **IMCD NV**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Ratify Ernst & Young Accountants LLP as Auditors for the Financial Year 2025-2027	Mgmt	For	For	For
8.a	Grant Board Authority to Issue Shares Up to 10 Percent of Issued Capital	Mgmt	For	For	For
8.b	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For	For
9	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
10	Close Meeting	Mgmt			

### **AXA SA**

**Meeting Date:** 04/27/2023

Country: France

Meeting Type: Annual/Special

Ticker: CS

Primary ISIN: FR0000120628 Primary SEDOL: 7088429

Did Not Vote Due to Ballot Shareblocking

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	Do Not Vote
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	Do Not Vote
3	Approve Allocation of Income and Dividends of EUR 1.70 per Share	Mgmt	For	For	Do Not Vote
4	Approve Compensation Report of Corporate Officers	Mgmt	For	For	Do Not Vote
5	Approve Compensation of Denis Duverne, Chairman of the Board until April 28, 2022	Mgmt	For	For	Do Not Vote
6	Approve Compensation of Antoine Gosset-Grainville, Chairman of the Board since April 28, 2022	Mgmt	For	For	Do Not Vote
7	Approve Compensation of Thomas Buberl, CEO	Mgmt	For	Against	Do Not Vote
8	Approve Remuneration Policy of CEO	Mgmt	For	Against	Do Not Vote
9	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	Do Not Vote
10	Approve Remuneration Policy of Directors	Mgmt	For	For	Do Not Vote
11	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For	Do Not Vote
12	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	Do Not Vote



Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Extraordinary Business	Mgmt			
13	Authorize Capitalization of Reserves of Up to EUR 1 Billion for Bonus Issue or Increase in Par Value	Mgmt	For	For	Do Not Vote
14	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 2 Billion	Mgmt	For	For	Do Not Vote
15	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 500 Million	Mgmt	For	For	Do Not Vote
16	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 500 Million	Mgmt	For	For	Do Not Vote
17	Authorize Board to Set Issue Price for 10 Percent Per Year of Issued Capital Pursuant to Issue Authority without Preemptive Rights	Mgmt	For	For	Do Not Vote
18	Authorize Capital Increase of Up to EUR 500 Million for Future Exchange Offers	Mgmt	For	For	Do Not Vote
19	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For	Do Not Vote
20	Authorize Issuance of Equity Upon Conversion of a Subsidiary's Equity-Linked Securities without Preemptive Rights for Up to EUR 500 Million	Mgmt	For	For	Do Not Vote
21	Authorize Issuance of Equity Upon Conversion of a Subsidiary's Equity-Linked Securities with Preemptive Rights for Up to EUR 2 Billion	Mgmt	For	For	Do Not Vote
22	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against	Do Not Vote
23	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	Mgmt	For	Against	Do Not Vote
24	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	Do Not Vote
25	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	Do Not Vote

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

Mgmt



Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction				
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For	For				
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For				
	Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.								
3	Approve Allocation of Income and Dividends of EUR 1.70 per Share	Mgmt	For	For	For				
4	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For				
5	Approve Compensation of Denis Duverne, Chairman of the Board until April 28, 2022	Mgmt	For	For	For				
6	Approve Compensation of Antoine Gosset-Grainville, Chairman of the Board since April 28, 2022	Mgmt	For	For	For				
7	Approve Compensation of Thomas Buberl, CEO	Mgmt	For	Against	Against				
	Voter Rationale: Substantial pay-outs under targets may warrant vesting of only a small and include robust and stretching perform long period of time.	all proportion of incentiv	re awards. Incentive awards to exe	cutives sho	uld be clearly disclosea				
8	Approve Remuneration Policy of CEO	Mgmt	For	Against	Against				
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.								
9	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	For				
10	Approve Remuneration Policy of Directors	Mgmt	For	For	For				
11	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For	For				
12	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For				
	Extraordinary Business	Mgmt							
13	Authorize Capitalization of Reserves of Up to EUR 1 Billion for Bonus Issue or Increase in Par Value	Mgmt	For	For	For				
14	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 2 Billion	Mgmt	For	For	For				
15	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 500 Million	Mgmt	For	For	For				
16	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 500 Million	Mgmt	For	For	For				

#### **AXA SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
17	Authorize Board to Set Issue Price for 10 Percent Per Year of Issued Capital Pursuant to Issue Authority without Preemptive Rights	Mgmt	For	For	For
18	Authorize Capital Increase of Up to EUR 500 Million for Future Exchange Offers	Mgmt	For	For	For
19	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For	For
20	Authorize Issuance of Equity Upon Conversion of a Subsidiary's Equity-Linked Securities without Preemptive Rights for Up to EUR 500 Million	Mgmt	For	For	For
21	Authorize Issuance of Equity Upon Conversion of a Subsidiary's Equity-Linked Securities with Preemptive Rights for Up to EUR 2 Billion	Mgmt	For	For	For
22	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against	Against
	Voter Rationale: Options should be issued not exceed 20% on a fixed date.	at no less than market	price, except for an all-employee p	olan where	the discount should
23	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	Mgmt	For	Against	Against
	Voter Rationale: Options should be issued not exceed 20% on a fixed date.	at no less than market	price, except for an all-employee ្រ	olan where	the discount should
24	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
25	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For

### **Continental AG**

Meeting Date: 04/27/2023 Country: Germany Ticker: CON

Meeting Type: Annual

Primary ISIN: DE0005439004 Primary SEDOL: 4598589

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt			
2	Approve Allocation of Income and Dividends of EUR 1.50 per Share	Mgmt	For	For	For
3.1	Approve Discharge of Management Board Member Nikolai Setzer for Fiscal Year 2022	Mgmt	For	For	For

### **Continental AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.2	Approve Discharge of Management Board Member Katja Duerrfeld for Fiscal Year 2022	Mgmt	For	For	For
3.3	Approve Discharge of Management Board Member Christian Koetz for Fiscal Year 2022	Mgmt	For	For	For
3.4	Approve Discharge of Management Board Member Philip Nelles for Fiscal Year 2022	Mgmt	For	For	For
3.5	Approve Discharge of Management Board Member Ariane Reinhart for Fiscal Year 2022	Mgmt	For	For	For
4.1	Approve Discharge of Supervisory Board Member Wolfgang Reitzle for Fiscal Year 2022	Mgmt	For	Against	Against
	Voter Rationale: The company should red re-elections, in order to facilitate a more of			on cycles or,	ideally, annual
4.2	Approve Discharge of Supervisory Board Member Christiane Benner for Fiscal Year 2022	Mgmt	For	For	For
4.3	Approve Discharge of Supervisory Board Member Hasan Allak for Fiscal Year 2022	Mgmt	For	For	For
4.4	Approve Discharge of Supervisory Board Member Dorothea von Boxberg for Fiscal Year 2022	Mgmt	For	For	For
4.5	Approve Discharge of Supervisory Board Member Stefan Buchner for Fiscal Year 2022	Mgmt	For	For	For
4.6	Approve Discharge of Supervisory Board Member Gunter Dunkel for Fiscal Year 2022	Mgmt	For	For	For
4.7	Approve Discharge of Supervisory Board Member Francesco Grioli for Fiscal Year 2022	Mgmt	For	For	For
4.8	Approve Discharge of Supervisory Board Member Michael Iglhaut for Fiscal Year 2022	Mgmt	For	For	For
4.9	Approve Discharge of Supervisory Board Member Satish Khatu for Fiscal Year 2022	Mgmt	For	For	For
4.10	Approve Discharge of Supervisory Board Member Isabel Knauf for Fiscal Year 2022	Mgmt	For	For	For
4.11	Approve Discharge of Supervisory Board Member Carmen Loeffler for Fiscal Year 2022	Mgmt	For	For	For
4.12	Approve Discharge of Supervisory Board Member Sabine Neuss for Fiscal Year 2022	Mgmt	For	For	For
4.13	Approve Discharge of Supervisory Board Member Rolf Nonnenmacher for Fiscal Year 2022	Mgmt	For	For	For

### **Continental AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.14	Approve Discharge of Supervisory Board Member Dirk Nordmann for Fiscal Year 2022	Mgmt	For	For	For
4.15	Approve Discharge of Supervisory Board Member Lorenz Pfau for Fiscal Year 2022	Mgmt	For	For	For
4.16	Approve Discharge of Supervisory Board Member Klaus Rosenfeld for Fiscal Year 2022	Mgmt	For	For	For
4.17	Approve Discharge of Supervisory Board Member Georg Schaeffler for Fiscal Year 2022	Mgmt	For	For	For
4.18	Approve Discharge of Supervisory Board Member Maria-Elisabeth Schaeffler-Thumann for Fiscal Year 2022	Mgmt	For	For	For
4.19	Approve Discharge of Supervisory Board Member Joerg Schoenfelder for Fiscal Year 2022	Mgmt	For	For	For
4.20	Approve Discharge of Supervisory Board Member Stefan Scholz for Fiscal Year 2022	Mgmt	For	For	For
4.21	Approve Discharge of Supervisory Board Member Elke Volkmann for Fiscal Year 2022	Mgmt	For	For	For
5	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2023 and for the Review of Interim Financial Statements for Fiscal Year 2023	Mgmt	For	For	For
6	Approve Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive shat not allow vesting of incentive awards for s periods for long-term incentive plans to 5	reholder value over a su substantially below med	officiently long period of time. The lian performance. Companies shoul	remuneration Id consider	on committee should extending vesting
7	Approve Virtual-Only Shareholder Meetings Until 2026	Mgmt	For	For	For
8	Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For
9	Amend Articles Re: General Meeting Chair and Procedure	Mgmt	For	For	For
10	Amend Affiliation Agreement with Continental Automotive GmbH	Mgmt	For	For	For

### **CRH Plc**

Meeting Date: 04/27/2023 Country: Ireland Ticker: CRH

Meeting Type: Annual

Primary ISIN: IE0001827041 Primary SEDOL: 0182704

#### **CRH Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Approve Final Dividend	Mgmt	For	For	For
3	Approve Remuneration Report	Mgmt	For	Refer	For
4a	Re-elect Richie Boucher as Director	Mgmt	For	For	For
	Voter Rationale: The Company should	put in place a policy	to increase gender dive	ersity on the board. In deve	loped markets. our

Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 40% of the board. Given that the number of of female directors has increased since the last AGM, we will keep this matter under review. The board chairman serves as a member of the Remuneration Committee. The board chairman serves as a member of the Nomination Committee.

4b	Re-elect Caroline Dowling as Director	Mgmt	For	For	For
4c	Re-elect Richard Fearon as Director	Mgmt	For	For	For
4d	Re-elect Johan Karlstrom as Director	Mgmt	For	For	For
4e	Re-elect Shaun Kelly as Director	Mgmt	For	For	For
4f	Elect Badar Khan as Director	Mgmt	For	For	For
4g	Re-elect Lamar McKay as Director	Mgmt	For	For	For
4h	Re-elect Albert Manifold as Director	Mgmt	For	For	For
4i	Re-elect Jim Mintern as Director	Mgmt	For	For	For
4j	Re-elect Gillian Platt as Director	Mgmt	For	For	For
4k	Re-elect Mary Rhinehart as Director	Mgmt	For	For	For
41	Re-elect Siobhan Talbot as Director	Mgmt	For	For	For
4m	Elect Christina Verchere as Director	Mgmt	For	For	For
5	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
6	Ratify Deloitte Ireland LLP as Auditors	Mgmt	For	For	For
7	Authorise Issue of Equity	Mgmt	For	For	For
8	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
9	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
10	Authorise Reissuance of Treasury Shares	Mgmt	For	For	For

#### **Danone SA**

Meeting Date: 04/27/2023 Country: France

Meeting Type: Annual/Special

Ticker: BN

Primary ISIN: FR0000120644 Primary SEDOL: B1Y9TB3

#### Did Not Vote Due to Ballot Shareblocking

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	Do Not Vote
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	Do Not Vote
3	Approve Allocation of Income and Dividends of EUR 2 per Share	Mgmt	For	For	Do Not Vote
4	Reelect Valerie Chapoulaud-Floquet as Director	Mgmt	For	Against	Do Not Vote
5	Reelect Gilles Schnepp as Director	Mgmt	For	For	Do Not Vote
6	Ratify Appointment of Gilbert Ghostine as Director Following Resignation of Guido Barilla	Mgmt	For	For	Do Not Vote
7	Ratify Appointment of Lise Kingo as Director Following Resignation of Cecile Cabanis	Mgmt	For	For	Do Not Vote
8	Approve Compensation Report of Corporate Officers	Mgmt	For	For	Do Not Vote
9	Approve Compensation of Antoine de Saint-Affrique, CEO	Mgmt	For	Against	Do Not Vote
10	Approve Compensation of Gilles Schnepp, Chairman of the Board	Mgmt	For	For	Do Not Vote
11	Approve Remuneration Policy of Executive Corporate Officers	Mgmt	For	Against	Do Not Vote
12	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	Do Not Vote
13	Approve Remuneration Policy of Directors	Mgmt	For	For	Do Not Vote
14	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	Do Not Vote
	Extraordinary Business	Mgmt			
15	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 50 Million	Mgmt	For	For	Do Not Vote
16	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights with Binding Priority Right up to Aggregate Nominal Amount of EUR 16.9 Million	Mgmt	For	For	Do Not Vote
17	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Item 16	Mgmt	For	For	Do Not Vote
18	Authorize Capital Increase of Up to EUR 16.9 Million for Future Exchange Offers	Mgmt	For	For	Do Not Vote

### **Danone SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
19	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For	Do Not Vote
20	Authorize Capitalization of Reserves of Up to EUR 42 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For	Do Not Vote
21	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against	Do Not Vote
22	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	Mgmt	For	Against	Do Not Vote
23	Authorize up to 0.5 Percent of Issued Capital for Use in Restricted Stock Plans with Performance Conditions Attached	Mgmt	For	Abstain	Do Not Vote
24	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	Do Not Vote
	Ordinary Business	Mgmt			
25	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	Do Not Vote
26	Elect Sanjiv Mehta as Director	Mgmt	For	For	Do Not Vote

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
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
3	Approve Allocation of Income and Dividends of EUR 2 per Share	Mgmt	For	For	For
4	Reelect Valerie Chapoulaud-Floquet as Director	Mgmt	For	Against	Against
	Voter Rationale: In recent years, this is n company. Due to ongoing concerns regal their re-election to the board.				
5	Reelect Gilles Schnepp as Director	Mgmt	For	For	For
6	Ratify Appointment of Gilbert Ghostine as Director Following Resignation of Guido Barilla	Mgmt	For	For	For
7	Ratify Appointment of Lise Kingo as Director Following Resignation of Cecile Cabanis	Mgmt	For	For	For
8	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For

### **Danone SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9	Approve Compensation of Antoine de Saint-Affrique, CEO	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exect reward strong performance and drive shall vesting periods for long-term incentive pla	reholder value ove	er a sufficiently long period	of time. Companies sho	uld consider extending
10	Approve Compensation of Gilles Schnepp, Chairman of the Board	Mgmt	For	For	For
11	Approve Remuneration Policy of Executive Corporate Officers	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exect reward strong performance and drive shat not allow vesting of incentive awards for states periods for long-term incentive plans to 5 company should put in place a procedure other bad faith actions on the part of any interests of its shareholders, to ensure that	reholder value ove substantially below years or longer o which would enab of its executive di	er a sufficiently long period o median performance. Con or as a minimum introduce a ole it, should it identify any rectors and other key man	of time. The remuneration of time. The remuneration of an additional holding or continuous of facts of manipulation of agers which were detrim	ion committee should extending vesting deferral period. The reported indicators or
12	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	For
13	Approve Remuneration Policy of Directors	Mgmt	For	For	For
14	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	Extraordinary Business	Mgmt			
15	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 50 Million	Mgmt	For	For	For
16	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights with Binding Priority Right up to Aggregate Nominal Amount of EUR 16.9 Million	Mgmt	For	For	For
17	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Item 16	Mgmt	For	For	For
18	Authorize Capital Increase of Up to EUR 16.9 Million for Future Exchange Offers	Mgmt	For	For	For
19	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For	For
20	Authorize Capitalization of Reserves of Up to EUR 42 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For	For
21	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against	Against
	Voter Rationale: Options should be issued	at no less than m	arket price, except for an a	all-employee plan where	the discount should

Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.

#### **Danone SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction				
22	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	Mgmt	For	Against	Against				
	Voter Rationale: Options should be issued not exceed 20% on a fixed date.	at no less than market	price, except for an all-employee p	olan where	the discount should				
23	Authorize up to 0.5 Percent of Issued Capital for Use in Restricted Stock Plans with Performance Conditions Attached	Mgmt	For	Abstain	Abstain				
	Voter Rationale: Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.								
24	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For				
	Ordinary Business	Mgmt							
25	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For				
26	Elect Sanjiv Mehta as Director	Mgmt	For	For	For				

## FinecoBank SpA

Meeting Date: 04/27/2023

Country: Italy

Meeting Type: Annual/Special

Ticker: FBK

**Primary ISIN:** IT0000072170 **Primary SEDOL:** BNGN9Z1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
	Ordinary Business	Mgmt				
	Management Proposals	Mgmt				
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For	
2	Approve Allocation of Income	Mgmt	For	For	For	
3	Approve Elimination of Negative Reserves	Mgmt	For	For	For	
4	Adjust Remuneration of External Auditors	Mgmt	For	For	For	
5	Fix Number of Directors	Mgmt	For	For	For	
6	Fix Board Terms for Directors	Mgmt	For	For	For	
	Appoint Directors (Slate Election) - Choose One of the Following Slates	Mgmt				
7.1	Slate 1 Submitted by Board of Directors	Mgmt	For	For	For	

## FinecoBank SpA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction			
7.2	Slate 2 Submitted by Institutional Investors (Assogestioni)	SH	None	Refer	Against			
	Voter Rationale: Vote AGAINST as investor	rs can only support one	e slate and we are supporting the L	board's reco	ommendations.			
8	Approve Remuneration of Directors	Mgmt	For	For	For			
	Appoint Internal Statutory Auditors (Slate Election)	Mgmt						
9	Slate 1 Submitted by Institutional Investors (Assogestioni)	SH	None	For	For			
	Voter Rationale: Candidates on this slate have agreed to abide by the chart of corporate governance principles adopted by Assogestioni.							
	Shareholder Proposal Submitted by Institutional Investors (Assogestioni)	Mgmt						
10	Approve Internal Auditors' Remuneration	SH	None	Refer	For			
	Management Proposals	Mgmt						
11	Approve Remuneration Policy	Mgmt	For	Abstain	For			
	Voter Rationale: Companies should consider minimum introduce an additional holding of the control of the contro	or deferral period.						
12	Approve Second Section of the Remuneration Report	Mgmt	For	For	For			
13	Approve 2023 Incentive System for Employees	Mgmt	For	For	For			
14	Approve 2023 Incentive System for Personal Financial Advisors	Mgmt	For	For	For			
15	Authorize Share Repurchase Program and Reissuance of Repurchased Shares to Service the 2023 PFA System	Mgmt	For	For	For			
	Extraordinary Business	Mgmt						
1	Authorize Board to Increase Capital to Service 2023 Incentive System	Mgmt	For	For	For			
2	Authorize Board to Increase Capital to Service 2022 Incentive System	Mgmt	For	For	For			
Α	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	Mgmt	None	Against	Against			
	D.:: / L/. ACATMOT							

### **Flutter Entertainment Plc**

Meeting Date: 04/27/2023 Country: Ireland Ticker: FLTR

Meeting Type: Annual

Voter Rationale: Vote AGAINST as no further information has been given on this item.

### **Flutter Entertainment Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction				
1	Accept Financial Statements and Statutory Reports	Mgmt	For	Refer	For				
	Voter Rationale: Shareholder should have	the right to appr	ove the implementation of	of the company's dividend	policy.				
2	Approve Remuneration Report	Mgmt	For	For	For				
3	Approve Remuneration Policy	Mgmt	For	Refer	For				
4A	Elect Paul Edgecliffe-Johnson as Director	Mgmt	For	Refer	For				
	Voter Rationale: Paul Edgecliffe-Johnson served as audit committee member at Thomas Cook Group plc, which entered into compulsory liquidation on 23 September 2019. The FRC, the UK's regulatory body for audit, has launched an investigation into the collapse of Thomas Cook Group plc.								
4B	Elect Carolan Lennon as Director	Mgmt	For	For	For				
5A	Re-elect Nancy Cruickshank as Director	Mgmt	For	For	For				
5B	Re-elect Nancy Dubuc as Director	Mgmt	For	For	For				
5C	Re-elect Richard Flint as Director	Mgmt	For	For	For				
5D	Re-elect Alfred Hurley Jr as Director	Mgmt	For	Refer	For				
5E	Re-elect Peter Jackson as Director	Mgmt	For	For	For				
5F	Re-elect Holly Koeppel as Director	Mgmt	For	For	For				
5G	Re-elect David Lazzarato as Director	Mgmt	For	For	For				
5H	Re-elect Gary McGann as Director	Mgmt	For	For	For				
	Voter Rationale: The board chairman serv of the Nomination Committee.	res as a member (	of the Remuneration Con	nmittee. The board chairm	an serves as a member				
5I	Re-elect Atif Rafiq as Director	Mgmt	For	For	For				
53	Re-elect Mary Turner as Director	Mgmt	For	For	For				
6	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For				
7	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For				
8	Authorise Issue of Equity	Mgmt	For	For	For				
9A	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For				
9B	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Specified Capital Investment	Mgmt	For	For	For				
10	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For				
11	Authorise the Company to Determine the Price Range at which Treasury Shares may be Re-issued Off-Market	Mgmt	For	For	For				
12	Approve Long Term Incentive Plan	Mgmt	For	Refer	For				
13	Amend Restricted Share Plan	Mgmt	For	For	For				

### **Flutter Entertainment Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction	
14	Adopt New Articles of Association	Mgmt	For	For	For	

## **GEA Group AG**

Meeting Date: 04/27/2023

Country: Germany

Meeting Type: Annual

Ticker: G1A

**Primary ISIN:** DE0006602006

Primary SEDOL: 4557104

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction			
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt						
2	Approve Allocation of Income and Dividends of EUR 0.95 per Share	Mgmt	For	For	For			
3	Approve Remuneration Report	Mgmt	For	Against	For			
	Voter Rationale: Significant salary increase executive directors. Incentive awards to e to reward strong performance and drive so not allow vesting of incentive awards for speriods for long-term incentive plans to 5	xecutives should b hareholder value o ubstantially below	be clearly disclosed and a over a sufficiently long pe median performance. C	include robust and stretchi eriod of time. The remuner companies should consider	ing performance targets ation committee should extending vesting			
4	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For	For			
5	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	For	For			
6	Ratify KPMG AG as Auditors for Fiscal Year 2023	Mgmt	For	For	For			
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.							
7	Elect Hans Kempf to the Supervisory Board	Mgmt	For	For	For			
8.1	Amend Articles Re: Supervisory Board Term of Office	Mgmt	For	For	For			
8.2	Amend Articles Re: By-Elections to the Supervisory Board	Mgmt	For	For	For			
9	Approve Remuneration of Supervisory Board	Mgmt	For	For	For			
10.1	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For	For			
10.2	Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For			

# **GEA Group AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
10.3	Amend Articles Re: General Meeting Chair and Procedure	Mgmt	For	For	For	
11	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	For	For	

### **Getlink SE**

**Meeting Date:** 04/27/2023

Country: France

Ticker: GET

Meeting Type: Annual/Special

Primary ISIN: FR0010533075 Primary SEDOL: B292JQ9

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		
2	Approve Treatment of Losses and Dividends of EUR 0.50 per Share	Mgmt	For	For	For		
3	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For		
4	Authorize Repurchase of Up to 5 Percent of Issued Share Capital	Mgmt	For	For	For		
5	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For	For		
6	Elect Benoit de Ruffray as Director	Mgmt	For	Against	Against		
	Voter Rationale: For widely held companie appropriate balance of independence and		d include at least 50%	independent non-executive	directors to ensure		
7	Elect Marie Lemarie as Director	Mgmt	For	Against	Against		
	Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity.						
8	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For		
9	Approve Compensation of Yann Leriche, CEO	Mgmt	For	Against	Against		
	Voter Rationale: Incentive awards to execute reward strong performance and drive share schemes should only be available for superproportion of incentive awards. Companies longer or as a minimum introduce an additional structures.	reholder value over rior performance. s should consider e	r a sufficiently long peri Reaching threshold targ extending vesting period	iod of time. Substantial pay gets may warrant vesting o	r-outs under incentive f only a small		
10	Approve Compensation of Jacques Gounon, Chairman of the Board	Mgmt	For	For	For		
11	Approve Remuneration Policy of Corporate Officers	Mgmt	For	For	For		

### **Getlink SE**

**Proposal Text** 

Proposal Number

12	Approve Remuner	ation Policy of CEO	Mgmt	For	Against	Against
	reward strong pen linked to material o incentive schemes proportion of incer	formance and drive sha changes in the business should only be availabl	reholder value over o s or in the role and ro le for superior perfor s should consider ex	arly disclosed and include robust a a sufficiently long period of time. S esponsibilities of executive directo mance. Reaching threshold target tending vesting periods for long-ta ferral period.	Significant sala rs. Substantial rs may warrant	ry increases should be pay-outs under vesting of only a small
13	Approve Remuner Chairman of the B		Mgmt	For	For	For
14	Authorize up to 45 in Restricted Stock	50,000 Shares for Use CPlans	Mgmt	For	For	For
15	in Restricted Stock	75,000 Shares for Use R Plans Reserved for Proproper Officers With Comparison of the State of State of Use R Plant Use of Us	Mgmt	For	Against	Against
	targets may warra long-term incentiv should put in place faith actions on the	nt vesting of only a sma e plans to 5 years or loo e a procedure which wo e part of any of its exec	all proportion of ince nger or as a minimul uld enable it, should cutive directors and c	s should only be available for supe ntive awards. Companies should c m introduce an additional holding I it identify any facts of manipulation other key managers which were de and in such manner are repaid to i	onsider extend or deferral per on of reported etrimental to th	ding vesting periods for iod. The company indicators or other bad
16		e of Equity or urities with Preemptive egate Nominal Amount	Mgmt	For	For	For
17	Authorize Capital Percent of Issued Contributions in K		Mgmt	For	For	For
18		Capital Increase to nce Requests Under at EUR 88 Million	Mgmt	For	For	For
19	Authorize Decreas Cancellation of Re	e in Share Capital via purchased Shares	Mgmt	For	For	For
20	Authorize Capital Employee Stock P	Issuances for Use in urchase Plans	Mgmt	For	Against	Against
	Voter Rationale: O not exceed 20% o		at no less than mar	ket price, except for an all-employ	ree plan where	the discount should
21		ation of Registered ue de la Bienfaisance, mend Bylaws	Mgmt	For	For	For
22	Authorize Filing of Documents/Other		Mgmt	For	For	For
Gs F	Funds - Europe C	ore Equity I	Portfolio			
Meetin	g Date: 04/27/2023	Country: Luxembour Meeting Type: Annu		Ticker: GSW4		
		ccang Type: Aimo		D.:	45	Duine and SEROL - DOCKOV

Mgmt Rec

Proponent

Voting Policy Rec

Vote Instruction

**Primary ISIN:** LU0102219945

Primary SEDOL: B06K2X0

# **Gs Funds - Europe Core Equity Portfolio**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Audited Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Approve Allocation of Income	Mgmt	For	For	For
3	Approve Discharge of Directors Jonathan Beinner, Grainne Alexander, Glenn Thorpe, Katherine Uniacke and Frank Ennis	Mgmt	For	For	For
4	Acknowledge Resignations of Frank Ennis, Katherine Uniacke and Glenn Thorpe as Directors; Ratify Co-optation and Elect Hilary Lopez as Director	Mgmt	For	For	For
5.1	Re-Elect Jonathan Beinner as Director	Mgmt	For	For	For
5.2	Re-Elect Grainne Alexander as Director	Mgmt	For	For	For
5.3	Elect Dirk Buggenhout as Director	Mgmt	For	For	For
5.4	Elect Jan Jaap Hazenberg as Director	Mgmt	For	For	For
5.5	Elect Sophie Mosnier as Director	Mgmt	For	For	For
6	Renew Appointment of PricewaterhouseCoopers as Auditor	Mgmt	For	For	For
7	Approve Remuneration of Directors	Mgmt	For	For	For
8	Transact Other Business (Non-Voting)	Mgmt			

## **Gs Funds - Global Core Equity Portfolio**

Meeting Date: 04/27/2023 Cou

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

Ticker: GS0B

Primary ISIN: LU0203365449

Primary SEDOL: B99BTF4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Audited Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Approve Allocation of Income	Mgmt	For	For	For
3	Approve Discharge of Directors Jonathan Beinner, Grainne Alexander, Glenn Thorpe, Katherine Uniacke and Frank Ennis	Mgmt	For	For	For
4	Acknowledge Resignations of Frank Ennis, Katherine Uniacke and Glenn Thorpe as Directors; Ratify Co-optation and Elect Hilary Lopez as Director	Mgmt	For	For	For
5.1	Re-Elect Jonathan Beinner as Director	Mgmt	For	For	For

# **Gs Funds - Global Core Equity Portfolio**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction
5.2	Re-Elect Grainne Alexander as Director	Mgmt	For	For	For
5.3	Elect Dirk Buggenhout as Director	Mgmt	For	For	For
5.4	Elect Jan Jaap Hazenberg as Director	Mgmt	For	For	For
5.5	Elect Sophie Mosnier as Director	Mgmt	For	For	For
6	Renew Appointment of PricewaterhouseCoopers as Auditor	Mgmt	For	For	For
7	Approve Remuneration of Directors	Mgmt	For	For	For
8	Transact Other Business (Non-Voting)	Mgmt			

## **Gs Funds - Global Small Cap Core Equity Portfolio**

**Meeting Date:** 04/27/2023

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

Ticker: N/A

**Primary ISIN:** LU0245330005

Primary SEDOL: BNDLXS9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Audited Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Approve Allocation of Income	Mgmt	For	For	For
3	Approve Discharge of Directors Jonathan Beinner, Grainne Alexander, Glenn Thorpe, Katherine Uniacke and Frank Ennis	Mgmt	For	For	For
4	Acknowledge Resignations of Frank Ennis, Katherine Uniacke and Glenn Thorpe as Directors; Ratify Co-optation and Elect Hilary Lopez as Director	Mgmt	For	For	For
5.1	Re-Elect Jonathan Beinner as Director	Mgmt	For	For	For
5.2	Re-Elect Grainne Alexander as Director	Mgmt	For	For	For
5.3	Elect Dirk Buggenhout as Director	Mgmt	For	For	For
5.4	Elect Jan Jaap Hazenberg as Director	Mgmt	For	For	For
5.5	Elect Sophie Mosnier as Director	Mgmt	For	For	For
6	Renew Appointment of PricewaterhouseCoopers as Auditor	Mgmt	For	For	For
7	Approve Remuneration of Directors	Mgmt	For	For	For
8	Transact Other Business (Non-Voting)	Mgmt			

## **Kering SA**

Meeting Date: 04/27/2023

Country: France

Meeting Type: Annual/Special

Ticker: KER

**Primary ISIN:** FR0000121485

Primary SEDOL: 5505072

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
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
	Voter Rationale: Shareholders should have	e the right to elect	directors annually in order	r to hold them to accoun	t.
3	Approve Allocation of Income and Dividends of EUR 14 per Share	Mgmt	For	For	For
4	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
5	Approve Compensation of Francois-Henri Pinault, Chairman and CEO	Mgmt	For	Against	Against
6	creation in addition to and above that exp vesting periods for long-term incentive pla Approve Compensation of Jean-Francois	ans to 5 years or lo			ling or deferral period.
6	vesting periods for long-term incentive pla	Mgmt  rutives should be clereholder value over erior performance, ional awards should bected of directors of the should bected of directors of the should be	nger or as a minimum intr For early disclosed and include a sufficiently long period Reaching threshold targets d be clearly linked to perfo as a normal part of their jo	Against  e robust and stretching positions. Substantial pays may warrant vesting or timance and demonstrations. Companies should companie should co	Against  Against  performance targets to a course under incentive fonly a small the shareholder value tonsider extending
7	vesting periods for long-term incentive plane Approve Compensation of Jean-Francois Palus, Vice-CEO  Voter Rationale: Incentive awards to execute the second strong performance and drive shat schemes should only be available for superproportion of incentive awards. All except creation in addition to and above that exp	Mgmt  rutives should be clereholder value over erior performance, ional awards should bected of directors of the should bected of directors of the should be	nger or as a minimum intr For early disclosed and include a sufficiently long period Reaching threshold targets d be clearly linked to perfo as a normal part of their jo	Against  e robust and stretching positions. Substantial pays may warrant vesting or timance and demonstrations. Companies should companie should co	Against  Against  Deformance targets to couts under incentive fonly a small the shareholder value tonsider extending or deferral period.
	Approve Compensation of Jean-Francois Palus, Vice-CEO  Voter Rationale: Incentive awards to execute reward strong performance and drive shat schemes should only be available for superproportion of incentive awards. All except creation in addition to and above that expressing periods for long-term incentive plants.	Mgmt  Mgmt  Autives should be clereholder value overeior performance, sional awards should be clereholder to 5 years or lown Mgmt  M	For  For  early disclosed and include a sufficiently long period Reaching threshold targets be clearly linked to perfo as a normal part of their jo nger or as a minimum intr  For  early disclosed and include a sufficiently long period Reaching threshold targets be clearly linked to perfo as a normal part of their jo be clearly linked to perfo as a normal part of their jo	Against  e robust and stretching post ime. Substantial pay somay warrant vesting of times and demonstrate obs. Companies should conduce an additional hold against  e robust and stretching post ime. Substantial pay somay warrant vesting post ime. Substantial pay somay warrant vesting post imance and demonstrate obs. Companies should companies should companies should companies should companies and demonstrate obs. Companies should companie should com	Against  Deformance targets to couts under incentive only a small esonate value consider extending ding or deferral period.  Against  Deformance targets to couts under incentive only a small esonate extending ding or deferral period.  Against  Deformance targets to couts under incentive only a small esonate extending only a small esonate extending
	Approve Compensation of Jean-Francois Palus, Vice-CEO  Voter Rationale: Incentive awards to execreward strong performance and drive sharschemes should only be available for superproportion of incentive awards. All except creation in addition to and above that expressing periods for long-term incentive play.  Approve Remuneration Policy of Executive Corporate Officers  Voter Rationale: Incentive awards to execreward strong performance and drive sharschemes should only be available for superproportion of incentive awards. All except creation in addition to and above that expressions.	Mgmt  Mgmt  Autives should be clereholder value overeior performance, sional awards should be clereholder to 5 years or lown Mgmt  M	For  For  early disclosed and include a sufficiently long period Reaching threshold targets be clearly linked to perfo as a normal part of their jo nger or as a minimum intr  For  early disclosed and include a sufficiently long period Reaching threshold targets be clearly linked to perfo as a normal part of their jo be clearly linked to perfo as a normal part of their jo	Against  e robust and stretching post ime. Substantial pay somay warrant vesting of times and demonstrate obs. Companies should conduce an additional hold against  e robust and stretching post ime. Substantial pay somay warrant vesting post ime. Substantial pay somay warrant vesting post imance and demonstrate obs. Companies should companies should companies should companies should companies and demonstrate obs. Companies should companie should com	Against  Deformance targets to couts under incentive only a small esonate value consider extending ding or deferral period.  Against  Deformance targets to couts under incentive only a small esonate extending ding or deferral period.  Against  Deformance targets to couts under incentive only a small esonate extending only a small esonate extending
7	Approve Compensation of Jean-Francois Palus, Vice-CEO  Voter Rationale: Incentive awards to exect reward strong performance and drive shat schemes should only be available for superproportion of incentive awards. All except creation in addition to and above that expressing periods for long-term incentive play.  Approve Remuneration Policy of Executive Corporate Officers  Voter Rationale: Incentive awards to exect reward strong performance and drive shat schemes should only be available for superproportion of incentive awards. All except creation in addition to and above that expressing periods for long-term incentive play.  Approve Remuneration Policy of	Mgmt  Autives should be chareholder value over erior performance, sional awards should be chareholder of directors of ans to 5 years or lower of the chareholder value over erior performance, sional awards should be chareholder of directors of ans to 5 years or lower of the chareholder of the chare	For  For  early disclosed and include a sufficiently long period Reaching threshold targets be clearly linked to perfo as a normal part of their jo nger or as a minimum intr  For  early disclosed and include a a sufficiently long period Reaching threshold targets be clearly linked to perfo as a normal part of their jo nger or as a minimum intr	Against  e robust and stretching profitme. Substantial pays may warrant vesting or ormance and demonstrate obs. Companies should conduce an additional hold froduce and stretching profitme. Substantial pays may warrant vesting or time. Substantial pays of time. Substantial pays of time and demonstrate obs. Companies should conduce an additional hold or oduce an additional hold or oduce an additional hold.	Against  Deformance targets to to the cours under incentive of only a small eshareholder value consider extending ding or deferral period.  Against  Deformance targets to the cours under incentive of only a small eshareholder value consider extending ding or deferral period.
7	Approve Compensation of Jean-Francois Palus, Vice-CEO  Voter Rationale: Incentive awards to execute reward strong performance and drive shares should only be available for superproportion of incentive awards. All except creation in addition to and above that expressing periods for long-term incentive play.  Approve Remuneration Policy of Executive Corporate Officers  Voter Rationale: Incentive awards to execute reward strong performance and drive shares should only be available for superproportion of incentive awards. All except creation in addition to and above that expressing periods for long-term incentive play.  Approve Remuneration Policy of Directors  Authorize Repurchase of Up to 10	Mgmt  Mgmt  Autives should be clereholder value overeior performance, ional awards should be clereholder to 5 years or lown of the clereholder value overeior performance, ional awards should be clereholder value overeior performance, ional awards should be clereholder to 5 years or lown of the clereholder of directors of the clereholder of the clere	For  For  early disclosed and include a sufficiently long period Reaching threshold targets d be clearly linked to perfor as a normal part of their journer for  For  early disclosed and include a sufficiently long period Reaching threshold targets d be clearly linked to perfor as a normal part of their journer for as a minimum intr	Against  e robust and stretching profitme. Substantial pays may warrant vesting or ormance and demonstrate obs. Companies should conduce an additional hold series and demonstrate of time. Substantial pays may warrant vesting ormance and demonstrate obs. Companies should conduce an additional hold for oduce an additional hold.  For	Against  Deformance targets to couts under incentive fonly a small the shareholder value consider extending ding or deferral period.  Against  Deformance targets to couts under incentive fonly a small the shareholder value consider extending ding or deferral period.  For

# **Kering SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
11	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 200 Million	Mgmt	For	For	For
12	Authorize Capitalization of Reserves of Up to EUR 200 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For	For
13	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 50 Million	Mgmt	For	For	For
14	Approve Issuance of Equity or Equity-Linked Securities Reserved for Qualified Investors or Restricted Number of Investors, up to Aggregate Nominal Amount of EUR 50 Million	Mgmt	For	For	For
15	Authorize Board to Set Issue Price for 5 Percent Per Year of Issued Capital Pursuant to Issue Authority without Preemptive Rights Under Items 13 and 14	Mgmt	For	For	For
16	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 11, 13 and 14	Mgmt	For	For	For
17	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For	For
18	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against	Against
	Voter Rationale: Options should be issued not exceed 20% on a fixed date.	at no less than market	price, except for an all-employee p	olan where	the discount should
19	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees and Corporate Officers of International Subsidiaries	Mgmt	For	Against	Against
	Voter Rationale: Options should be issued not exceed 20% on a fixed date.	at no less than market	price, except for an all-employee p	olan where	the discount should
20	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For

# **Kerry Group Plc**

Meeting Date: 04/27/2023 Country: Ireland Ticker: KRZ

Meeting Type: Annual

Primary ISIN: IE0004906560 Primary SEDOL: 4519579

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

# **Kerry Group Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Final Dividend	Mgmt	For	For	For
3a	Elect Patrick Rohan as Director	Mgmt	For	For	For
<del>4</del> a	Re-elect Gerry Behan as Director	Mgmt	For	For	For
4b	Re-elect Hugh Brady as Director	Mgmt	For	For	For
4c	Re-elect Fiona Dawson as Director	Mgmt	For	For	For
4d	Re-elect Karin Dorrepaal as Director	Mgmt	For	For	For
<del>4</del> e	Re-elect Emer Gilvarry as Director	Mgmt	For	For	For
4f	Re-elect Michael Kerr as Director	Mgmt	For	For	For
<del>4</del> g	Re-elect Marguerite Larkin as Director	Mgmt	For	For	For
4h	Re-elect Tom Moran as Director	Mgmt	For	For	For
	Voter Rationale: The board chairman serv	res as a member of the	Nomination Committee.		
4i	Re-elect Christopher Rogers as Director	Mgmt	For	For	For
4j	Re-elect Edmond Scanlon as Director	Mgmt	For	For	For
4k	Re-elect Jinlong Wang as Director	Mgmt	For	For	For
5	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
6	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
7	Approve Remuneration Report	Mgmt	For	Refer	For
8	Authorise Issue of Equity	Mgmt	For	For	For
9	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
10	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Specified Capital Investment	Mgmt	For	For	For
11	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
12	Approve Employee Share Plan	Mgmt	For	For	For

#### La Française des Jeux SA

Meeting Date: 04/27/2023 Country: France Ticker: FDJ

Meeting Type: Annual/Special

Primary ISIN: FR0013451333 Primary SEDOL: BG0SC10

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

### La Française des Jeux SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
3	Approve Allocation of Income and Dividends of EUR 1.37 per Share	Mgmt	For	For	For
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For	For
5	Reelect Fabienne Dulac as Director	Mgmt	For	Against	Against
	Voter Rationale: Nominees who also serve external directorship to ensure they have company situations requiring substantial a	sufficient time and ener			
6	Reelect Francoise Gri as Director	Mgmt	For	For	For
7	Reelect Corinne Lejbowicz as Director	Mgmt	For	For	For
8	Elect Philippe Lazare as Director	Mgmt	For	For	For
9	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
10	Approve Compensation of Stephane Pallez, Chairman and CEO	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive shall schemes should only be available for supe proportion of incentive awards. The remul median performance. Companies should c minimum introduce an additional holding of	reholder value over a su prior performance. Reach neration committee sho consider extending vesti	ifficiently long period of time. Subs hing threshold targets may warran uld not allow vesting of incentive a	tantial pay- t vesting of wards for s	outs under incentive only a small oubstantially below
11	Approve Compensation of Charles Lantieri, Vice-CEO	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive shar schemes should only be available for supe proportion of incentive awards. The remu- median performance. Companies should of minimum introduce an additional holding of	reholder value over a surior performance. Reach perior performance. Reach peration committee show onsider extending vesti	ifficiently long period of time. Subs hing threshold targets may warran uld not allow vesting of incentive a	tantial pay- t vesting of wards for s	outs under incentive only a small oubstantially below
12	Approve Remuneration Policy of Corporate Officers	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exect reward strong performance and drive shall schemes should only be available for supe proportion of incentive awards. The remul- median performance. Companies should of minimum introduce an additional holding of should it identify any facts of manipulation directors and other key managers which we wrongfully obtained in such manner are re-	reholder value over a su prior performance. Reaco peration committee sho ponsider extending vesti por deferral period. The co prior of reported indicators pere detrimental to the se	ifficiently long period of time. Subs hing threshold targets may warran uld not allow vesting of incentive a ng periods for long-term incentive company should put in place a proc or other bad faith actions on the p	tantial pay- t vesting of wards for s olans to 5 y cedure whic art of any c	outs under incentive fonly a small substantially below vears or longer or as a ch would enable it, of its executive
13	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	Extraordinary Business	Mgmt			
14	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to 20 Percent of Issued Capital	Mgmt	For	For	For

#### La Française des Jeux SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
15	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to 10 Percent of Issued Capital	Mgmt	For	For	For
16	Approve Issuance of Equity or Equity-Linked Securities for Qualified Investors or Restricted Number of Investors, up to 10 Percent of Issued Capital	Mgmt	For	For	For
17	Authorize Board to Set Issue Price for 10 Percent Per Year of Issued Capital Pursuant to Issue Authority without Preemptive Rights	Mgmt	For	For	For
18	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Above	Mgmt	For	For	For
19	Authorize Capitalization of Reserves for Bonus Issue or Increase in Par Value	Mgmt	For	For	For
20	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For	For
21	Authorize Capital Increase of up to 10 Percent of Issued Capital for Future Exchange Offers	Mgmt	For	For	For
22	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against	Against
	Voter Rationale: Options should be issued not exceed 20% on a fixed date.	at no less than market	price, except for an all-employee μ	olan where	the discount should
23	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
	Ordinary Business	Mgmt			
24	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For

#### **UCB SA**

Meeting Date: 04/27/2023Country: BelgiumTicker: UCB

Meeting Type: Annual/Special

**Primary ISIN:** BE0003739530 **Primary SEDOL:** 5596991

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual/Special Meeting Agenda	Mgmt			
	Ordinary Part	Mgmt			
1	Receive Directors' Reports (Non-Voting)	Mamt			

#### **UCB SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Receive Auditors' Reports (Non-Voting)	Mgmt			
3	Receive Consolidated Financial Statements and Statutory Reports (Non-Voting)	Mgmt			
4	Approve Financial Statements, Allocation of Income and Dividends of EUR 1.33 per Share	Mgmt	For	For	For
5	Approve Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to execute reward strong performance and drive share vesting periods for long-term incentive plants.	eholder value over a su	ifficiently long period of time. Com	panies shou	ıld consider extending
6	Approve Discharge of Directors	Mgmt	For	For	For
7	Approve Discharge of Auditors	Mgmt	For	For	For
8.1.A	Reelect Jan Berger as Director	Mgmt	For	For	For
8.1.B	Indicate Jan Berger as Independent Director	Mgmt	For	For	For
8.2	Reelect Cyril Janssen as Director	Mgmt	For	For	For
8.3.A	Elect Maelys Castella as Director	Mgmt	For	For	For
8.3.B	Indicate Maelys Castella as Independent Director	Mgmt	For	For	For
	Special Part	Mgmt			
9	Approve Long-Term Incentive Plans	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to execute reward strong performance and drive share vesting periods for long-term incentive plat The company should put in place a proceed indicators or other bad faith actions on the the long-term interests of its shareholders,	eholder value over a su ns to 5 years or longer lure which would enable part of any of its exec	ifficiently long period of time. Com, or as a minimum introduce an ada e it, should it identify any facts of r utive directors and other key mana	panies shou litional hold manipulation ngers which	uld consider extending ling or deferral period. n of reported were detrimental to
10.1	Approve Change-of-Control Clause Re: EMTN Program Renewal	Mgmt	For	For	For
10.2	Approve Change-of-Control Clause Re: Schuldschein Loan Agreements Entered on 2 November 2022	Mgmt	For	For	For
10.3	Approve Change-of-Control Clause Re: Revolving Credit Facility Agreement	Mgmt	For	For	For

#### **Umicore**

Meeting Date: 04/27/2023 Country: Belgium Ticker: UMI

Meeting Type: Annual/Special

Primary ISIN: BE0974320526 Primary SEDOL: BF44466

## **Umicore**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual/Special Meeting Agenda	Mgmt			
	Annual Shareholders' Meeting Agenda	Mgmt			
A.1	Receive Supervisory Board's and Auditors' Reports (Non-Voting)	Mgmt			
A.2	Approve Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: Significant salary increas executive directors. Incentive awards to e to reward strong performance and drive s extending vesting periods for long-term in deferral period.	executives should be shareholder value ov	clearly disclosed and i er a sufficiently long p	include robust and stretchii eriod of time. Companies s	ng performance targets hould consider
A.3	Approve Financial Statements, Allocation of Income, and Dividends of EUR 0.80 per Share	Mgmt	For	For	For
A.4	Receive Consolidated Financial Statements and Statutory Reports (Non-Voting)	Mgmt			
A.5	Approve Discharge of Supervisory Board	Mgmt	For	For	For
A.6	Approve Discharge of Auditors	Mgmt	For	For	For
A.7.1	Reelect Mario Armero as Member of the Supervisory Board	Mgmt	For	Abstain	Abstain
	Voter Rationale: The Company should put minimum expectation is that women shou			sity on the board. In develo	oped markets, our
A.7.2	Elect Marc Grynberg as Member of the Supervisory Board	Mgmt	For	For	For
A.8	Approve Remuneration of the Members of the Supervisory Board	Mgmt	For	For	For
	Special Shareholders' Meeting Agenda	Mgmt			
B.1	Approve Change-of-Control Clause Re: Joint Venture Agreement with PowerCo SE and Power HoldCo Lux SA and Sustainability-Linked Note Purchase Agreement	Mgmt	For	For	For

# **Bayer AG**

Meeting Date: 04/28/2023 Country: Germany Ticker: BAYN

Meeting Type: Annual

## **Bayer AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports; Approve Allocation of Income and Dividends of EUR 2.40 per Share for Fiscal Year 2022	Mgmt	For	For	For
2	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For	For
3	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	For	For
4.1	Elect Norbert Winkeljohann to the Supervisory Board	Mgmt	For	Against	Against
	Voter Rationale: In recent years, this is no company. Due to ongoing concerns regard their re-election to the board. To ensure to	ling decisions take	n by the remuneration co	mmittee chair, we are no	t inclined to support
4.2	Elect Kimberly Mathisen to the Supervisory Board	Mgmt	For	For	For
5	Approve Remuneration Report	Mgmt	For	Against	Against
6	Voter Rationale: Incentive awards to exect reward strong performance and drive shall not allow vesting of incentive awards for s should only be available for superior performance incentive awards. Companies should consiminimum introduce an additional holding of Approve Virtual-Only Shareholder	reholder value ove rubstantially below rmance. Reaching ider extending ves	r a sufficiently long period median performance. Sui threshold targets may wa	of time. The remuneration Stantial pay-outs under in Stantial pay-outs under in	ion committee should incentive schemes mall proportion of
6 7	reward strong performance and drive shat not allow vesting of incentive awards for s should only be available for superior perfo incentive awards. Companies should consi minimum introduce an additional holding of	reholder value ove substantially below rmance. Reaching ider extending ves or deferral period.	a sufficiently long period median performance. Sui threshold targets may wa ing periods for long-term	of time. The remuneration distantial pay-outs under in forrant vesting of only a sr incentive plans to 5 year	ion committee should incentive schemes mall proportion of as or longer or as a
	reward strong performance and drive shall not allow vesting of incentive awards for sincentive awards. For sincentive awards. Companies should consiminate introduce an additional holding of the Approve Virtual-Only Shareholder Meetings Until 2025  Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of	reholder value ove rubstantially below rmance. Reaching ider extending ves or deferral period. Mgmt	r a sufficiently long period median performance. Sui threshold targets may wa ing periods for long-term For	of time. The remuneration instantial pay-outs under in inrant vesting of only a sin incentive plans to 5 year For	ion committee should incentive schemes mall proportion of s or longer or as a

### **DiaSorin SpA**

Meeting Date: 04/28/2023 Country: Italy Ticker: DIA

Meeting Type: Annual

Primary SEDOL: B234WN9 **Primary ISIN:** IT0003492391

# **DiaSorin SpA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Ordinary Business	Mgmt			
1.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
1.2	Approve Allocation of Income	Mgmt	For	For	For
2.1	Approve Remuneration Policy	Mgmt	For	Against	Abstain
	Voter Rationale: ABSTENTION of voting extent to 36 months which is considere vesting and holding period is below the	nd excessive• Th	ne board maintains excessive b		
2.2	Approve Second Section of the Remuneration Report	Mgmt	For	Against	Abstain
	Voter Rationale: A vote FOR is warrant that the annual bonus and LTIP both h				andards. It is noted
3	Approve Stock Option Plan	Mgmt	For	Against	Abstain
	Voter Rationale: ABSTENTION of voting conditions • The exercise price is no prior to the granting date• The individual provisions that allow the beneficiaries to	ot disclosed and v val award limit and	vill be based on market price o d beneficiaries are not disclose	of the companies share r	ecorded in the month
4	Authorize Share Repurchase Program and Reissuance of Repurchased Share:	Mgmt s	For	Against	Abstain
	Voter Rationale: ABSTENTION of voting conditions • The exercise price is no prior to the granting date• The individual provisions that allow the beneficiaries t	ot disclosed and v val award limit and	vill be based on market price o d beneficiaries are not disclose	of the companies share r	ecorded in the month
Α	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	Mgmt	None	Against	Against
	Voter Rationale: Companies should proto cast an informed vote.	ovide sufficient inf	ormation at least 21 days in ac	Ivance of the meeting to	enable shareholders

#### **Iberdrola SA**

Meeting Date: 04/28/2023 Country: Spain Ticker: IBE

Meeting Type: Annual

Primary ISIN: ES0144580Y14 Primary SEDOL: B288C92

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Consolidated and Standalone Financial Statements	Mgmt	For	For	For
2	Approve Consolidated and Standalone Management Reports	Mgmt	For	For	For
3	Approve Non-Financial Information Statement	Mgmt	For	For	For
4	Approve Discharge of Board	Mgmt	For	For	For

#### **Iberdrola SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Amend Preamble and Heading of the Preliminary Title of the Bylaws	Mgmt	For	For	For
6	Amend Articles Re: Corporate Structure of the Iberdola Group	Mgmt	For	For	For
7	Amend Article 8 Re: Internal Regulations and Compliance System	Mgmt	For	For	For
8	Approve Engagement Dividend	Mgmt	For	For	For
9	Approve Allocation of Income and Dividends	Mgmt	For	For	For
10	Approve Scrip Dividends	Mgmt	For	For	For
11	Approve Scrip Dividends	Mgmt	For	For	For
12	Approve Reduction in Share Capital via Amortization of Treasury Shares	Mgmt	For	For	For
13	Advisory Vote on Remuneration Report	Mgmt	For	Against	Against
14	performance. Incentive awards to executive reward strong performance and drive shard dissent on remuneration-related proposals explain in the next annual report how the	eholder value over a su should engage with the company intends to add	ifficiently long period of time. Comp eir key shareholders to understand	panies that I the ration	received high levels of ale for opposition and
14	Approve Restricted Stock Plan	Mgmt		Against	Against
	Voter Rationale: The remuneration commin performance. Incentive awards to executive reward strong performance and drive share	es should be clearly dis	sclosed and include robust and stre		
15	Reelect Maria Helena Antolin Raybaud as Director	Mgmt	For	For	For
16	Ratify Appointment of and Elect Armando Martinez Martinez as Director	Mgmt	For	For	For
17	Reelect Manuel Moreu Munaiz as Director	Mgmt	For	For	For
18	Reelect Sara de la Rica Goiricelaya as Director	Mgmt	For	For	For
19	Reelect Xabier Sagredo Ormaza as Director	Mgmt	For	For	For
20	Reelect Jose Ignacio Sanchez Galan as Director	Mgmt	For	For	For
	Voter Rationale: The board should appoint support the Chairman, ensure orderly suc non-executive directors and senior executi inappropriate.	cession process for the	Chairman, and act as a point of co	ontact for s	hareholders,
21	Fix Number of Directors at 14	Mgmt	For	For	For
22	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For

## **Intesa Sanpaolo SpA**

Meeting Date: 04/28/2023 Country: Italy Ticker: ISP

Meeting Type: Annual

Primary ISIN: IT0000072618 Primary SEDOL: 4076836

### **Intesa Sanpaolo SpA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Ordinary Business	Mgmt			
1a	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
1b	Approve Allocation of Income	Mgmt	For	For	For
2a	Approve Remuneration Policy	Mgmt	For	For	For
2b	Approve Second Section of the Remuneration Report	Mgmt	For	For	For
2c	Approve Annual Incentive Plan	Mgmt	For	For	For
3a	Authorize Share Repurchase Program and Reissuance of Repurchased Shares to Service Incentive Plans	Mgmt	For	For	For
3b	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For	For
Α	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	Mgmt	None	Against	Against

Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.

### **Kingspan Group Plc**

Meeting Date: 04/28/2023

Country: Ireland

Meeting Type: Annual

Ticker: KRX

**Primary ISIN:** IE0004927939

Primary SEDOL: 4491235

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Approve Final Dividend	Mgmt	For	For	For
3a	Re-elect Jost Massenberg as Director	Mgmt	For	For	For
	Voter Rationale: The board chairman se	rves as a member of t	he Nomination Committee.		
3b	Re-elect Gene Murtagh as Director	Mgmt	For	Refer	For
3c	Re-elect Geoff Doherty as Director	Mgmt	For	For	For
3d	Re-elect Russell Shiels as Director	Mgmt	For	For	For
3e	Re-elect Gilbert McCarthy as Director	Mgmt	For	For	For
3f	Re-elect Linda Hickey as Director	Mgmt	For	Refer	For
3g	Re-elect Anne Heraty as Director	Mgmt	For	For	For
3h	Re-elect Eimear Moloney as Director	Mgmt	For	For	For

## **Kingspan Group Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3i	Re-elect Paul Murtagh as Director	Mgmt	For	For	For
3j	Elect Senan Murphy as Director	Mgmt	For	For	For
4	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
5	Approve Remuneration Report	Mgmt	For	Refer	For
	Voter Rationale: Companies should seek	to align pension contribu	utions to executives with those of to	he majority	of the workforce.
6	Approve Increase in the Maximum Aggregate Fees Payable to Non-Executive Directors	Mgmt	For	For	For
7	Authorise Issue of Equity	Mgmt	For	For	For
8	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
9	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
10	Authorise Market Purchase of Shares	Mgmt	For	For	For
11	Authorise Reissuance of Treasury Shares	Mgmt	For	For	For
12	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For

#### **Merck KGaA**

Meeting Date: 04/28/2023

Country: Germany

Ticker: MRK

Meeting Type: Annual

Primary ISIN: DE0006599905 Primary SEDOL: 4741844

Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt			
Accept Financial Statements and Statutory Reports for Fiscal Year 2022	Mgmt	For	For	For
Voter Rationale: Shareholders should have	e the right to elect	directors annually in orde	r to hold them to accour	nt.
Approve Allocation of Income and Dividends of EUR 2.20 per Share	Mgmt	For	For	For
Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For	For
Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	Against	Against
	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)  Accept Financial Statements and Statutory Reports for Fiscal Year 2022  Voter Rationale: Shareholders should have Approve Allocation of Income and Dividends of EUR 2.20 per Share  Approve Discharge of Management Board for Fiscal Year 2022  Approve Discharge of Supervisory Board	Receive Financial Statements and Mgmt Statutory Reports for Fiscal Year 2022 (Non-Voting)  Accept Financial Statements and Mgmt Statutory Reports for Fiscal Year 2022  Voter Rationale: Shareholders should have the right to elect  Approve Allocation of Income and Mgmt Dividends of EUR 2.20 per Share  Approve Discharge of Management Mgmt Board for Fiscal Year 2022  Approve Discharge of Supervisory Board Mgmt	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)  Accept Financial Statements and Mgmt For Statutory Reports for Fiscal Year 2022  Voter Rationale: Shareholders should have the right to elect directors annually in order Approve Allocation of Income and Dividends of EUR 2.20 per Share  Approve Discharge of Management Board for Fiscal Year 2022  Approve Discharge of Supervisory Board Mgmt For	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)  Accept Financial Statements and Statutory Reports for Fiscal Year 2022  Woter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account Approve Allocation of Income and Dividends of EUR 2.20 per Share  Approve Discharge of Management Board for Fiscal Year 2022  Approve Discharge of Supervisory Board Mgmt For Against

#### **Merck KGaA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Approve Remuneration Report	Mgmt	For	Against	Against
7	Voter Rationale: Companies should pay no recruitment-related awards are linked to lidisclosed and include robust and stretchin sufficiently long period of time. Companie longer or as a minimum introduce an additional Approve Issuance of Warrants/Bonds	ong-term performance o ng performance targets o s should consider exten	of the company. Incentive awards to reward strong performance and ding vesting periods for long-term	to executive drive share	es should be clearly cholder value over a
	with Warrants Attached/Convertible Bonds without Preemptive Rights up to Aggregate Nominal Amount of EUR 2.5 Billion; Approve Creation of EUR 16.8 Million Pool of Capital to Guarantee Conversion Rights				
8.1	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For	For
8.2	Amend Articles Re: Participation of Supervisory Board Members in the Virtual Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For

## **Smurfit Kappa Group Plc**

Meeting Date: 04/28/2023 Country: Ireland

Meeting Type: Annual

Ticker: SKG

Primary ISIN: IE00B1RR8406 Primary SEDOL: B1RR840

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Approve Remuneration Report	Mgmt	For	For	For
3	Approve Final Dividend	Mgmt	For	For	For
4	Elect Mary Lynn Ferguson-McHugh as Director	Mgmt	For	For	For
5a	Re-elect Irial Finan as Director	Mgmt	For	Refer	For
	Voter Rationale: The chair should not rei board chairman serves as a member of t			st appointme	nt to the board. The
5b	Re-elect Anthony Smurfit as Director	Mgmt	For	For	For
5c	Re-elect Ken Bowles as Director	Mgmt	For	For	For
5d	Re-elect Anne Anderson as Director	Mgmt	For	For	For
5e	Re-elect Frits Beurskens as Director	Mgmt	For	For	For
5f	Re-elect Carol Fairweather as Director	Mgmt	For	For	For
5g	Re-elect Kaisa Hietala as Director	Mgmt	For	For	For
5h	Re-elect James Lawrence as Director	Mgmt	For	For	For

# **Smurfit Kappa Group Plc**

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

### **Amundi Funds European Equity Value**

Meeting Date: 05/02/2023 Country: Luxembourg

Meeting Type: Ordinary Shareholders

Ticker: X137

Primary ISIN: LU1883314244

Primary SEDOL: BHLPL09

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Van Eyken as Director	Mgmt	For	For	For
2	Transact Other Business (Non-Voting)	Mgmt			

## **Amundi Funds Pioneer US Equity Fundamental Growth**

Meeting Date: 05/02/2023 Cou

Country: Luxembourg

Meeting Type: Ordinary Shareholders

Ticker: X13K

Primary ISIN: LU1883854199 Primary SEDOL: BKT9MX4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
1	Elect Van Eyken as Director	Mgmt	For	For	For	
2	Transact Other Business (Non-Voting)	Mgmt				

### **Amundi Funds US Pioneer Fund**

Meeting Date: 05/02/2023

Country: Luxembourg

Meeting Type: Ordinary Shareholders

Ticker: X13Q

**Primary ISIN:** LU1883872332

Primary SEDOL: BKT9MW3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Van Eyken as Director	Mgmt	For	For	For
2	Transact Other Business (Non-Voting)	Mgmt			

#### **ArcelorMittal SA**

Meeting Date: 05/02/2023

Country: Luxembourg

Meeting Type: Annual

Ticker: MT

Primary ISIN: LU1598757687

Primary SEDOL: BYPBS67

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt			
I	Approve Consolidated Financial Statements	Mgmt	For	For	For
II	Approve Financial Statements	Mgmt	For	For	For
III	Approve Dividends	Mgmt	For	For	For
IV	Approve Allocation of Income	Mgmt	For	For	For
V	Approve Remuneration Report	Mgmt	For	Against	Against
	proportion of incentive awards. Companie longer or as a minimum introduce an addi			i iriceriuve į	Diaris (U 3 years Uf
VI	Approve Remuneration of the Directors, Lead Independent Directors, Members and Chairs of the Audit and Risk Committee, Members and Chairs of the Other Committee, Members and Chairs of the Special Committee and Chief Executive Officer	Mgmt	For	For	For
VI VII	Lead Independent Directors, Members and Chairs of the Audit and Risk Committee, Members and Chairs of the Other Committee, Members and Chairs of the Special Committee and Chief	Mgmt Mgmt	For	For	For
	Lead Independent Directors, Members and Chairs of the Audit and Risk Committee, Members and Chairs of the Other Committee, Members and Chairs of the Special Committee and Chief Executive Officer	Mgmt			
VII	Lead Independent Directors, Members and Chairs of the Audit and Risk Committee, Members and Chairs of the Other Committee, Members and Chairs of the Special Committee and Chief Executive Officer  Approve Discharge of Directors	Mgmt Mgmt e as executive officers sufficient time and end	For For at publicly listed companies are exp	For For pected to he	For For old no more than one
VII	Lead Independent Directors, Members and Chairs of the Audit and Risk Committee, Members and Chairs of the Other Committee, Members and Chairs of the Special Committee and Chief Executive Officer  Approve Discharge of Directors  Reelect Lakshmi Niwas Mittal as Director  Voter Rationale: Nominees who also serve external directorship to ensure they have	Mgmt Mgmt e as executive officers sufficient time and end	For For at publicly listed companies are exp	For For pected to he	For For old no more than one
VII VIII	Lead Independent Directors, Members and Chairs of the Audit and Risk Committee, Members and Chairs of the Other Committee, Members and Chairs of the Special Committee and Chief Executive Officer  Approve Discharge of Directors  Reelect Lakshmi Niwas Mittal as Director  Voter Rationale: Nominees who also serve external directorship to ensure they have company situations requiring substantial as	Mgmt  Mgmt  e as executive officers sufficient time and end amounts of time.	For For at publicly listed companies are expergy to discharge their roles propen	For For pected to he	For For old no more than one arry during unexpected

#### **ArcelorMittal SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
XII	Reelect Patrica Barbizet as Director	Mgmt	For	For	For
XIII	Approve Share Repurchase	Mgmt	For	For	For
XIV	Appoint Ernst & Young as Auditor	Mgmt	For	For	For
XV	Approve Grants of Share-Based Incentives and Performance Unit Plan 2023-2033 for the Executive Chairman and the Chief Executive Officer	Mgmt	For	Against	Against

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.

#### **ArcelorMittal SA**

Meeting Date: 05/02/2023 Country: Luxembourg Ticker: MT

Meeting Type: Extraordinary Shareholders

Primary ISIN: LU1598757687 Primary SEDOL: BYPBS67

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Extraordinary Meeting Agenda	Mgmt			
I	Approve Reduction in Share Capital through Cancellation of Shares and Amend Articles 5.1 and 5.2 of the Articles of Association	Mgmt	For	For	For

#### argenx SE

Meeting Date: 05/02/2023 Country: Netherlands Ticker: ARGX

Meeting Type: Annual

Primary ISIN: NL0010832176 Primary SEDOL: BNHKYX4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt			
1	Open Meeting	Mgmt			
2	Receive Report of Management Board (Non-Voting)	Mgmt			

### argenx SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha. linked to material changes in the business be used to incentivise long-term performa should consider extending vesting periods holding or deferral period.	reholder value over a s s or in the role and resp ance and should not be	sufficiently long period of time. Signonsibilities of executive directors. A allowed to vest within 3 years sinc	nificant sala Long-term i ce the date	ry increases should be incentive awards should of grant. Companies
4.a	Discuss Annual Report for FY 2022	Mgmt			
4.b	Adopt Financial Statements and Statutory Reports	Mgmt	For	For	For
4.c	Discussion on Company's Corporate Governance Structure	Mgmt			
4.d	Approve Allocation of Losses to the Retained Earnings of the Company	Mgmt	For	For	For
4.e	Approve Discharge of Directors	Mgmt	For	For	For
5	Reelect Don deBethizy as Non-Executive Director	Mgmt	For	For	For
	Voter Rationale: The Company should put minimum expectation is that women shou increased since the last AGM, we will keep	ıld comprise at least 40	1% of the board. Given that the num		
6	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital and Exclude Pre-emptive Rights	Mgmt	For	For	For
7	Ratify Deloitte Accountants B.V. as Auditors	Mgmt	For	For	For
8	Other Business (Non-Voting)	Mgmt			
9	Close Meeting	Mgmt			

# **Air Liquide SA**

Meeting Date: 05/03/2023 Country: France

Meeting Type: Annual/Special

Ticker: AI

**Primary ISIN:** FR0000120073

Primary SEDOL: B1YXBJ7

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
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
3	Approve Allocation of Income and Dividends of EUR 2.95 per Share	Mgmt	For	For	For
4	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
5	Elect Catherine Guillouard as Director	Mgmt	For	For	For

# **Air Liquide SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Elect Christina Law as Director	Mgmt	For	For	For
7	Elect Alexis Perakis-Valat as Director	Mgmt	For	For	For
8	Elect Michael H. Thaman as Director	Mgmt	For	For	For
9	Ratify Appointment of Monica de Virgiliis as Director	Mgmt	For	For	For
10	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For	For
11	Approve Compensation of Benoit Potier, Chairman and CEO from January 1, 2022 to May 31, 2022	Mgmt	For	For	For
12	Approve Compensation of Francois Jackow, CEO from June 1, 2022 to December 31, 2022	Mgmt	For	Against	For
	Voter Rationale: Substantial pay-outs und threshold targets may warrant vesting of c			r performar	ce. Reaching
13	Approve Compensation of Benoit Potier, Chairman of the Board from June 1, 2022 to December 31, 2022	Mgmt	For	For	For
14	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
15	Approve Remuneration Policy of CEO	Mgmt	For	Against	For
	Voter Rationale: Substantial pay-outs und threshold targets may warrant vesting of co which would enable it, should it identify ar its executive directors and other key mana any funds wrongfully obtained in such man	only a small proportion only ny facts of manipulation ngers which were detrin	of incentive awards. The company of reported indicators or other bad	should put i faith action	in place a procedure as on the part of any of
16	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	For
17	Approve Remuneration Policy of Directors	Mgmt	For	For	For
	Extraordinary Business	Mgmt			
18	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
19	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 470 Million	Mgmt	For	For	For
20	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Above	Mgmt	For	For	For
21	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For	For

# **Air Liquide SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
22	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees and Corporate Officers of International Subsidiaries	Mgmt	For	For	For
	Ordinary Business	Mgmt			
23	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For

### **Hannover Rueck SE**

Meeting Date: 05/03/2023 Country: Germany Ticker

Approve Virtual-Only Shareholder Meetings Until 2025

Meeting Type: Annual

Ticker: HNR1

Primary ISIN: DE0008402215 Primary SEDOL: 4511809

For

For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt			
2	Approve Allocation of Income and Dividends of EUR 5.00 per Share and Special Dividends of EUR 1.00 per Share	Mgmt	For	For	For
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	Against	For
5	Voter Rationale: The company should redure-elections, in order to facilitate a more dy  Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2023 and for the Review of the Interim Financial Statements for the First Half of Fiscal Year 2023	rnamic board refr		ggered election cycles or, For	rdeally, annual
6	Approve Remuneration Report	Mgmt	For	Against	For
	Voter Rationale: Incentive awards to execute reward strong performance and drive share clearly linked to performance and demonstructure of their jobs. The remuneration performance. Companies that received high shareholders to understand the rationale for shareholder concerns.	eholder value ove trate shareholder n committee shou h levels of disser	er a sufficiently long period value creation in addition tld not allow vesting of inc nt on remuneration-related	d of time. All exceptional a to and above that expecte entive awards for substant I proposals should engage	wards should be ed of directors as a tially below median e with their key

For

Mgmt

#### **Hannover Rueck SE**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
8	Amend Articles Re: Participation of Supervisory Board Members in the Virtual Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For	
9	Amend Articles Re: General Meeting Chair and Procedure	Mgmt	For	For	For	

## **Mercedes-Benz Group AG**

Meeting Date: 05/03/2023 Country: Germany

Meeting Type: Annual

Ticker: MBG

Primary ISIN: DE0007100000 Primary SEDOL: 5529027

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction				
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt							
2	Approve Allocation of Income and Dividends of EUR 5.20 per Share	Mgmt	For	For	For				
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For	For				
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	Against	Against				
	Voter Rationale: The company should red re-elections, in order to facilitate a more of			on cycles or	, ideally, annual				
5.1	Ratify KPMG AG as Auditors for Fiscal Year 2023	Mgmt	For	Against	Against				
	Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.								
5.2	Ratify PricewaterhouseCoopers GmbH as Auditors for the 2024 Interim Financial Statements until the 2024 AGM	Mgmt	For	For	For				
5.3	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2024 and for the Review of Interim Financial Statements after the 2024 AGM	Mgmt	For	For	For				
6	Elect Stefan Pierer to the Supervisory Board	Mgmt	For	Against	Against				
	Voter Rationale: Nominees who also serve external directorship to ensure they have company situations requiring substantial a	sufficient time and er							
7	Approve Remuneration of Supervisory Board	Mgmt	For	For	For				

# **Mercedes-Benz Group AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction				
8	Approve Remuneration Policy	Mgmt	For	Against	Against				
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.								
9	Approve Remuneration Report	Mgmt	For	Against	Against				
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.								
10	Approve Creation of EUR 1 Billion Pool of Authorized Capital with or without Exclusion of Preemptive Rights	Mgmt	For	For	For				
11	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For	For				
12	Amend Articles Re: Participation of Supervisory Board Members in the Virtual Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For				

#### **OCI NV**

Meeting Date: 05/03/2023

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

Ticker: OCI

Primary ISIN: NL0010558797

Primary SEDOL: BD4TZK8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction			
	Annual Meeting Agenda	Mgmt						
1	Open Meeting	Mgmt						
2	Receive Report of Management Board (Non-Voting)	Mgmt						
3	Approve Remuneration Report	Mgmt	For	Against	Against			
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.							
4	Adopt Financial Statements and Statutory Reports	Mgmt	For	For	For			

#### **OCI NV**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Approve Remuneration Policy for Executive Board	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exect reward strong performance and drive shat clearly linked to performance and demons normal part of their jobs. Significant salary responsibilities of executive directors. Con engage with their key shareholders to und intends to address shareholder concerns. should be accompanied by a corresponding	reholder value over a su trate shareholder value v increases should be lir apanies that received hi derstand the rationale fo Any increase in the size	officiently long period of time. All ex creation in addition to and above to the to material changes in the bus gh levels of dissent on remuneration or opposition and explain in the nex of awards under the short-term/lo	xceptional a that expect siness or in on-related p at annual re	awards should be ged of directors as a gethe role and proposals should eport how the company
6	Approve Remuneration Policy for Non-Executive Directors	Mgmt	For	For	For
7	Approve Discharge of Executive Directors	Mgmt	For	For	For
8	Approve Discharge of Non-Executive Directors	Mgmt	For	For	For
9	Elect Nadia Sawiris as Non-Executive Director	Mgmt	For	For	For
10	Elect Michael Bennett as Non-Executive Director	Mgmt	For	For	For
	Voter Rationale: The Company should put minimum expectation is that women shou increased since the last AGM, we will keep	ld comprise at least 40%	% of the board. Given that the num		
11	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital Plus Additional 10 Percent in Case of Merger or Acquisition Plus 1 Percent if the Issuance of Shares or Granting of Rights Occurs for the Purpose of OCI's Equity Incentive Plans	Mgmt	For	Against	Against
	Voter Rationale: Any increase in capital of circumstances only and fully justified by the		out pre-emption rights should be u	ındertaken	in exceptional
12	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	Against	Against
	Voter Rationale: Any increase in capital of circumstances only and fully justified by the	-	out pre-emption rights should be u	ındertaken	in exceptional
13	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
14	Close Meeting	Mgmt			

# **ACS Actividades de Construccion y Servicios SA**

Financial Statements

Meeting Date: 05/04/2023 Country: Spain Ticker: ACS

Meeting Type: Annual

**Primary ISIN:** ES0167050915 Primary SEDOL: B01FLQ6

Voting Policy Proposal Number Mgmt Vote **Proposal Text** Instruction Proponent Rec Approve Consolidated and Standalone 1.1 Mgmt For For For

# **ACS Actividades de Construccion y Servicios SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction				
1.2	Approve Allocation of Income and Dividends	Mgmt	For	For	For				
2	Approve Non-Financial Information Statement	Mgmt	For	For	For				
3	Approve Discharge of Board	Mgmt	For	For	For				
4.1	Fix Number of Directors at 15	Mgmt	For	For	For				
4.2	Reelect Florentino Perez Rodriguez as Director	Mgmt	For	For	For				
	Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.								
4.3	Reelect Jose Luis del Valle Perez as Director	Mgmt	For	For	For				
4.4	Reelect Antonio Botella Garcia as Director	Mgmt	For	For	For				
4.5	Reelect Emilio Garcia Gallego as Director	Mgmt	For	For	For				
4.6	Reelect Catalina Minarro Brugarolas as Director	Mgmt	For	For	For				
4.7	Reelect Pedro Jose Lopez Jimenez as Director	Mgmt	For	For	For				
4.8	Reelect Maria Soledad Perez Rodriguez as Director	Mgmt	For	Against	Against				
	Voter Rationale: The audit committee showing impartiality and effectiveness.	uld be fully independen	t and this director's membership co	ould hampe	er the committee's				
4.9	Elect Lourdes Maiz Carro as Director	Mgmt	For	For	For				
4.10	Elect Lourdes Fraguas Gadea as Director	Mgmt	For	For	For				
5.1	Advisory Vote on Remuneration Report	Mgmt	For	Refer	For				
5.2	Approve Remuneration Policy	Mgmt	For	Against	Against				
	Voter Rationale: Incentive awards to exec reward strong performance and drive shar vesting periods for long-term incentive pla	reholder value over a su	ifficiently long period of time. Com	panies sho	uld consider extending				
6	Approve Stock Option Plan and Restricted Stock Plan	Mgmt	For	Against	Against				
	Voter Rationale: Incentive awards to exec reward strong performance and drive shar vesting periods for long-term incentive pla The company should put in place a procec indicators or other bad faith actions on the the long-term interests of its shareholders	reholder value over a su ans to 5 years or longer dure which would enabl e part of any of its exec	ifficiently long period of time. Com or as a minimum introduce an adc e it, should it identify any facts of i utive directors and other key mana	panies sho ditional holo manipulatio agers which	uld consider extending ding or deferral period. on of reported on were detrimental to				
7	Appoint Deloitte as Auditor	Mgmt	For	For	For				
8	Approve Scrip Dividends and Approve Reduction in Share Capital via Amortization of Treasury Shares	Mgmt	For	For	For				

# **ACS Actividades de Construccion y Servicios SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction
9	Authorize Share Repurchase and Capital Reduction via Amortization of Repurchased Shares	Mgmt	For	Against	Against
	Voter Rationale: Shares should not be rep	ourchased at a premiui	m/discount to the market price of n	nore than 1	0%.
10	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For

### **AIB Group plc**

Meeting Date: 05/04/2023

Country: Ireland

Ticker: A5G

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Approve Final Dividend	Mgmt	For	For	For
3	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
4	Ratify PricewaterhouseCoopers as Auditors	Mgmt	For	For	For
5a	Re-elect Anik Chaumartin as Director	Mgmt	For	For	For
5b	Re-elect Donal Galvin as Director	Mgmt	For	For	For
5c	Re-elect Basil Geoghegan as Director	Mgmt	For	For	For
5d	Re-elect Tanya Horgan as Director	Mgmt	For	For	For
5e	Re-elect Colin Hunt as Director	Mgmt	For	For	For
5f	Re-elect Sandy Kinney Pritchard as Director	Mgmt	For	For	For
5g	Re-elect Elaine MacLean as Director	Mgmt	For	For	For
5h	Re-elect Andy Maguire as Director	Mgmt	For	For	For
5i	Re-elect Brendan McDonagh as Director	Mgmt	For	For	For
5j	Re-elect Helen Normoyle as Director	Mgmt	For	For	For
5k	Re-elect Ann O'Brien as Director	Mgmt	For	For	For
51	Re-elect Fergal O'Dwyer as Director	Mgmt	For	For	For
5m	Re-elect Jim Pettigrew Director	Mgmt	For	For	For
	Voter Rationale: The board chairman serv of the Nomination Committee.	ves as a member of	fthe Remuneration Co	ommittee. The board chairm	an serves as a member
5n	Re-elect Jan Sijbrand as Director	Mgmt	For	For	For
5o	Re-elect Raj Singh as Director	Mgmt	For	For	For

# **AIB Group plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Approve Remuneration Report	Mgmt	For	Refer	For
7	Approve Remuneration Policy	Mgmt	For	Refer	For
8	Authorise Issue of Equity	Mgmt	For	For	For
9a	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
9b	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
10	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
11	Determine the Price Range at which Treasury Shares may be Re-issued Off-Market	Mgmt	For	For	For
12	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
13	Approve the Directed Buyback Contract with the Minister for Finance	Mgmt	For	For	For

#### **Allianz SE**

**Meeting Date:** 05/04/2023

**Country:** Germany

Meeting Type: Annual

Ticker: ALV

**Primary ISIN:** DE0008404005

**Primary SEDOL:** 5231485

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt			
2	Approve Allocation of Income and Dividends of EUR 11.40 per Share	Mgmt	For	For	For
3.1	Approve Discharge of Management Board Member Oliver Baete for Fiscal Year 2022	Mgmt	For	For	For
3.2	Approve Discharge of Management Board Member Sergio Balbinot for Fiscal Year 2022	Mgmt	For	For	For
3.3	Approve Discharge of Management Board Member Sirma Boshnakova for Fiscal Year 2022	Mgmt	For	For	For
3.4	Approve Discharge of Management Board Member Barbara Karuth-Zelle for Fiscal Year 2022	Mgmt	For	For	For
3.5	Approve Discharge of Management Board Member Klaus-Peter Roehler for Fiscal Year 2022	Mgmt	For	For	For

#### **Allianz SE**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.6	Approve Discharge of Management Board Member Ivan de la Sota for Fiscal Year 2022	Mgmt	For	For	For
3.7	Approve Discharge of Management Board Member Giulio Terzariol for Fiscal Year 2022	Mgmt	For	For	For
3.8	Approve Discharge of Management Board Member Guenther Thallinger for Fiscal Year 2022	Mgmt	For	For	For
3.9	Approve Discharge of Management Board Member Christopher Townsend for Fiscal Year 2022	Mgmt	For	For	For
3.10	Approve Discharge of Management Board Member Renate Wagner for Fiscal Year 2022	Mgmt	For	For	For
3.11	Approve Discharge of Management Board Member Andreas Wimmer for Fiscal Year 2022	Mgmt	For	For	For
4.1	Approve Discharge of Supervisory Board Member Michael Diekmann for Fiscal Year 2022	Mgmt	For	For	For
4.2	Approve Discharge of Supervisory Board Member Gabriele Burkhardt-Berg for Fiscal Year 2022	Mgmt	For	For	For
4.3	Approve Discharge of Supervisory Board Member Herbert Hainer for Fiscal Year 2022	Mgmt	For	For	For
4.4	Approve Discharge of Supervisory Board Member Sophie Boissard for Fiscal Year 2022	Mgmt	For	For	For
4.5	Approve Discharge of Supervisory Board Member Christine Bosse for Fiscal Year 2022	Mgmt	For	For	For
4.6	Approve Discharge of Supervisory Board Member Rashmy Chatterjee for Fiscal Year 2022	Mgmt	For	For	For
4.7	Approve Discharge of Supervisory Board Member Friedrich Eichiner for Fiscal Year 2022	Mgmt	For	For	For
4.8	Approve Discharge of Supervisory Board Member Jean-Claude Le Goaer for Fiscal Year 2022	Mgmt	For	For	For
4.9	Approve Discharge of Supervisory Board Member Martina Grundler for Fiscal Year 2022	Mgmt	For	For	For
4.10	Approve Discharge of Supervisory Board Member Godfrey Hayward for Fiscal Year 2022	Mgmt	For	For	For
4.11	Approve Discharge of Supervisory Board Member Frank Kirsch for Fiscal Year 2022	Mgmt	For	For	For
4.12	Approve Discharge of Supervisory Board Member Juergen Lawrenz for Fiscal Year 2022	Mgmt	For	For	For

#### **Allianz SE**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.13	Approve Discharge of Supervisory Board Member Primiano Di Paolo for Fiscal Year 2022	Mgmt	For	For	For
4.14	Approve Discharge of Supervisory Board Member Jim Hagemann Snabe for Fiscal Year 2022	Mgmt	For	For	For
5	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2023 and for the Review of Interim Financial Statements for the First Half of Fiscal Year 2023	Mgmt	For	For	For
6	Approve Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive shar not allow vesting of incentive awards for s periods for long-term incentive plans to 5	reholder value over a su substantially below med	officiently long period of time. The lian performance. Companies shoul	remunerati Id consider	on committee should extending vesting
7	Approve Remuneration of Supervisory Board	Mgmt	For	For	For
8	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For	For
9	Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For
10	Amend Article Re: Location of Annual Meeting	Mgmt	For	For	For

#### **Deutsche Post AG**

Meeting Date: 05/04/2023 Country: Germany

Meeting Type: Annual

Ticker: DPW

Primary ISIN: DE0005552004 Primary SEDOL: 4617859

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	- Toposar Text	Troponent			1150 40001
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt			
2	Approve Allocation of Income and Dividends of EUR 1.85 per Share	Mgmt	For	For	For
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	For	For
5.1	Elect Katrin Suder to the Supervisory Board	Mgmt	For	For	For
5.2	Reelect Mario Daberkow to the Supervisory Board	Mgmt	For	For	For

#### **Deutsche Post AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	For	For
7	Authorize Use of Financial Derivatives when Repurchasing Shares	Mgmt	For	For	For
8	Approve Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: Significant salary increa executive directors. Incentive awards to to reward strong performance and drive extending vesting periods for long-term deferral period.	executives should be c shareholder value over	learly disclosed and include robust ra sufficiently long period of time.	and stretch Companies s	ing performance targets should consider
9.1	Amend Article Re: Location of Annual Meeting	Mgmt	For	For	For
9.2	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For	For
9.3	Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For

# **Groupe Bruxelles Lambert SA**

Meeting Date: 05/04/2023

Country: Belgium

Meeting Type: Annual

Ticker: GBLB

Primary ISIN: BE0003797140 Primary SEDOL: 7097328

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt			
1	Receive Directors' and Auditors' Reports (Non-Voting)	Mgmt			
2.1	Receive Consolidated Financial Statements and Statutory Reports (Non-Voting)	Mgmt			
2.2	Approve Financial Statements	Mgmt	For	For	For
3	Approve Discharge of Directors	Mgmt	For	For	For
4	Approve Discharge of Auditor	Mgmt	For	For	For
5.1	Receive Information on Resignation of Jocelyn Lefebvre as Director	Mgmt			
5.2	Receive Information on End of Mandate of Gerald Frere, Antoinette d'Aspremont Lynden and Marie Polet as Directors	Mgmt			
5.3.1	Elect Mary Meaney as Independent Director	Mgmt	For	For	For
5.3.2	Elect Christian Van Thill as Independent Director	Mgmt	For	For	For

### **Groupe Bruxelles Lambert SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.4.1	Reelect Paul Desmarais, Jr. as Director	Mgmt	For	Abstain	Abstain
	Voter Rationale: The Company should pu minimum expectation is that women shou Director to establish appropriate checks a Chairman, and act as a point of contact for communication through the board Chairm	uld comprise at least 40 and balances on the Bo for shareholders, non-ex	1% of the board. The board should ard, support the Chairman, ensure secutive directors and senior execu	appoint a L orderly suc	lead Independent accession process for the
5.4.2	Reelect Cedric Frere as Director	Mgmt	For	For	For
5.4.3	Reelect Segolene Gallienne - Frere as Director	Mgmt	For	For	For
6	Approve Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exe reward strong performance and drive sha vesting periods for long-term incentive pi	areholder value over a s	sufficiently long period of time. Con	npanies sho	ould consider extending
7.1	Receive Special Board Report Re: Article 7:227 of the Company Code with Respect to the Guarantees in Item 7.2	Mgmt			
7.2	Approve Guarantee to Acquire Shares under Long Term Incentive Plan	Mgmt	For	For	For
8	Transact Other Business	Mgmt			

### **Groupe Bruxelles Lambert SA**

Meeting Date: 05/04/2023 Country: Belgium Ticker: GBLB

**Meeting Type:** Extraordinary Shareholders

Primary ISIN: BE0003797140 Primary SEDOL: 7097328

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
	Extraordinary Shareholders' Meeting Agenda	Mgmt				
1	Approve Cancellation of Treasury Shares	Mgmt	For	For	For	
2	Authorize Implementation of Approved Resolutions and Filing of Required Documents/Formalities at Trade Registry	Mgmt	For	For	For	

#### **KBC Group SA/NV**

Meeting Date: 05/04/2023 Country: Belgium Ticker: KBC

Meeting Type: Annual

Primary ISIN: BE0003565737 Primary SEDOL: 4497749

roposal umber	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt			
1	Receive Directors' Reports (Non-Voting)	Mgmt			
2	Receive Auditors' Reports (Non-Voting)	Mgmt			
3	Receive Consolidated Financial Statements and Statutory Reports (Non-Voting)	Mgmt			
4	Approve Financial Statements, Allocation of Income, and Dividends of EUR 4 per Share	Mgmt	For	For	For
5	Approve Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha procedure which would enable it, should it part of any of its executive directors and of ensure that any funds wrongfully obtained	reholder value over a s t identify any facts of r other key managers wh	ufficiently long period of time. The manipulation of reported indicators nich were detrimental to the long-te	company s or other ba	should put in place a nd faith actions on the
6	Approve Discharge of Directors	Mgmt	For	For	For
7	Approve Discharge of Auditors	Mgmt	For	For	For
8	Approve Auditors' Remuneration	Mgmt	For	For	For
9.1	Reelect Koenraad Debackere as Independent Director	Mgmt	For	Against	Against
	Voter Rationale: In recent years, this is no company. Due to ongoing concerns regard their re-election to the board. The Compamarkets, our minimum expectation is that	ding decisions taken by ny should put in place	the remuneration committee chair a policy to increase gender diversit	, we are no	ot inclined to support
9.2	Reelect Alain Bostoen as Director	Mgmt	For	Against	Against
	Voter Rationale: For controlled companies appropriate balance of independence and		ude at least 33% independent non-	executive (	directors to ensure
9.3	Reelect Franky Depickere as Director	Mgmt	For	Against	Against
	Voter Rationale: For controlled companies appropriate balance of independence and membership could hamper the committee	objectivity. The nomin	ation committee should be majority		
9.4	Reelect Frank Donck as Director	Mgmt	For	Against	Against
	Voter Rationale: For controlled companies appropriate balance of independence and they have sufficient time and energy to dissubstantial amounts of time.	objectivity. Directors a	re expected to hold only a small nu	ımber of di	rectorships and ensure
9.5	Elect Marc De Ceuster as Director	Mgmt	For	Against	Against
	Voter Rationale: For controlled companies appropriate balance of independence and could hamper the committees impartiality	objectivity. The audit of			
9.6	Elect Raf Sels as Director	Mgmt	For	Against	Against
	Voter Rationale: For controlled companies appropriate balance of independence and		ude at least 33% independent non-	executive .	directors to ensure
10	Transact Other Business	Mgmt			

### **KBC Group SA/NV**

Meeting Date: 05/04/2023

Country: Belgium

Meeting Type: Extraordinary Shareholders

Ticker: KBC

Primary ISIN: BE0003565737

Primary SEDOL: 4497749

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
	Extraordinary General Meeting Agenda	Mgmt				
1	Receive Special Board Report Re: Article 7:199 of the Belgian Companies and Associations Code	Mgmt				
2.1	Authorization to Increase Share Capital within the Framework of Authorized Capital Without Preemptive Rights	Mgmt	For	For	For	
2.2	Approve Issuance of Shares with Preemptive Rights	Mgmt	For	For	For	
3	Amend Article 7 Re: Insert Transitional Provision	Mgmt	For	For	For	
4	Amend Article 8 Re: Allocation of Share Premiums	Mgmt	For	For	For	
5	Authorize Cancellation of Treasury Shares	Mgmt	For	For	For	
6	Amend Article 17 Re: Signing of Reports Recording the Decisions of the Board of Directors	Mgmt	For	For	For	
7	Amend Article 20 Re: Powers of the Executive Committee	Mgmt	For	For	For	
8	Amend Article 23 Re: Deletion of Transitional Provision	Mgmt	For	For	For	
9	Approve Coordination of the Articles of Association and Authorize Filing of Required Documents/Formalities at Trade Registry	Mgmt	For	For	For	
10	Authorize Implementation of Approved Resolutions	Mgmt	For	For	For	
11	Authorize Filing of Required Documents/Formalities at Trade Registry	Mgmt	For	For	For	

#### **Schneider Electric SE**

**Meeting Date:** 05/04/2023

Country: France

Meeting Type: Annual/Special

Ticker: SU

**Primary ISIN:** FR0000121972

Primary SEDOL: 4834108

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

Ordinary Business

Mgmt

### **Schneider Electric SE**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
3	Approve Treatment of Losses and Dividends of EUR 3.15 per Share	Mgmt	For	For	For
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For	For
5	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
6	Approve Compensation of Jean-Pascal Tricoire, Chairman and CEO	Mgmt	For	Refer	For
7	Approve Remuneration Policy of Jean-Pascal Tricoire, Chairman and CEO fom January 1, 2023 until May 3, 2023	Mgmt	For	Against	For
8	Approve Remuneration Policy of Peter Herweck, CEO since May 4, 2023	Mgmt	For	Against	For
9	Approve Remuneration Policy of Jean-Pascal Tricoire, Chairman of the Board since May 4, 2023	Mgmt	For	For	For
10	Approve Remuneration of Directors in the Aggregate Amount of EUR 2.8 Million	Mgmt	For	For	For
11	Approve Remuneration Policy of Directors	Mgmt	For	For	For
12	Reelect Leo Apotheker as Director	Mgmt	For	For	For
13	Reelect Gregory Spierkel as Director	Mgmt	For	For	For
14	Reelect Lip-Bu Tan as Director	Mgmt	For	For	For
15	Elect Abhay Parasnis as Director	Mgmt	For	For	For
16	Elect Giulia Chierchia as Director	Mgmt	For	For	For
17	Approve Company's Climate Transition Plan	Mgmt	For	Refer	For
18	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	Extraordinary Business	Mgmt			
19	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 800 Million	Mgmt	For	For	For
20	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 224 Million	Mgmt	For	For	For
21	Approve Issuance of Equity or Equity-Linked Securities for Private Placements up to Aggregate Nominal Amount of EUR 120 Million	Mgmt	For	For	For

#### **Schneider Electric SE**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
22	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 19-21	Mgmt	For	For	For
23	Authorize Capital Increase of up to 9.81 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For	For
24	Authorize Capitalization of Reserves of Up to EUR 800 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For	For
25	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against	For
26	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	Mgmt	For	Against	For
27	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
	Ordinary Business	Mgmt			
28	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For

#### **SNAM SpA**

Meeting Date: 05/04/2023

Country: Italy

Meeting Type: Annual

Ticker: SRG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction			
	Ordinary Business	Mgmt						
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For			
2	Approve Allocation of Income	Mgmt	For	For	For			
3	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For	For			
4	Approve the 2023-2025 Long Term Share Incentive Plan	Mgmt	For	Abstain	Abstain			
	Voter Rationale: Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.							
5.1	Approve Remuneration Policy	Mgmt	For	Abstain	Abstain			
	Voter Rationale: Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.							
5.2	Approve Second Section of the Remuneration Report	Mgmt	For	Against	Against			
	Voter Rationale: Severance payments should not exceed two year's pay. Larger severance packages should be subject to a separate shareholder approval.							

# **SNAM SpA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction
А	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	Mgmt	None	Against	Against
	Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.				

#### **Knorr-Bremse AG**

Meeting Date: 05/05/2023

Country: Germany

Ticker: KBX

Meeting Type: Annual

Primary ISIN: DE000KBX1006	Primary SEDOL: BD2P9X9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction		
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt					
2	Approve Allocation of Income and Dividends of EUR 1.45 per Share	Mgmt	For	For	For		
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For	For		
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	Against	Against		
	Voter Rationale: The company should reduce director terms and implement either staggered election cycles or, ideally, annual re-elections, in order to facilitate a more dynamic board refreshment process.						
5	Ratify KPMG AG as Auditors for Fiscal Year 2023 and for the Review of Interim Financial Statements for the First Half of Fiscal Year 2023	Mgmt	For	For	For		
6	Approve Remuneration Report	Mgmt	For	Against	Against		
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.						
7	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For	For		
8	Approve Creation of EUR 32.2 Million Pool of Authorized Capital with or without Exclusion of Preemptive Rights	Mgmt	For	For	For		
9	Approve Issuance of Warrants/Bonds with Warrants Attached/Convertible Bonds without Preemptive Rights up to Aggregate Nominal Amount of EUR 1.5 Billion; Approve Creation of EUR 16.1 Million Pool of Capital to Guarantee Conversion Rights	Mgmt	For	For	For		

#### **Knorr-Bremse AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
10	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	For	For	
11	Approve Affiliation Agreement with Knorr-Bremse Systeme fuer Nutzfahrzeuge GmbH	Mgmt	For	For	For	

# **Muenchener Rueckversicherungs-Gesellschaft AG**

Meeting Date: 05/05/2023

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

Ticker: MUV2

**Primary ISIN:** DE0008430026

Primary SEDOL: 5294121

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt			
2	Approve Allocation of Income and Dividends of EUR 11.60 per Share	Mgmt	For	For	For
3.1	Approve Discharge of Management Board Member Joachim Wenning for Fiscal Year 2022	Mgmt	For	For	For
3.2	Approve Discharge of Management Board Member Thomas Blunck for Fiscal Year 2022	Mgmt	For	For	For
3.3	Approve Discharge of Management Board Member Nicholas Gartside for Fiscal Year 2022	Mgmt	For	For	For
3.4	Approve Discharge of Management Board Member Stefan Golling for Fiscal Year 2022	Mgmt	For	For	For
3.5	Approve Discharge of Management Board Member Doris Hoepke (until April 30, 2022) for Fiscal Year 2022	Mgmt	For	For	For
3.6	Approve Discharge of Management Board Member Christoph Jurecka for Fiscal Year 2022	Mgmt	For	For	For
3.7	Approve Discharge of Management Board Member Torsten Jeworrek for Fiscal Year 2022	Mgmt	For	For	For
3.8	Approve Discharge of Management Board Member Achim Kassow for Fiscal Year 2022	Mgmt	For	For	For
3.9	Approve Discharge of Management Board Member Clarisse Kopf (from Dec. 1, 2022) for Fiscal Year 2022	Mgmt	For	For	For
3.10	Approve Discharge of Management Board Member Markus Riess for Fiscal Year 2022	Mgmt	For	For	For

# **Muenchener Rueckversicherungs-Gesellschaft AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
4.1	Approve Discharge of Supervisory Board Member Nikolaus von Bomhard for Fiscal Year 2022	Mgmt	For	Against	Against	
	Voter Rationale: The company should red re-elections, in order to facilitate a more of			aggered election cycles or,	ideally, annual	
4.2	Approve Discharge of Supervisory Board Member Anne Horstmann for Fiscal Year 2022	Mgmt	For	For	For	
4.3	Approve Discharge of Supervisory Board Member Ann-Kristin Achleitner for Fiscal Year 2022	Mgmt	For	For	For	
4.4	Approve Discharge of Supervisory Board Member Clement Booth for Fiscal Year 2022	Mgmt	For	For	For	
4.5	Approve Discharge of Supervisory Board Member Ruth Brown for Fiscal Year 2022	Mgmt	For	For	For	
4.6	Approve Discharge of Supervisory Board Member Stephan Eberl for Fiscal Year 2022	Mgmt	For	For	For	
4.7	Approve Discharge of Supervisory Board Member Frank Fassin for Fiscal Year 2022	Mgmt	For	For	For	
4.8	Approve Discharge of Supervisory Board Member Ursula Gather for Fiscal Year 2022	Mgmt	For	For	For	
4.9	Approve Discharge of Supervisory Board Member Gerd Haeusler for Fiscal Year 2022	Mgmt	For	For	For	
4.10	Approve Discharge of Supervisory Board Member Angelika Herzog for Fiscal Year 2022	Mgmt	For	For	For	
4.11	Approve Discharge of Supervisory Board Member Renata Bruengger for Fiscal Year 2022	Mgmt	For	For	For	
4.12	Approve Discharge of Supervisory Board Member Stefan Kaindl for Fiscal Year 2022	Mgmt	For	For	For	
4.13	Approve Discharge of Supervisory Board Member Carinne Knoche-Brouillon for Fiscal Year 2022	Mgmt	For	For	For	
4.14	Approve Discharge of Supervisory Board Member Gabriele Muecke for Fiscal Year 2022	Mgmt	For	For	For	
4.15	Approve Discharge of Supervisory Board Member Ulrich Plottke for Fiscal Year 2022	Mgmt	For	For	For	
4.16	Approve Discharge of Supervisory Board Member Manfred Rassy for Fiscal Year 2022	Mgmt	For	For	For	
4.17	Approve Discharge of Supervisory Board Member Gabriele Sinz-Toporzysek (until Jan. 31, 2022) for Fiscal Year 2022	Mgmt	For	For	For	

# **Muenchener Rueckversicherungs-Gesellschaft AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.18	Approve Discharge of Supervisory Board Member Carsten Spohr for Fiscal Year 2022	Mgmt	For	For	For
4.19	Approve Discharge of Supervisory Board Member Karl-Heinz Streibich for Fiscal Year 2022	Mgmt	For	For	For
4.20	Approve Discharge of Supervisory Board Member Markus Wagner (from Feb. 1, 2022) for Fiscal Year 2022	Mgmt	For	For	For
4.21	Approve Discharge of Supervisory Board Member Maximilian Zimmerer for Fiscal Year 2022	Mgmt	For	For	For
5	Ratify Ernst & Young GmbH as Auditors for Fiscal Year 2023 and for the Review of the Interim Financial Statements for Fiscal Year 2023 and First Quarter of Fiscal Year 2024	Mgmt	For	For	For
6	Approve Remuneration Report  Voter Rationale: Incentive awards to exect reward strong performance and drive shat not allow vesting of incentive awards for strong performance and demonstrate shareholds	reholder value over a st substantially below med	ufficiently long period of time. The lian performance. All exceptional a	remunerati wards shou	ion committee should Ild be clearly linked to
	jobs. Companies should consider extendir introduce an additional holding or deferra		ng-term incentive plans to 5 years	or longer o	or as a minimum
7.1	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For	For
7.2	Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For
7.3	Amend Articles Re: Editorial Changes	Mgmt	For	For	For
8	Amend Articles Re: Registration in the Share Register	Mgmt	For	For	For

## **Deutsche Lufthansa AG**

Meeting Date: 05/09/2023

Country: Germany

Meeting Type: Annual

Ticker: LHA

**Primary ISIN:** DE0008232125

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt			
2	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For	For
3	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	For	For

### **Deutsche Lufthansa AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Remuneration Policy for the Management Board	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha not allow vesting of incentive awards for periods for long-term incentive plans to 5	reholder value over a s substantially below me	, sufficiently long period of time. The dian performance. Companies shou	remunerat Ild consider	ion committee should extending vesting
5	Approve Remuneration Policy for the Supervisory Board	Mgmt	For	For	For
6	Approve Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha not allow vesting of incentive awards for periods for long-term incentive plans to 5	reholder value over a s substantially below me	sufficiently long period of time. The dian performance. Companies shou	remunerat Ild consider	ion committee should extending vesting
7.1	Elect Karl-Ludwig Kley to the Supervisory Board	Mgmt	For	Against	Against
	Voter Rationale: In recent years, this is no company. Due to ongoing concerns regard their re-election to the board. The Compamarkets, our minimum expectation is that supervisory board should include between	ding decisions taken by any should put in place t women should compr	y the remuneration committee chai a policy to increase gender diversi	r, we are no ty on the bo	ot inclined to support pard. In developed
7.2	Elect Carsten Knobel to the Supervisory Board	Mgmt	For	For	For
7.3	Elect Karl Gernandt to the Supervisory Board	Mgmt	For	Against	Against
	Voter Rationale: For widely held companie appropriate balance of independence and		clude at least 50% independent no	n-executive	e directors to ensure
8	Approve Creation of EUR 100 Million Pool of Capital for Employee Stock Purchase Plan	Mgmt	For	For	For
9	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	For	For
10	Authorize Use of Financial Derivatives when Repurchasing Shares	Mgmt	For	For	For
11.1	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For	For
11.2	Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For
11.3	Amend Articles Re: Registration in the Share Register	Mgmt	For	For	For
12	Ratify Ernst & Young GmbH as Auditors for Fiscal Year 2023 and for the Review of Interim Financial Statements for the First Half of Fiscal Year 2023	Mgmt	For	For	For

## **Koninklijke Philips NV**

Meeting Date: 05/09/2023

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

Ticker: PHIA

**Primary ISIN:** NL0000009538

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt			
1	President's Speech	Mgmt			
2.a	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt			
2.b	Adopt Financial Statements and Statutory Reports	Mgmt	For	For	For
2.c	Approve Dividends	Mgmt	For	For	For
2.	Approve Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to execute reward strong performance and drive shat schemes should only be available for superproportion of incentive awards. The remained and performance.	reholder value over erior performance. neration committee	r a sufficiently long perii Reaching threshold targ e should not allow vestii	od of time. Substantial pay lets may warrant vesting on gong of incentive awards for	r-outs under incentive f only a small substantially below
2.e	Approve Discharge of Management Board	Mgmt	For	Against	Against
	his fiduciary duty as director (or in his cur company and its shareholders (since anno to the recall) as a result of the announced the devices about the recall, and Philips,	ouncement the con I product recall and and Van Houten sp	npany lost EUR 26 billion I the FDA has raised con	n in market capitalization (	-67%) largely attribut
	action suit by shareholders relating to alle noting that this recommendation is specil management board. It is also recognized guilty of misconduct or negligence nor an and is performing further investigations in	ically directed to fo that no specific me the FDA observati	sclosures by the compar rmer CEO Van Houten, ember of the company's	dant in his capacity as form  y. However, this is not we  and not necessarily the other  management board thus is	mer CEO in a class ithout qualifying and her members of the far has been found
2.f	noting that this recommendation is specif management board. It is also recognized guilty of misconduct or negligence nor an	ically directed to fo that no specific me the FDA observat to its products.	sclosures by the compar rmer CEO Van Houten, ember of the company's	dant in his capacity as form  y. However, this is not we  and not necessarily the other  management board thus is	mer CEO in a class ithout qualifying and her members of the far has been found
2.f 3	noting that this recommendation is specific management board. It is also recognized guilty of misconduct or negligence nor and and is performing further investigations in	ically directed to fo that no specific me e the FDA observat to its products.  Mgmt	sclosures by the compar rmer CEO Van Houten, mber of the company's ions a final determinatio	dant in his capacity as form  y. However, this is not we  and not necessarily the ot  management board thus in  n. Lastly, Philips has unde	mer CEO in a class ithout qualifying and her members of the far has been found ortaken remedial action
	noting that this recommendation is specific management board. It is also recognized guilty of misconduct or negligence nor are and is performing further investigations in Approve Discharge of Supervisory Board Reelect A. Bhattacharya to Management	ically directed to fo that no specific me e the FDA observat to its products.  Mgmt	sclosures by the compar rmer CEO Van Houten, ember of the company's ions a final determination	dant in his capacity as form  ny. However, this is not we  and not necessarily the oto  management board thus in  no. Lastly, Philips has unde	mer CEO in a class ithout qualifying and her members of the far has been found ortaken remedial action
3	noting that this recommendation is specific management board. It is also recognized guilty of misconduct or negligence nor are and is performing further investigations in Approve Discharge of Supervisory Board Reelect A. Bhattacharya to Management Board Reelect D.E.I. Pyott to Supervisory	ically directed to fo that no specific me e the FDA observat to its products.  Mgmt  Mgmt	sclosures by the compar rmer CEO Van Houten, mber of the company's ions a final determination For	dant in his capacity as form by. However, this is not we and not necessarily the ot management board thus in m. Lastly, Philips has unde For	mer CEO in a class ithout qualifying and her members of the far has been found ortaken remedial action For
3 4.a	noting that this recommendation is specific management board. It is also recognized guilty of misconduct or negligence nor are and is performing further investigations in Approve Discharge of Supervisory Board  Reelect A. Bhattacharya to Management Board  Reelect D.E.I. Pyott to Supervisory Board  Reelect M.E. Doherty to Supervisory	ically directed to fo that no specific me e the FDA observation to its products.  Mgmt  Mgmt  Mgmt  Mgmt  Mgmt  Mgmt	sclosures by the compar rmer CEO Van Houten, ember of the company's ions a final determination For For	dant in his capacity as form  y. However, this is not we  and not necessarily the oto  management board thus in  n. Lastly, Philips has under  For  For	mer CEO in a class ithout qualifying and her members of the far has been found ortaken remedial action  For  For  For
3 4.a 4.b	noting that this recommendation is specific management board. It is also recognized guilty of misconduct or negligence nor are and is performing further investigations in and is performing further investigations in Approve Discharge of Supervisory Board  Reelect A. Bhattacharya to Management Board  Reelect D.E.I. Pyott to Supervisory Board  Reelect M.E. Doherty to Supervisory Board  Ratify Ernst & Young Accountants LLP as	ically directed to fo that no specific me e the FDA observation to its products.  Mgmt  Mgmt  Mgmt  Mgmt  Mgmt  Mgmt	sclosures by the compar rmer CEO Van Houten, ember of the company's ions a final determination For For For	dant in his capacity as form  y. However, this is not we and not necessarily the otom anagement board thus in the capacity, Philips has under For  For  For  For	mer CEO in a class ithout qualifying and her members of the far has been found ortaken remedial action  For  For  For  For
3 4.a 4.b	noting that this recommendation is specific management board. It is also recognized guilty of misconduct or negligence nor are and is performing further investigations in and is performing further investigations in Approve Discharge of Supervisory Board  Reelect A. Bhattacharya to Management Board  Reelect D.E.I. Pyott to Supervisory Board  Reelect M.E. Doherty to Supervisory Board  Ratify Ernst & Young Accountants LLP as Auditors for the Financial Year 2024  Ratify PricewaterhouseCoopers Accountants N.V. as Auditors for the	ically directed to fo that no specific me the the FDA observation its products.  Mgmt  Mgmt  Mgmt  Mgmt  Mgmt  Mgmt  Mgmt  Mgmt	sclosures by the compar rmer CEO Van Houten, mber of the company's ions a final determination For For For For	dant in his capacity as form  y. However, this is not we  and not necessarily the oto  management board thus is  on. Lastly, Philips has under  For  For  For  For  For  For	mer CEO in a class ithout qualifying and her members of the far has been found irtaken remedial action  For  For  For  For  For  For

## **Koninklijke Philips NV**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7.b	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For	For
8	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
9	Approve Cancellation of Repurchased Shares	Mgmt	For	For	For
10	Other Business (Non-Voting)	Mgmt			

## **TERNA Rete Elettrica Nazionale SpA**

Meeting Date: 05/09/2023

Country: Italy

Meeting Type: Annual

Ticker: TRN

**Primary ISIN:** IT0003242622 Primary SEDOL: B01BN57

Voting

Vote Instruction
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Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction
	Ordinary Business	Mgmt			
	Management Proposals	Mgmt			
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Approve Allocation of Income	Mgmt	For	For	For
	Shareholder Proposals Submitted by CDP Reti SpA	Mgmt			
3	Fix Number of Directors	SH	None	For	For
4	Fix Board Terms for Directors	SH	None	Refer	For
	Appoint Directors (Slate Election) - Choose One of the Following Slates	Mgmt			
5.1	Slate 1 Submitted by CDP Reti SpA	SH	None	Against	Against
	Voter Rationale: Vote AGAINST this slate represent the long-term interests of mind				
5.2	Slate 2 Submitted by Institutional Investors (Assogestioni)	SH	None	For	For
	Voter Rationale: Candidates on this slate Assogestioni.	have agreed to abide b	y the chart of corporate governanc	e principles	adopted by
	Shareholder Proposals Submitted by CDP Reti SpA	Mgmt			
6	Elect Igor De Biasio as Board Chair	SH	None	Refer	For
7	Approve Remuneration of Directors	SH	None	Refer	For
	Appoint Internal Statutory Auditors (Slate Election) - Choose One of the Following Slates	Mgmt			
8.1	Slate 1 Submitted by CDP Reti SpA	SH	None	Refer	For

## **TERNA Rete Elettrica Nazionale SpA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction			
8.2	Slate 2 Submitted by Institutional Investors (Assogestioni)	SH	None	Refer	Against			
	Shareholder Proposal Submitted by CDP Reti SpA	Mgmt						
9	Approve Internal Auditors' Remuneration	SH	None	Refer	For			
	Management Proposals	Mgmt						
10	Approve Long-Term Incentive Plan 2023-2027	Mgmt	For	Against	Against			
	Voter Rationale: Substantial pay-outs und targets may warrant vesting of only a sma			performan	ce. Reaching threshold			
11	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For	For			
12.1	Approve Remuneration Policy	Mgmt	For	Against	Against			
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The policy on termination payments is not in line with good market standards. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.							
12.2	Approve Second Section of the Remuneration Report	Mgmt	For	Against	Against			
	Voter Rationale: Substantial pay-outs und targets may warrant vesting of only a sma long-term incentive plans to 5 years or lor	all proportion of incentiv	ve awards. Companies should cons	ider extend	ling vesting periods for			
Α	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	Mgmt	None	Against	Against			
	Voter Rationale: Companies should provid to cast an informed vote.	le sufficient information	at least 21 days in advance of the	meeting to	enable shareholders			

### **Enel SpA**

Meeting Date: 05/10/2023

Country: Italy

Meeting Type: Annual

Ticker: ENEL

Primary ISIN: IT0003128367

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Ordinary Business	Mgmt			
	Management Proposals	Mgmt			
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Approve Allocation of Income	Mgmt	For	For	For
3	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For	For
4	Fix Number of Directors	Mgmt	For	For	For

## **Enel SpA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction			
5	Fix Board Terms for Directors	Mgmt	For	For	For			
	Appoint Directors (Slate Election) - Choose One of the Following Slates	Mgmt						
6.1	Slate 1 Submitted by Ministry of Economy and Finance	SH	None	Against	Against			
6.2	Slate 2 Submitted by Institutional Investors (Assogestioni)	SH	None	For	For			
	Voter Rationale: Candidates on this list ha Assogestioni.	eve agreed to adhe	re to the chart of corporat	te governance principles	adopted by			
6.3	Slate 3 Submitted by Covalis Capital LLP and Covalis (Gibraltar) Ltd.	SH	None	Against	Against			
	Shareholder Proposal Submitted by Ministry of Economy and Finance	Mgmt						
7.1	Elect Paolo Scaroni as Board Chair	SH	None	Refer	Against			
	Voter Rationale: Vote AGAINST given con	cerns with the inde	ependence of the Chair.					
	Shareholder Proposal Submitted by Covalis Capital LLP and Covalis (Gibraltar) Ltd.	Mgmt						
7.2	Elect Marco Mazzucchelli as Board Chair	SH	None	Refer	For			
	Management Proposals	Mgmt						
8	Approve Remuneration of Directors	Mgmt	For	For	For			
9	Approve Long Term Incentive Plan 2023	Mgmt	For	Against	For			
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.							
10.1	Approve Remuneration Policy	Mgmt	For	Against	For			
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.							
10.2	Approve Second Section of the Remuneration Report	Mgmt	For	Against	For			
	Voter Rationale: Substantial pay-outs und targets may warrant vesting of only a small long-term incentive plans to 5 years or load	all proportion of inc	centive awards. Companie	s should consider extend	ding vesting periods for			
Α	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	Mgmt	None	Against	Against			
	Voter Rationale: Companies should provide	le sufficient inform	ation on directors standing	g for election at least 21	days in advance of the			

Voter Rationale: Companies should provide sufficient information on directors standing for election at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.

### **Morgan Stanley Investment Funds Global Opportunity Fund**

Meeting Date: 05/10/2023

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

Ticker: MSGOPPC

**Primary ISIN:** LU0552385451

Primary SEDOL: B57P1P4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive and Approve Board's and Auditor's Reports	Mgmt	For	For	For
2	Approve Financial Statements and Allocation of Income	Mgmt	For	For	For
3	Approve Dividends	Mgmt	For	For	For
4	Approve Discharge of Directors	Mgmt	For	For	For
5.1	Re-elect Susanne van Dootingh as Director	Mgmt	For	For	For
5.2	Re-elect Diane Hosie as Director	Mgmt	For	For	For
5.3	Re-elect Zoe Parish as Director	Mgmt	For	For	For
5.4	Re-elect Carine Feipel as Director	Mgmt	For	For	For
5.5	Re-elect Arthur J. Lev as Director	Mgmt	For	For	For
6	Approve Remuneration of Directors	Mgmt	For	For	For
7	Renew Appointment of Ernst & Young as Auditor	Mgmt	For	For	For

### **Morgan Stanley Investment Funds US Advantage Fund**

Meeting Date: 05/10/2023

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

Ticker: XTS9

**Primary ISIN:** LU0225737302

Primary SEDOL: B8K3K59

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive and Approve Board's and Auditor's Reports	Mgmt	For	For	For
2	Approve Financial Statements and Allocation of Income	Mgmt	For	For	For
3	Approve Dividends	Mgmt	For	For	For
4	Approve Discharge of Directors	Mgmt	For	For	For
5.1	Re-elect Susanne van Dootingh as Director	Mgmt	For	For	For
5.2	Re-elect Diane Hosie as Director	Mgmt	For	For	For
5.3	Re-elect Zoe Parish as Director	Mgmt	For	For	For
5.4	Re-elect Carine Feipel as Director	Mgmt	For	For	For
5.5	Re-elect Arthur J. Lev as Director	Mgmt	For	For	For

## **Morgan Stanley Investment Funds US Advantage Fund**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction
6	Approve Remuneration of Directors	Mgmt	For	For	For
7	Renew Appointment of Ernst & Young as Auditor	Mgmt	For	For	For

#### **Rational AG**

**Meeting Date:** 05/10/2023

**Country:** Germany

Meeting Type: Annual

Ticker: RAA

Primary ISIN: DE0007010803 Primary SEDOL: 5910609

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt			
2	Approve Allocation of Income and Dividends of EUR 11 per Share and Special Dividends of EUR 2.50 per Share	Mgmt	For	For	For
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	Against	For
	Voter Rationale: The company should red re-elections, in order to facilitate a more d			gered election cycles or,	, ideally, annual
5	Approve Remuneration Report	Mgmt	For	Against	For
	Voter Rationale: Significant salary increas executive directors. Incentive awards to exto reward strong performance and drive site extending vesting periods for long-term indeferral period.	xecutives should be hareholder value ov	clearly disclosed and incloser a sufficiently long period	ude robust and stretchind of time. Companies sl	ng performance targets hould consider
6	Ratify Deloitte GmbH as Auditors for Fiscal Year 2023	Mgmt	For	For	For
7	Amend Article Re: Location of Annual Meeting	Mgmt	For	For	For
8	Approve Virtual-Only Shareholder Meetings Until 2028	Mgmt	For	For	For
9	Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For
10	Approve Affiliation Agreement with RATIONAL Ausbildungsgesellschaft mbH	Mgmt	For	For	For

### **Symrise AG**

Meeting Date: 05/10/2023

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

Ticker: SY1

Primary ISIN: DE000SYM9999

Primary SEDOL: B1JB4K8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt			
2	Approve Allocation of Income and Dividends of EUR 1.05 per Share	Mgmt	For	For	For
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	For	For
5	Ratify Ernst & Young GmbH as Auditors for Fiscal Year 2023 and for the Review of Interim Financial Statements for the First Half of Fiscal Year 2023	Mgmt	For	For	For
6	Approve Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive shal linked to material changes in the business should not allow vesting of incentive awar vesting periods for long-term incentive pla	reholder value over a or in the role and res ds for substantially be	sufficiently long period of time. Sig sponsibilities of executive directors. elow median performance. Compan	nificant sala The remun ies should c	ry increases should be eration committee consider extending
7	Elect Jan Zijderveld to the Supervisory Board	Mgmt	For	For	For
8	Approve Remuneration Policy for the Supervisory Board	Mgmt	For	For	For

### Volkswagen AG

**Meeting Date:** 05/10/2023

Country: Germany

Meeting Type: Annual

Ticker: VOW3

**Primary ISIN:** DE0007664039

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt			
2	Approve Allocation of Income and Dividends of EUR 8.70 per Ordinary Share and EUR 8.76 per Preferred Share	Mgmt	For	For	For
3.1	Approve Discharge of Management Board Member O. Blume for Fiscal Year 2022	Mgmt	For	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
3.2	Approve Discharge of Management Board Member M. Aksel (until Aug. 31, 2022) for Fiscal Year 2022	Mgmt	For	For	For	
3.3	Approve Discharge of Management Board Member A. Antlitz for Fiscal Year 2022	Mgmt	For	For	For	
3.4	Approve Discharge of Management Board Member R. Brandstaetter for Fiscal Year 2022	Mgmt	For	For	For	
3.5	Approve Discharge of Management Board Member H. Diess (until Aug. 31, 2022) for Fiscal Year 2022	Mgmt	For	For	For	
3.6	Approve Discharge of Management Board Member M. Doess (from Feb. 1, 2022) for Fiscal Year 2022	Mgmt	For	For	For	
3.7	Approve Discharge of Management Board Member M. Duesmann for Fiscal Year 2022	Mgmt	For	For	For	
3.8	Approve Discharge of Management Board Member G. Kilian for Fiscal Year 2022	Mgmt	For	For	For	
3.9	Approve Discharge of Management Board Member T. Schaefer (from July 1, 2022) for Fiscal Year 2022	Mgmt	For	For	For	
3.10	Approve Discharge of Management Board Member T. Schmall-von Westerholt for Fiscal Year 2022	Mgmt	For	For	For	
3.11	Approve Discharge of Management Board Member H. Stars (from Feb. 1, 2022) for Fiscal Year 2022	Mgmt	For	For	For	
3.12	Approve Discharge of Management Board Member H. D. Werner (until Jan. 31, 2022) for Fiscal Year 2022	Mgmt	For	For	For	
3.13	Approve Discharge of Management Board Member H. Wortmann (Feb. 1 - Aug. 31, 2022) for Fiscal Year 2022	Mgmt	For	For	For	
4.1	Approve Discharge of Supervisory Board Member H.D. Poetsch for Fiscal Year 2022	Mgmt	For	Against	Against	
	Voter Rationale: the company should redudence dynamic board refreshment process.	ıce director terms aı	nd, ideally, introduce an	nual re-elections, in orde	to facilitate a more	
4.2	Approve Discharge of Supervisory Board Member J. Hofmann for Fiscal Year 2022	Mgmt	For	For	For	
4.3	Approve Discharge of Supervisory Board Member H.A. Al Abdulla (until May 12, 2022) for Fiscal Year 2022	Mgmt	For	For	For	
4.4	Approve Discharge of Supervisory Board Member H. S. Al Jaber for Fiscal Year 2022	Mgmt	For	For	For	
4.5	Approve Discharge of Supervisory Board Member M. B. E. Al-Mahmoud (from May 12, 2022) for Fiscal Year 2022		For	For	For	

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.6	Approve Discharge of Supervisory Board Member B. Althusmann (until Nov. 8, 2022) for Fiscal Year 2022	Mgmt	For	For	For
4.7	Approve Discharge of Supervisory Board Member H. Buck (from Oct. 4, 2022) for Fiscal Year 2022	Mgmt	For	For	For
4.8	Approve Discharge of Supervisory Board Member M. Carnero Sojo for Fiscal Year 2022	Mgmt	For	For	For
4.9	Approve Discharge of Supervisory Board Member D. Cavallo for Fiscal Year 2022	Mgmt	For	For	For
4.10	Approve Discharge of Supervisory Board Member HP. Fischer (until May 12, 2022) for Fiscal Year 2022	Mgmt	For	For	For
4.11	Approve Discharge of Supervisory Board Member J. W. Hamburg (from Nov. 8, 2022) for Fiscal Year 2022	Mgmt	For	For	For
4.12	Approve Discharge of Supervisory Board Member M. Heiss for Fiscal Year 2022	Mgmt	For	For	For
4.13	Approve Discharge of Supervisory Board Member A. Homburg (from May 12, 2022) for Fiscal Year 2022	Mgmt	For	For	For
4.14	Approve Discharge of Supervisory Board Member U. Jakob (until May 12, 2022) for Fiscal Year 2022	Mgmt	For	For	For
4.15	Approve Discharge of Supervisory Board Member S. Mahler (from May 12, 2022) for Fiscal Year 2022	Mgmt	For	For	For
4.16	Approve Discharge of Supervisory Board Member P. Mosch for Fiscal Year 2022	Mgmt	For	For	For
4.17	Approve Discharge of Supervisory Board Member B. Murkovic (until May 12, 2022) for Fiscal Year 2022	Mgmt	For	For	For
4.18	Approve Discharge of Supervisory Board Member D. Nowak (from May 12, 2022) for Fiscal Year 2022	Mgmt	For	For	For
4.19	Approve Discharge of Supervisory Board Member H. M. Piech for Fiscal Year 2022	Mgmt	For	For	For
4.20	Approve Discharge of Supervisory Board Member F. O. Porsche for Fiscal Year 2022	Mgmt	For	For	For
4.21	Approve Discharge of Supervisory Board Member W. Porsche for Fiscal Year 2022	Mgmt	For	For	For
4.22	Approve Discharge of Supervisory Board Member J. Rothe for Fiscal Year 2022	Mgmt	For	For	For
4.23	Approve Discharge of Supervisory Board Member C. Schoenhardt for Fiscal Year 2022	Mgmt	For	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.24	Approve Discharge of Supervisory Board Member S. Weil for Fiscal Year 2022	Mgmt	For	For	For
4.25	Approve Discharge of Supervisory Board Member W. Weresch (until Sep. 30, 2022) for Fiscal Year 2022	Mgmt	For	For	For
5.1	Elect Marianne Heiss to the Supervisory Board	Mgmt	For	Against	Against
	Voter Rationale: For controlled companies, appropriate balance of independence and that is majority non-independent. The auc thereby hampering the committee's imparannual re-elections, in order to facilitate a	objectivity. This directo dit committee requires in tiality and effectiveness	r is not an independent director, yn ndependence, and non-independer . The company should reduce direc	ret sits on a nt directors	nn audit committee could be conflicted,
5.2	Elect Guenther Horvath to the Supervisory Board	Mgmt	For	Against	Against
	Voter Rationale: For controlled companies, appropriate balance of independence and company should amend its structure to all and, ideally, introduce annual re-elections,	objectivity. We oppose low for equal voting righ	dual class structures with impaired ats among shareholders. The comp	or enhanc any should	ed voting rights. The
5.3	Elect Wolfgang Porsche to the Supervisory Board	Mgmt	For	Against	Against
	Voter Rationale: For controlled companies, appropriate balance of independence and company should amend its structure to all yet sits on a remuneration committee that non-independent directors could be conflicted should reduce director terms and, ideally, process. The Company should put in place expectation is that women should comprise and this directors membership could hamp meetings. Attendance is crucial for making	objectivity. We oppose low for equal voting right is majority non-indepected, thereby hampering introduce annual re-elected at least 40% of the boor the committees imports.	dual class structures with impaired ats among shareholders. This direct and the committee's impartiality and a ctions, in order to facilitate a more ander diversity on the board. In dev coard. The nomination committee s artiality and effectiveness. Director	l or enhanctor is not all ee requires effectivenes of dynamic by veloped mathould be mis are expec	ed voting rights. The in independent director, independence, and iss. The company oard refreshment rkets, our minimum ajority independent
6	Amend Affiliation Agreement with Volkswagen Bank GmbH	Mgmt	For	For	For
7	Approve Draft of Hive-Down and Transfer Agreement between Volkswagen AG and Volkswagen Financial Services Europe AG	Mgmt	For	For	For
8	Approve Virtual-Only Shareholder Meetings Until 2028	Mgmt	For	For	For
9	Amend Articles Re: Participation of Supervisory Board Members in the Virtual Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For
10	Approve Creation of EUR 227.5 Million Pool of Capital with Preemptive Rights	Mgmt	For	Refer	Against

Voter Rationale: A vote AGAINST the proposed issuance authorization is warranted because: \* The creation of a capital pool via the issuance of non-voting preferred shares would perpetuate VW's dual-class capital structure with unequal voting rights.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction			
11	Approve Remuneration Report	Mgmt	For	Against	Against			
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. There are concerns related to termination-related payments promised to former CEO Herbert Diess. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.							
12	Approve Remuneration Policy for the Management Board	Mgmt	For	Against	Against			
	Voter Rationale: Incentive awards to exec reward strong performance and drive shar vesting periods for long-term incentive pla	reholder value over a su	ifficiently long period of time. Com	panies shou	uld consider extending			
13	Approve Remuneration Policy for the Supervisory Board	Mgmt	For	For	For			
14	Ratify Ernst & Young GmbH as Auditors for Fiscal Year 2023 and for the Review of the Interim Financial Statements for Fiscal Year 2023 and First Quarter of Fiscal Year 2024	Mgmt	For	For	For			

#### **Wolters Kluwer NV**

Meeting Date: 05/10/2023 Country

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

Ticker: WKL

Primary ISIN: NL0000395903

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt			
1	Open Meeting	Mgmt			
2.a	Receive Report of Executive Board (Non-Voting)	Mgmt			
2.b	Receive Report of Supervisory Board (Non-Voting)	Mgmt			
2.c	Approve Remuneration Report	Mgmt	For	Against	For
	Voter Rationale: The policy flags the remusurpport last year. Although it the quantum			t a new cor	ncern and we voted in
3.a	Adopt Financial Statements and Statutory Reports	Mgmt	For	For	For
3.b	Receive Explanation on Company's Dividend Policy	Mgmt			
3.c	Approve Dividends	Mgmt	For	For	For
4.a	Approve Discharge of Executive Board	Mgmt	For	For	For
4.b	Approve Discharge of Supervisory Board	Mgmt	For	For	For

#### **Wolters Kluwer NV**

roposal umber	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Reelect Chris Vogelzang to Supervisory Board	Mgmt	For	For	For
6.a	Grant Board Authority to Issue Shares Up to 10 Percent of Issued Capital	Mgmt	For	For	For
6.b	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For	For
7	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
8	Approve Cancellation of Shares	Mgmt	For	For	For
9	Approve KPMG Accountants N.V as Auditors	Mgmt	For	For	For
10	Other Business (Non-Voting)	Mgmt			
11	Close Meeting	Mgmt			

### adidas AG

Meeting Date: 05/11/2023

Country: Germany

Meeting Type: Annual

Ticker: ADS

Primary ISIN: DE000A1EWWW0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction			
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt						
2	Approve Allocation of Income and Dividends of EUR 0.70 per Share	Mgmt	For	For	For			
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For	For			
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	Against	Against			
	Voter Rationale: The company should red re-elections, in order to facilitate a more of			n cycles or,	ideally, annual			
5	Approve Remuneration Report	Mgmt	For	Against	Against			
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.							
6	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For	For			
7	Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For			
8	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	For	For			

#### adidas AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9	Authorize Use of Financial Derivatives when Repurchasing Shares	Mgmt	For	Against	Against
	Voter Rationale: Any request to use finar company.	ncial derivatives when re	epurchasing shares should be fully	explained a	nd justified by the

# **Adyen NV**

**Meeting Date:** 05/11/2023

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

Ticker: ADYEN

**Primary ISIN:** NL0012969182

Primary SEDOL: BZ1HM42

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Ordinary Meeting Agenda	Mgmt			
1	Open Meeting	Mgmt			
2.a	Receive Report of Management Board and Supervisory Board (Non-Voting)	Mgmt			
2.b	Adopt Financial Statements and Statutory Reports	Mgmt	For	For	For
2.c	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt			
2.d	Approve Remuneration Report	Mgmt	For	For	For
2.e	Approve Remuneration Policy for Management Board	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha			stretching p	performance targets to
2.f	Approve Remuneration Policy for the Supervisory Board	Mgmt	For	For	For
2.g	Approve Increase Cap on Variable Remuneration for Staff Members	Mgmt	For	For	For
3	Approve Discharge of Management Board	Mgmt	For	For	For
4	Approve Discharge of Supervisory Board	Mgmt	For	For	For
5	Reelect Ingo Uytdehaage to Management Board as Co-Chief Executive Officer	Mgmt	For	For	For
6	Reelect Mariette Swart to Management Board as Chief Risk and Compliance Officer	Mgmt	For	For	For
7	Elect Brooke Nayden to Management Board as Chief Human Resources Officer	Mgmt	For	For	For
8	Elect Ethan Tandowsky to Management Board as Chief Financial Officer	Mgmt	For	For	For
9	Reelect Pamela Joseph to Supervisory Board	Mgmt	For	For	For

### **Adyen NV**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10	Reelect Joep van Beurden to Supervisory Board	/ Mgmt	For	Against	Against
	Voter Rationale: In recent years, this is n company. Due to ongoing concerns regal their re-election to the board.				
11	Amend Articles of Association	Mgmt	For	For	For
12	Grant Board Authority to Issue Shares Up to 10 Percent of Issued Capital	Mgmt	For	For	For
13	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For	For
14	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
15	Reappoint PwC as Auditors	Mgmt	For	For	For
16	Close Meeting	Mgmt			

## **Bayerische Motoren Werke AG**

**Meeting Date:** 05/11/2023

Country: Germany

Meeting Type: Annual

Ticker: BMW

Primary ISIN: DE0005190003 Primary SEDOL: 5756029

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt				
2	Approve Allocation of Income and Dividends of EUR 8.50 per Ordinary Share and EUR 8.52 per Preferred Share	Mgmt	For	For	For	
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For	For	
4.1	Approve Discharge of Supervisory Board Member Norbert Reithofer for Fiscal Year 2022	Mgmt	For	For	For	
4.2	Approve Discharge of Supervisory Board Member Manfred Schoch for Fiscal Year 2022	Mgmt	For	For	For	
4.3	Approve Discharge of Supervisory Board Member Stefan Quandt for Fiscal Year 2022	Mgmt	For	For	For	
4.4	Approve Discharge of Supervisory Board Member Stefan Schmid for Fiscal Year 2022	Mgmt	For	For	For	
4.5	Approve Discharge of Supervisory Board Member Kurt Bock for Fiscal Year 2022	Mgmt	For	For	For	

# **Bayerische Motoren Werke AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.6	Approve Discharge of Supervisory Board Member Christiane Benner for Fiscal Year 2022	Mgmt	For	For	For
4.7	Approve Discharge of Supervisory Board Member Marc Bitzer for Fiscal Year 2022	Mgmt	For	For	For
4.8	Approve Discharge of Supervisory Board Member Bernhard Ebner for Fiscal Year 2022	Mgmt	For	For	For
4.9	Approve Discharge of Supervisory Board Member Rachel Empey for Fiscal Year 2022	Mgmt	For	For	For
4.10	Approve Discharge of Supervisory Board Member Heinrich Hiesinger for Fiscal Year 2022	Mgmt	For	For	For
4.11	Approve Discharge of Supervisory Board Member Johann Horn for Fiscal Year 2022	Mgmt	For	For	For
4.12	Approve Discharge of Supervisory Board Member Susanne Klatten for Fiscal Year 2022	Mgmt	For	For	For
4.13	Approve Discharge of Supervisory Board Member Jens Koehler for Fiscal Year 2022	Mgmt	For	For	For
4.14	Approve Discharge of Supervisory Board Member Gerhard Kurz for Fiscal Year 2022	Mgmt	For	For	For
4.15	Approve Discharge of Supervisory Board Member Andre Mandl for Fiscal Year 2022	Mgmt	For	For	For
4.16	Approve Discharge of Supervisory Board Member Dominique Mohabeer for Fiscal Year 2022	Mgmt	For	For	For
4.17	Approve Discharge of Supervisory Board Member Anke Schaeferkordt for Fiscal Year 2022	Mgmt	For	For	For
4.18	Approve Discharge of Supervisory Board Member Christoph Schmidt for Fiscal Year 2022	Mgmt	For	For	For
4.19	Approve Discharge of Supervisory Board Member Vishal Sikka for Fiscal Year 2022	Mgmt	For	For	For
4.20	Approve Discharge of Supervisory Board Member Sibylle Wankel for Fiscal Year 2022	Mgmt	For	For	For
4.21	Approve Discharge of Supervisory Board Member Thomas Wittig for Fiscal Year 2022	Mgmt	For	For	For
4.22	Approve Discharge of Supervisory Board Member Werner Zierer for Fiscal Year 2022	Mgmt	For	For	For

## **Bayerische Motoren Werke AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Approve Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive shar schemes should only be available for supe proportion of incentive awards.	reholder value over a su	ıfficiently long period of time. Subs	stantial pay	outs under incentive
6	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2023	Mgmt	For	For	For
7	Elect Kurt Bock to the Supervisory Board	Mgmt	For	Abstain	Abstain
	Voter Rationale: The Company should put minimum expectation is that women shou		· ,	d. In develo	oped markets, our
8.1	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For	For
8.2	Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For

### **Edenred SA**

Meeting Date: 05/11/2023 Country: France

Ticker: EDEN

Meeting Type: Annual/Special

**Primary ISIN:** FR0010908533 **Primary SEDOL:** B62G1B5

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		
	Voter Rationale: Directors should be elector to shareholders.	ted by shareholders on	an annual basis in order to streng	then the acc	countability of the board		
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For		
3	Approve Allocation of Income and Dividends of EUR 1 per Share	Mgmt	For	For	For		
4	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	Against	Against		
	Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.						
5	Approve Remuneration Policy of Directors	Mgmt	For	For	For		
6	Approve Remuneration of Directors in the Aggregate Amount of EUR 840,000	Mgmt	For	For	For		
7	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For		

#### **Edenred SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
8	Approve Compensation of Bertrand Dumazy, Chairman and CEO	Mgmt	For	Against	Against	
	Voter Rationale: The remuneration comm performance. Significant salary increases executive directors. Incentive awards to e to reward strong performance and drive s extending vesting periods for long-term in deferral period.	should be linked to executives should b shareholder value o	n material changes in the ne clearly disclosed and in over a sufficiently long pe	e business or in the role an nclude robust and stretchi eriod of time. Companies s	nd responsibilities of ng performance targets should consider	
9	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For	For	
10	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For	
	Extraordinary Business	Mgmt				
11	Authorize up to 1.5 Percent of Issued Capital for Use in Restricted Stock Plans Under Performance Conditions	Mgmt	For	Against	Against	
	Voter Rationale: The remuneration comm performance. Companies should consider minimum introduce an additional holding should it identify any facts of manipulation directors and other key managers which w wrongfully obtained in such manner are n	extending vesting or deferral period. n of reported indica were detrimental to	periods for long-term in The company should pu ators or other bad faith a	centive plans to 5 years or it in place a procedure whi actions on the part of any	longer or as a ich would enable it, of its executive	
12	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For	

#### **EUROAPI SA**

Meeting Date: 05/11/2023 Country: France Ticker: EAPI

Meeting Type: Annual/Special

**Primary ISIN:** FR0014008VX5 **Primary SEDOL:** BQ7ZVF1

#### Did Not Vote Due to Ballot Shareblocking

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	Do Not Vote
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	Do Not Vote
3	Approve Treatment of Losses	Mgmt	For	For	Do Not Vote
4	Ratify Appointment of Mattias Perjos as Director	Mgmt	For	For	Do Not Vote
5	Approve Remuneration of Directors in the Aggregate Amount of EUR 1.1 Million	Mgmt	For	For	Do Not Vote
6	Approve Compensation Report	Mgmt	For	For	Do Not Vote

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction			
7	Approve Compensation of Viviane Monges, Chairman of the Board	Mgmt	For	For	Do Not Vote			
8	Approve Compensation of Karl Rotthier, CEO	Mgmt	For	Refer	Do Not Vote			
9	Approve Remuneration Policy of Directors	Mgmt	For	For	Do Not Vote			
10	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	Do Not Vote			
11	Approve Remuneration Policy of CEO	Mgmt	For	Refer	Do Not Vote			
12	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	Do Not Vote			
	Extraordinary Business	Mgmt						
13	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	Do Not Vote			
14	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 47 Million	Mgmt	For	For	Do Not Vote			
15	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 9.4 Million	Mgmt	For	For	Do Not Vote			
16	Approve Issuance of Equity or Equity-Linked Securities Reserved for Qualified Investors, up to Aggregate Nominal Amount of EUR 9.4 Million	Mgmt	For	Against	Do Not Vote			
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.							
17	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 14-16	Mgmt	For	Against	Do Not Vote			
	Voter Rationale: Any increase in capital of circumstances only and fully justified by the		out pre-emption rights should be ur	ndertaken ir	n exceptional			
18	Authorize Board to Set Issue Price for 10 Percent Per Year of Issued Capital Pursuant to Issue Authority without Preemptive Rights	Mgmt	For	Against	Do Not Vote			
	Voter Rationale: Shares should not be rep	urchased at a premium	discount to the market price of mo	re than 109	%.			
19	Approve Issuance of Equity or Equity-Linked Securities Reserved for Specific Beneficiaries, up to Aggregate Nominal Amount of EUR 4.7 Million	Mgmt	For	Against	Do Not Vote			
	Voter Rationale: Any increase in capital of	greater than 10% witho	out pre-emption rights should be ur	ndertaken ir	n exceptional			

Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company. Shares should not be repurchased at a premium/discount to the market price of more than 10%.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
20	Authorize Capital Increase of Up to EUR 9.4 Million for Future Exchange Offers	Mgmt	For	Against	Do Not Vote
	Voter Rationale: Any increase in capital of circumstances only and fully justified by the		out pre-emption rights should be ur	ndertaken ir	n exceptional
21	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	Against	Do Not Vote
	Voter Rationale: Any increase in capital oi circumstances only and fully justified by th		out pre-emption rights should be ur	ndertaken ir	n exceptional
22	Set Total Limit for Capital Increase to Result from All Issuance Requests at EUR 47 Million	Mgmt	For	Against	Do Not Vote
	Voter Rationale: Any increase in capital of circumstances only and fully justified by the	•	out pre-emption rights should be ur	ndertaken ir	n exceptional
23	Authorize Capitalization of Reserves of Up to EUR 9.4 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For	Do Not Vote
24	Authorize up to 2 Percent of Issued Capital for Use in Stock Option Plans	Mgmt	For	Refer	Do Not Vote
25	Authorize up to 3 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	Refer	Do Not Vote
26	Set Total Limit for Capital Increase to Result from Issuance Requests Under Items 24-25 at 9,400,000 Shares	Mgmt	For	For	Do Not Vote
27	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against	Do Not Vote
	Voter Rationale: Options should be issued not exceed 20% on a fixed date.	d at no less than market	price, except for an all-employee p	olan where	the discount should
28	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	Do Not Vote
	Ordinary Business	Mgmt			
29	Approve Non-Compete Agreement and Severance Agreement with Karl Rotthier	Mgmt	For	Against	Do Not Vote
	Voter Rationale: The remuneration policy incentives, any exceptional components a			the annual	and long-term variable

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	

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
3	Approve Treatment of Losses	Mgmt	For	For	For
4	Ratify Appointment of Mattias Perjos as Director	Mgmt	For	For	For
5	Approve Remuneration of Directors in the Aggregate Amount of EUR 1.1 Million	Mgmt	For	For	For
6	Approve Compensation Report	Mgmt	For	For	For
7	Approve Compensation of Viviane Monges, Chairman of the Board	Mgmt	For	For	For
8	Approve Compensation of Karl Rotthier, CEO	Mgmt	For	Refer	Against
9	not allow vesting of incentive awards for s should only be available for superior perforincentive awards. Companies should consiminimum introduce an additional holding.  Approve Remuneration Policy of	ormance. Reachingthres ider extending vesting	shold targets may warrant vesting o	of only a sn	nall proportion of
•	Directors	9	. 0.		
10	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	For
11	Approve Remuneration Policy of CEO	Mgmt	For	Refer	Against
	Voter Rationale: Significant salary increase executive directors. Incentive awards to e to reward strong performance and drive s clearly linked to performance and demons normal part of their jobs.	executives should be cle Chareholder value over d	early disclosed and include robust a a sufficiently long period of time. A	nd stretchi Il exception	ng performance targets nal awards should be
12	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	Extraordinary Business	Mgmt			
13	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
14	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 47 Million	Mgmt	For	For	For
15	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 9.4 Million	Mgmt	For	For	For
16	Approve Issuance of Equity or Equity-Linked Securities Reserved for Qualified Investors, up to Aggregate	Mgmt	For	Against	Against

Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.

roposal umber	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
17	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 14-16	Mgmt	For	Against	Against
	Voter Rationale: Any increase in capital of circumstances only and fully justified by the		without pre-emption rights should be	e undertaken	in exceptional
18	Authorize Board to Set Issue Price for 10 Percent Per Year of Issued Capital Pursuant to Issue Authority without Preemptive Rights	Mgmt	For	Against	Against
	Voter Rationale: Shares should not be rep	urchased at a prem	ium/discount to the market price of	more than 1	0%.
19	Approve Issuance of Equity or Equity-Linked Securities Reserved for Specific Beneficiaries, up to Aggregate Nominal Amount of EUR 4.7 Million	Mgmt	For	Against	Against
	Voter Rationale: Any increase in capital of circumstances only and fully justified by the of more than 10%.				
20	Authorize Capital Increase of Up to EUR 9.4 Million for Future Exchange Offers	Mgmt	For	Against	Against
	Voter Rationale: Any increase in capital of circumstances only and fully justified by ti		without pre-emption rights should be	e undertaken	in exceptional
21	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	Against	Against
	Voter Rationale: Any increase in capital of circumstances only and fully justified by the		without pre-emption rights should be	e undertaken	in exceptional
22	Set Total Limit for Capital Increase to Result from All Issuance Requests at EUR 47 Million	Mgmt	For	Against	Against
	Voter Rationale: Any increase in capital of circumstances only and fully justified by the		without pre-emption rights should be	e undertaken	in exceptional
23	Authorize Capitalization of Reserves of Up to EUR 9.4 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For	For
24	Authorize up to 2 Percent of Issued Capital for Use in Stock Option Plans	Mgmt	For	Refer	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha		•	d stretching	performance targets to
25	Authorize up to 3 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	Refer	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive shall			d stretching	performance targets to
26	Set Total Limit for Capital Increase to Result from Issuance Requests Under Items 24-25 at 9,400,000 Shares	Mgmt	For	For	For
27	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against	Against
	Voter Rationale: Options should be issued not exceed 20% on a fixed date.	at no less than ma	rket price, except for an all-employed	e plan where	the discount should
28	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Ordinary Business	Mgmt			
29	Approve Non-Compete Agreement and Severance Agreement with Karl Rotthier	Mgmt	For	Against	Against
	Voter Rationale: The remuneration policy	should provide de	etails of the rules governing	ing the award of the annua	l and long-term

Voter Rationale: The remuneration policy should provide details of the rules governing the award of the annual and long-term variable incentives, any exceptional components and termination arrangements.

### **HeidelbergCement AG**

Meeting Date: 05/11/2023

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

Ticker: HEI

Primary ISIN: DE0006047004

Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt			
Approve Allocation of Income and Dividends of EUR 2.60 per Share	Mgmt	For	For	For
Approve Discharge of Management Board Member Dominik von Achten for Fiscal Year 2022	Mgmt	For	For	For
Approve Discharge of Management Board Member Rene Aldach for Fiscal Year 2022	Mgmt	For	For	For
Approve Discharge of Management Board Member Kevin Gluskie for Fiscal Year 2022	Mgmt	For	For	For
Approve Discharge of Management Board Member Hakan Gurdal for Fiscal Year 2022	Mgmt	For	For	For
Approve Discharge of Management Board Member Ernest Jelito for Fiscal Year 2022	Mgmt	For	For	For
Approve Discharge of Management Board Member Nicola Kimm for Fiscal Year 2022	Mgmt	For	For	For
Approve Discharge of Management Board Member Dennis Lentz for Fiscal Year 2022	Mgmt	For	For	For
Approve Discharge of Management Board Member Jon Morrish for Fiscal Year 2022	Mgmt	For	For	For
Approve Discharge of Management Board Member Chris Ward for Fiscal Year 2022	Mgmt	For	For	For
Approve Discharge of Supervisory Board Member Fritz-Juergen Heckmann for Fiscal Year 2022	Mgmt	For	For	For
	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)  Approve Allocation of Income and Dividends of EUR 2.60 per Share  Approve Discharge of Management Board Member Dominik von Achten for Fiscal Year 2022  Approve Discharge of Management Board Member Rene Aldach for Fiscal Year 2022  Approve Discharge of Management Board Member Kevin Gluskie for Fiscal Year 2022  Approve Discharge of Management Board Member Hakan Gurdal for Fiscal Year 2022  Approve Discharge of Management Board Member Ernest Jelito for Fiscal Year 2022  Approve Discharge of Management Board Member Nicola Kimm for Fiscal Year 2022  Approve Discharge of Management Board Member Dennis Lentz for Fiscal Year 2022  Approve Discharge of Management Board Member Jon Morrish for Fiscal Year 2022  Approve Discharge of Management Board Member Jon Morrish for Fiscal Year 2022  Approve Discharge of Management Board Member Jon Morrish for Fiscal Year 2022  Approve Discharge of Supervisory Board Member Fritz-Juergen Heckmann for	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)  Approve Allocation of Income and Dividends of EUR 2.60 per Share  Approve Discharge of Management Board Member Dominik von Achten for Fiscal Year 2022  Approve Discharge of Management Board Member Rene Aldach for Fiscal Year 2022  Approve Discharge of Management Board Member Kevin Gluskie for Fiscal Year 2022  Approve Discharge of Management Board Member Hakan Gurdal for Fiscal Year 2022  Approve Discharge of Management Board Member Ernest Jelito for Fiscal Year 2022  Approve Discharge of Management Board Member Piccola Kimm for Fiscal Year 2022  Approve Discharge of Management Board Member Dennis Lentz for Fiscal Year 2022  Approve Discharge of Management Board Member Dennis Lentz for Fiscal Year 2022  Approve Discharge of Management Board Member Jon Morrish for Fiscal Year 2022  Approve Discharge of Management Board Member Jon Morrish for Fiscal Year 2022  Approve Discharge of Management Board Member Chris Ward for Fiscal Year 2022  Approve Discharge of Supervisory Board Member Fritz-Juergen Heckmann for	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)  Approve Allocation of Income and Dividends of EUR 2.60 per Share  Approve Discharge of Management Board Member Dominik von Achten for Fiscal Year 2022  Approve Discharge of Management Board Member Rene Aldach for Fiscal Year 2022  Approve Discharge of Management Board Member Kevin Gluskie for Fiscal Year 2022  Approve Discharge of Management Board Member Hakan Gurdal for Fiscal Year 2022  Approve Discharge of Management Board Member Firest Jelito for Fiscal Year 2022  Approve Discharge of Management Board Member Firest Jelito for Fiscal Year 2022  Approve Discharge of Management Board Member Nicola Kimm for Fiscal Year 2022  Approve Discharge of Management Board Member Nicola Kimm for Fiscal Year 2022  Approve Discharge of Management Board Member Dennis Lentz for Fiscal Year 2022  Approve Discharge of Management Board Member Jon Morrish for Fiscal Year 2022  Approve Discharge of Management Board Member Jon Morrish for Fiscal Year 2022  Approve Discharge of Management Board Member Jon Morrish for Fiscal Year 2022  Approve Discharge of Management Board Member Open Morrish for Fiscal Year 2022  Approve Discharge of Management Board Member Open Morrish for Fiscal Year 2022  Approve Discharge of Management Board Member Fritz-Juergen Heckmann for Mgmt For	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)  Approve Allocation of Income and Dividends of EUR 2.60 per Share  Approve Discharge of Management Board Member Dominik von Achten for Fiscal Year 2022  Approve Discharge of Management Board Member Rene Aldach for Fiscal Year 2022  Approve Discharge of Management Board Member Kevin Gluskie for Fiscal Year 2022  Approve Discharge of Management Board Member Hakan Gurdal for Fiscal Year 2022  Approve Discharge of Management Board Member Firest Jelito for Fiscal Year 2022  Approve Discharge of Management Board Member Firest Jelito for Fiscal Year 2022  Approve Discharge of Management Board Member Firest Jelito for Fiscal Year 2022  Approve Discharge of Management Board Member Firest Jelito for Fiscal Year 2022  Approve Discharge of Management Board Member Discharge of Management Board Member Firest Jelito for Fiscal Year 2022  Approve Discharge of Management Board Member Dennis Lentz for Fiscal Year 2022  Approve Discharge of Management Board Member Jon Morrish for Fiscal Year 2022  Approve Discharge of Management Board Member Jon Morrish for Fiscal Year 2022  Approve Discharge of Management Board Member Jon Morrish for Fiscal Year 2022  Approve Discharge of Management Board Member Jon Morrish for Fiscal Year 2022  Approve Discharge of Supervisory Board Member Firtz-Juergen Heckmann for

# **HeidelbergCement AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.2	Approve Discharge of Supervisory Board Member Bernd Scheifele for Fiscal Year 2022	Mgmt	For	Against	Against
	Voter Rationale: The company should redudent dynamic board refreshment process.	uce director terms	and, ideally, introduce	annual re-elections, in orde	r to facilitate a more
4.3	Approve Discharge of Supervisory Board Member Heinz Schmitt for Fiscal Year 2022	Mgmt	For	For	For
4.4	Approve Discharge of Supervisory Board Member Barbara Breuninger for Fiscal Year 2022	Mgmt	For	For	For
4.5	Approve Discharge of Supervisory Board Member Birgit Jochens for Fiscal Year 2022	Mgmt	For	For	For
4.6	Approve Discharge of Supervisory Board Member Ludwig Merckle for Fiscal Year 2022	Mgmt	For	For	For
4.7	Approve Discharge of Supervisory Board Member Tobias Merckle for Fiscal Year 2022	Mgmt	For	For	For
4.8	Approve Discharge of Supervisory Board Member Luka Mucic for Fiscal Year 2022	Mgmt	For	For	For
4.9	Approve Discharge of Supervisory Board Member Ines Ploss for Fiscal Year 2022	Mgmt	For	For	For
4.10	Approve Discharge of Supervisory Board Member Peter Riedel for Fiscal Year 2022	Mgmt	For	For	For
4.11	Approve Discharge of Supervisory Board Member Werner Schraeder for Fiscal Year 2022	Mgmt	For	For	For
4.12	Approve Discharge of Supervisory Board Member Margret Suckale for Fiscal Year 2022	Mgmt	For	For	For
4.13	Approve Discharge of Supervisory Board Member Sopna Sury for Fiscal Year 2022	Mgmt	For	For	For
4.14	Approve Discharge of Supervisory Board Member Marion Weissenberger-Eibl for Fiscal Year 2022	Mgmt	For	For	For
5	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2023	Mgmt	For	For	For
6	Approve Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive shal not allow vesting of incentive awards for s periods for long-term incentive plans to 5	reholder value ove Substantially belov	er a sufficiently long peri v median performance. C	iod of time. The remunerati Companies should consider	on committee should extending vesting
7	Amend Affiliation Agreement with HeidelbergCement International Holding GmbH	Mgmt	For	For	For

# **HeidelbergCement AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Change Company Name to Heidelberg Materials AG	Mgmt	For	For	For
9	Approve Remuneration Policy for the Supervisory Board	Mgmt	For	For	For
10	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For	For
11	Amend Articles Re: Participation of Supervisory Board Members in the Virtual Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For
12	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	For	For
13	Authorize Use of Financial Derivatives when Repurchasing Shares	Mgmt	For	Against	Against
	Voter Rationale: Any request to use financ company.	cial derivatives when re	purchasing shares should be fully e	explained a	nd justified by the
14	Approve Issuance of Warrants/Bonds with Warrants Attached/Convertible Bonds without Preemptive Rights up to Aggregate Nominal Amount of EUR 4 Billion; Approve Creation of EUR 115.8 Million Pool of Capital to Guarantee Conversion Rights	Mgmt	For	For	For

## **Klepierre SA**

**Meeting Date:** 05/11/2023

Country: France

Ticker: ∐

Meeting Type: Annual/Special

Primary ISIN: FR0000121964 Primary SEDOL: 7582556

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
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
3	Approve Allocation of Income and Dividends of EUR 1.75 per Share	Mgmt	For	For	For
4	Approve Transaction with Jean-Michel Gault Re: Employment Contract with Klepierre Management SNC	Mgmt	For	For	For

# **Klepierre SA**

roposal lumber	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Approve Transaction with Klepierre Management SNC and Jean-Michel Gault Re: Settlement Agreement	Mgmt	For	Refer	Against
	Voter Rationale: * A vote FOR Item 4 is we the proposed settlement agreement raises could not but conclude this agreement to company voluntarily chose to seek shareh practice for the executive officers to end to	s a significant con solve the employi olders' approval o	cern. Nevertheless, ISS ackr ment contract and prevent le on the settlement agreement	nowledges the company egal proceedings from l . As a reminder, it is co	/ was in a deadlock a happening. Besides, t onsidered as a good
i	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For	For
,	Reelect Catherine Simoni as Supervisory Board Member	Mgmt	For	Against	Against
	Voter Rationale: In recent years, this is no company. Due to ongoing concerns regard their re-election to the board.				
3	Reelect Florence von Erb as Supervisory Board Member	Mgmt	For	For	For
)	Reelect Stanley Shashoua as Supervisory Board Member	Mgmt	For	Against	Against
	Voter Rationale: The audit committee sho impartiality and effectiveness.	uld be fully indepe	endent and this director's me	embership could hampe	er the committee's
10	Acknowledge End of Mandate of BEAS as Alternate Auditor and Decision Not to Replace	Mgmt	For	For	For
1	Acknowledge End of Mandate of Picarle & Associes as Alternate Auditor and Decision Not to Replace	Mgmt	For	For	For
12	Approve Remuneration Policy of Chairman and Supervisory Board Members	Mgmt	For	For	For
.3	Approve Remuneration Policy of Chairman of the Management Board	Mgmt	For	Against	Against
	Voter Rationale: Substantial pay-outs und targets may warrant vesting of only a sma would enable it, should it identify any fact executive directors and other key manage funds wrongfully obtained in such mannel	all proportion of in ts of manipulation ers which were dea	ncentive awards. The compai of reported indicators or oth	ny should put in place a her bad faith actions on	a procedure which In the part of any of its
14	Approve Remuneration Policy of Management Board Members	Mgmt	For	For	For
15	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
16	Approve Compensation of David Simon, Chairman of the Supervisory Board	Mgmt	For	For	For
17	Approve Compensation of Jean-Marc Jestin, Chairman of the Management Board	Mgmt	For	Against	Against

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.

# **Klepierre SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
18	Approve Compensation of Stephane Tortajada, CFO and Management Board Member Since June 22, 2022	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to execute reward strong performance and drive shall schemes should only be available for superproportion of incentive awards.	reholder value ove	er a sufficiently long period	d of time. Substantial pay	outs under incentive
19	Approve Compensation of Jean-Michel Gault, CFO and Management Board Member Until June 21, 2022	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive shat schemes should only be available for supe proportion of incentive awards.	reholder value ove	er a sufficiently long period	d of time. Substantial pay	outs under incentive
20	Approve Compensation of Benat Ortega, COO and Management Board Member Until January 31, 2022	Mgmt	For	For	For
21	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	Extraordinary Business	Mgmt			
22	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
23	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 120 Million	Mgmt	For	For	For
24	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 40,160,564	Mgmt	For	For	For
25	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 40,160,564	Mgmt	For	For	For
26	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 23-25	Mgmt	For	For	For
27	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For	For
28	Authorize Capitalization of Reserves of Up to EUR 100 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For	For
29	Set Total Limit for Capital Increase to Result from Issuance Requests Under Items 23-28 at EUR 120 Million	Mgmt	For	For	For
	Ordinary Business	Mgmt			
30	Approve Company's Climate Transition Plan (Advisory)	Mgmt	For	Refer	For
31	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For

#### **Renault SA**

**Meeting Date:** 05/11/2023

Country: France

Meeting Type: Annual/Special

Ticker: RNO

**Primary ISIN:** FR0000131906

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
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
3	Approve Allocation of Income and Dividends of EUR 0.25 per Share	Mgmt	For	For	For
4	Receive Auditor's Special Reports Re: Remuneration of Redeemable Shares	Mgmt	For	For	For
5	Approve Auditors' Special Report on Related-Party Transactions and Mentioning the Absence of New Transactions	Mgmt	For	For	For
6	Reelect Jean-Dominique Senard as Director	Mgmt	For	Abstain	Abstain
	Voter Rationale: The Company should put minimum expectation is that women shou should include between 5 and 15 directors	ld comprise at leas			
7	Reelect Annette Winkler as Director	Mgmt	For	For	For
8	Elect Luca de Meo as Director	Mgmt	For	For	For
9	Approve Compensation Report of Corporate Officers	Mgmt	For	Refer	For
10	Approve Compensation of Jean-Dominique Senard, Chairman of the Board	Mgmt	For	For	For
11	Approve Compensation of Luca de Meo, CEO	Mgmt	For	Refer	For
12	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	For
13	Approve Remuneration Policy of CEO	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exect reward strong performance and drive shall dissent on remuneration-related proposals explain in the next annual report how the vesting periods for long-term incentive plat. The company should put in place a proceed indicators or other bad faith actions on the the long-term interests of its shareholders.	reholder value over s should engage w company intends to ns to 5 years or lo dure which would e e part of any of its	r a sufficiently long perio ith their key shareholder to address shareholder c anger or as a minimum ir enable it, should it identi executive directors and	nd of time. Companies that is to understand the ration concerns. Companies shou ntroduce an additional hole ify any facts of manipulation other key managers which	t received high levels of hale for opposition and ald consider extending ding or deferral period. In of reported h were detrimental to
14	Approve Remuneration Policy of Directors	Mgmt	For	For	For
15	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For

#### **Renault SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
16	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
	Ordinary Business	Mgmt			
17	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For

### **SAP SE**

**Meeting Date:** 05/11/2023

Country: Germany

Ticker: SAP

Meeting Type: Annual

Primary ISIN: DE0007164600 Primary SEDOL: 4846288

Proposal lumber	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt			
2	Approve Allocation of Income and Dividends of EUR 2.05 per Share	Mgmt	For	For	For
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	For	For
5	Approve Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha schemes should only be available for supe proportion of incentive awards. The remu median performance. Companies should of	reholder value over a erior performance. Rea neration committee sh	sufficiently long period of time. Subsching threshold targets may warra could not allow vesting of incentive	stantial pay nt vesting of awards for .	r-outs under incentive f only a small substantially below
6	reward strong performance and drive sha schemes should only be available for supe proportion of incentive awards. The remu	reholder value over a erior performance. Rea neration committee sh consider extending ves	sufficiently long period of time. Subsching threshold targets may warra could not allow vesting of incentive	stantial pay nt vesting o awards for . plans to 5	r-outs under incentive f only a small substantially below
6	reward strong performance and drive shall schemes should only be available for superproportion of incentive awards. The remulation performance. Companies should cominimum introduce an additional holding of Authorize Share Repurchase Program and Reissuance or Cancellation of	reholder value over a erior performance. Rea neration committee sh consider extending ves or deferral period. Mgmt	sufficiently long period of time. Sub- ching threshold targets may warra, ould not allow vesting of incentive ting periods for long-term incentive For	stantial pay nt vesting o awards for . plans to 5 Against	r-outs under incentive f only a small substantially below years or longer or as a Against
6	reward strong performance and drive shall schemes should only be available for superproportion of incentive awards. The remulation performance. Companies should a minimum introduce an additional holding of Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	reholder value over a erior performance. Rea neration committee sh consider extending ves or deferral period. Mgmt	sufficiently long period of time. Sub- ching threshold targets may warra, ould not allow vesting of incentive ting periods for long-term incentive For	stantial pay nt vesting o awards for a plans to 5 Against	r-outs under incentive f only a small substantially below years or longer or as a Against
	reward strong performance and drive shall schemes should only be available for superproportion of incentive awards. The remulation performance. Companies should a minimum introduce an additional holding of Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares  Voter Rationale: Shares should not be repurchased Use of Financial Derivatives	reholder value over a serior performance. Rea neration committee shoosider extending vesor deferral period.  Mgmt  Mgmt  Mgmt  Mgmt	sufficiently long period of time. Subsching threshold targets may warra, ould not allow vesting of incentive ting periods for long-term incentive.  For  n/discount to the market price of n	stantial pay nt vesting o awards for . plans to 5 Against ore than 10 Against	r-outs under incentive f only a small substantially below years or longer or as a Against 7%.
	reward strong performance and drive shall schemes should only be available for super proportion of incentive awards. The remulation performance. Companies should a minimum introduce an additional holding of Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares  Voter Rationale: Shares should not be repurchased Shares  Voter Rationale: Any request to use finance	reholder value over a serior performance. Rea neration committee shoosider extending vesor deferral period.  Mgmt  Mgmt  Mgmt  Mgmt	sufficiently long period of time. Subsching threshold targets may warra, ould not allow vesting of incentive ting periods for long-term incentive.  For  n/discount to the market price of n	stantial pay nt vesting o awards for . plans to 5 Against ore than 10 Against	r-outs under incentive f only a small substantially below years or longer or as a Against 7%.
7	reward strong performance and drive shall schemes should only be available for superproportion of incentive awards. The remulation performance. Companies should a minimum introduce an additional holding of the Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares  Voter Rationale: Shares should not be repurchased Use of Financial Derivatives when Repurchasing Shares  Voter Rationale: Any request to use financial company.  Elect Jennifer Xin-Zhe Li to the	reholder value over a serior performance. Reaneration committee shoosider extending vesor deferral period.  Mgmt  Mgmt  Mgmt  Mgmt  Mgmt  cial derivatives when in	sufficiently long period of time. Subsching threshold targets may warrand ould not allow vesting of incentive ting periods for long-term incentive.  For  Indiscount to the market price of notes the periods for long the periods for long term incentive.  For  Epurchasing shares should be fully	stantial pay nt vesting o awards for plans to 5 Against Pore than 10 Against explained a	r-outs under incentive fonly a small substantially below years or longer or as a Against  Against  Against  Against

#### **SAP SE**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction
9	Approve Remuneration Policy for the Management Board	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive shar not allow vesting of incentive awards for s periods for long-term incentive plans to 5	reholder value over a su Substantially below medi	ifficiently long period of time. The li ian performance. Companies shoul	remuneration d consider	on committee should extending vesting
10	Approve Remuneration Policy for the Supervisory Board	Mgmt	For	For	For
11.1	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For	For
11.2	Amend Articles Re: Participation of Supervisory Board Members in the Virtual Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For

## **Universal Music Group NV**

**Meeting Date:** 05/11/2023 **Country:** Netherlands

Meeting Type: Annual

Ticker: UMG

Primary ISIN: NL0015000IY2 Primary SEDOL: BNZGVV1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
	Annual Meeting Agenda	Mgmt				
1	Open Meeting	Mgmt				
2	Receive Annual Report	Mgmt				
3	Approve Remuneration Report	Mgmt	For	Against	Against	
	material changes in the business or in the role and responsibilities of executive directors. Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.					
4	Adopt Financial Statements	Mgmt	For	For	For	
5.a	Receive Explanation on Company's Dividend Policy	Mgmt				
5.b	Approve Dividends	Mgmt	For	For	For	
6.a	Approve Discharge of Executive Directors	Mgmt	For	For	For	
6.b	Approve Discharge of Non-Executive Directors	Mgmt	For	For	For	
7.a	Reelect Lucian Grainge as Executive Director	Mgmt	For	For	For	

## **Universal Music Group NV**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7.b	Approve Supplement to the Company's Remuneration Policy in Respect of Lucian Grainge	Mgmt	For	Against	Against
	Voter Rationale: All exceptional awards shaddition to and above that expected of dipay. Larger severance packages should be clearly disclosed and include robust and sover a sufficiently long period of time. Lor not be allowed to vest within 3 years since incentive plans to 5 years or longer or as place a procedure which would enable it, on the part of any of its executive director shareholders, to ensure that any funds with the same to the same that any funds with the same that t	rectors as a normal part e subject to a separate s tretching performance to ng-term incentive award e the date of grant. Con a minimum introduce ar should it identify any fa rs and other key manag	of their jobs. Severance payments shareholder approval. Incentive awargets to reward strong performances should be used to incentivise long apanies should consider extending a additional holding or deferral periods of manipulation of reported indiverse which were detrimental to the left.	should not ards to exe ce and drive g-term peri vesting per od. The col icators or o	t exceed two year's cutives should be e shareholder value formance and should iods for long-term mpany should put in ther bad faith actions
8.a	Reelect Sherry Lansing as Non-Executive Director	Mgmt	For	Abstain	Abstain
	Voter Rationale: The Company should put minimum expectation is that women shou		- ,	l. In develo	ped markets, our
8.b	Reelect Anna Jones as Non-Executive Director	Mgmt	For	Against	Against
	Voter Rationale: In recent years, this is no company. Due to ongoing concerns regard their re-election to the board. Companies their key shareholders to understand the address shareholder concerns.	ding decisions taken by that received high level	the remuneration committee chair, s of dissent on remuneration-relate	we are not d proposal:	t inclined to support s should engage with
8.c	Reelect Luc van Os as Non-Executive Director	Mgmt	For	Against	Against
	Voter Rationale: The audit committee sho impartiality and effectiveness.	uld be fully independent	t and this director's membership co	uld hampe	r the committee's
8.d	Elect Haim Saban as Non-Executive Director	Mgmt	For	For	For
9	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
10	Ratify Auditors	Mgmt	For	For	For
11	Other Business (Non-Voting)	Mgmt			
12	Close Meeting	Mgmt			

## Compagnie Generale des Etablissements Michelin SCA

Meeting Date: 05/12/2023 Country: France Ticker: ML

Meeting Type: Annual/Special

TICKCITTIE

Primary ISIN: FR001400AJ45 Primary SEDOL: BPBPJ01

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
2	Approve Allocation of Income and Dividends of EUR 1.25 per Share	Mgmt	For	For	For

### **Compagnie Generale des Etablissements Michelin SCA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For	For
5	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
6	Approve Remuneration Policy of General Managers	Mgmt	For	Abstain	Abstain
	Voter Rationale: Companies should consist minimum introduce an additional holding should it identify any facts of manipulation directors and other key managers which wrongfully obtained in such manner are i	or deferral period. n of reported indic were detrimental t	The company should put ators or other bad faith a	t in place a procedure who ctions on the part of any	ich would enable it, of its executive
7	Approve Remuneration Policy of Supervisory Board Members	Mgmt	For	For	For
8	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
9	Approve Compensation of Florent Menegaux	Mgmt	For	Against	Against
	Voter Rationale: Significant salary increas	ses should be linke	d to material changes in t	the business or in the role	and responsibilities of
	Voter Rationale: Significant salary increase executive directors. Companies should cominimum introduce an additional holding should it identify any facts of manipulation directors and other key managers which wrongfully obtained in such manner are necessity.	nsider extending v or deferral period. n of reported indic were detrimental t	esting periods for long-te The company should put ators or other bad faith a	erm incentive plans to 5 ye t in place a procedure wh cctions on the part of any	ears or longer or as a ich would enable it, of its executive
10	executive directors. Companies should co minimum introduce an additional holding should it identify any facts of manipulatio directors and other key managers which	nsider extending v or deferral period. n of reported indic were detrimental t	esting periods for long-te The company should put ators or other bad faith a	erm incentive plans to 5 ye t in place a procedure wh cctions on the part of any	ears or longer or as a ich would enable it, of its executive
10	executive directors. Companies should co minimum introduce an additional holding should it identify any facts of manipulatio directors and other key managers which wrongfully obtained in such manner are i	nsider extending v or deferral period. In of reported indic were detrimental t repaid to it.  Mgmt  Ses should be linke sunsider extending v or deferral period. In of reported indic were detrimental t	resting periods for long-te The company should put ators or other bad faith a to the long-term interests For d to material changes in t resting periods for long-te The company should put ators or other bad faith a	erm incentive plans to 5 yet in place a procedure who ctions on the part of any of its shareholders, to end Against the business or in the role orm incentive plans to 5 yet in place a procedure who ctions on the part of any	ears or longer or as a ich would enable it, of its executive sure that any funds  Against  and responsibilities of ears or longer or as a ich would enable it, of its executive
10 11	executive directors. Companies should cominimum introduce an additional holding should it identify any facts of manipulation directors and other key managers which wrongfully obtained in such manner are not approve Compensation of Yves Chapot Voter Rationale: Significant salary increase executive directors. Companies should cominimum introduce an additional holding should it identify any facts of manipulation directors and other key managers which the should it identify any facts of manipulation directors and other key managers which the should it identify any facts of manipulation directors and other key managers which the should it identify any facts of manipulation directors and other key managers which the should it identify any facts of manipulation directors and other key managers which the should it identify any facts of manipulation directors and other key managers which the should be	nsider extending v or deferral period. In of reported indic were detrimental t repaid to it.  Mgmt  Ses should be linke sunsider extending v or deferral period. In of reported indic were detrimental t	resting periods for long-te The company should put ators or other bad faith a to the long-term interests For d to material changes in t resting periods for long-te The company should put ators or other bad faith a	erm incentive plans to 5 yet in place a procedure who ctions on the part of any of its shareholders, to end Against the business or in the role orm incentive plans to 5 yet in place a procedure who ctions on the part of any	ears or longer or as a ich would enable it, of its executive sure that any funds  Against  and responsibilities of ears or longer or as a ich would enable it, of its executive
	executive directors. Companies should cominimum introduce an additional holding should it identify any facts of manipulation directors and other key managers which wrongfully obtained in such manner are not approve Compensation of Yves Chapot Voter Rationale: Significant salary increase executive directors. Companies should cominimum introduce an additional holding should it identify any facts of manipulation directors and other key managers which wrongfully obtained in such manner are not approve Compensation of Barbara Dalibard, Chairwoman of Supervisory	ensider extending von deferral period. In of reported indictivere detrimental to the paid to it.  Mgmt It is should be linket in the period to it.	resting periods for long-te The company should put ators or other bad faith a to the long-term interests For d to material changes in t resting periods for long-te The company should put tators or other bad faith a to the long-term interests	erm incentive plans to 5 yet in place a procedure who ctions on the part of any of its shareholders, to end the business or in the role true incentive plans to 5 yet in place a procedure who ctions on the part of any of its shareholders, to end	ears or longer or as a ich would enable it, of its executive sure that any funds  Against  and responsibilities of ears or longer or as a ich would enable it, of its executive sure that any funds
11	executive directors. Companies should cominimum introduce an additional holding should it identify any facts of manipulation directors and other key managers which wrongfully obtained in such manner are in the Approve Compensation of Yves Chapot Voter Rationale: Significant salary increase executive directors. Companies should cominimum introduce an additional holding should it identify any facts of manipulation directors and other key managers which wrongfully obtained in such manner are in Approve Compensation of Barbara Dalibard, Chairwoman of Supervisory Board  Elect Barbara Dalibard as Supervisory	ensider extending vor deferral period. In of reported indictivere detrimental trepaid to it.  Mgmt  Sees should be linkerensider extending vor deferral period. In of reported indictivere detrimental trepaid to it.  Mgmt  Mgmt  Mgmt  Mgmt  Mgmt  Mgmt  Mgmt  At a Lead Independiccession process fi	resting periods for long-tee. The company should put ators or other bad faith a to the long-term interests.  For d to material changes in the desting periods for long-tee. The company should put ators or other bad faith a to the long-term interests.  For For the Chairman, and active the Chairman, and active the company should put ators or other bad faith a to the long-term interests.	rm incentive plans to 5 yet in place a procedure who ctions on the part of any of its shareholders, to end against the business or in the role orm incentive plans to 5 yet in place a procedure who ctions on the part of any of its shareholders, to end For For appropriate checks and be as a point of contact for standard who contact for standard procedure who contact for standard point of contact for standard procedure.	ears or longer or as a ich would enable it, of its executive sure that any funds  Against  and responsibilities of ears or longer or as a ich would enable it, of its executive sure that any funds  For  For  For  alances on the Board, shareholders,
11	executive directors. Companies should cominimum introduce an additional holding should it identify any facts of manipulation directors and other key managers which wrongfully obtained in such manner are in the Approve Compensation of Yves Chapot Voter Rationale: Significant salary increase executive directors. Companies should cominimum introduce an additional holding should it identify any facts of manipulation directors and other key managers which wrongfully obtained in such manner are in Approve Compensation of Barbara Dalibard, Chairwoman of Supervisory Board  Elect Barbara Dalibard as Supervisory Board Member  Voter Rationale: The board should appoint support the Chairman, ensure orderly support the Chairman, ensure orderly support executive directors and senior executive	ensider extending vor deferral period. In of reported indictivere detrimental trepaid to it.  Mgmt  Sees should be linkerensider extending vor deferral period. In of reported indictivere detrimental trepaid to it.  Mgmt  Mgmt  Mgmt  Mgmt  Mgmt  Mgmt  Mgmt  At a Lead Independiccession process fi	resting periods for long-tee. The company should put ators or other bad faith a to the long-term interests.  For d to material changes in the desting periods for long-tee. The company should put ators or other bad faith a to the long-term interests.  For For the Chairman, and active the Chairman, and active the company should put ators or other bad faith a to the long-term interests.	rm incentive plans to 5 yet in place a procedure who ctions on the part of any of its shareholders, to end against the business or in the role orm incentive plans to 5 yet in place a procedure who ctions on the part of any of its shareholders, to end For For appropriate checks and be as a point of contact for standard who contact for standard procedure who contact for standard point of contact for standard procedure.	ears or longer or as a ich would enable it, of its executive sure that any funds  Against  and responsibilities of ears or longer or as a ich would enable it, of its executive sure that any funds  For  For  For  alances on the Board, shareholders,
11 12	executive directors. Companies should cominimum introduce an additional holding should it identify any facts of manipulation directors and other key managers which wrongfully obtained in such manner are not approve Compensation of Yves Chapot  Voter Rationale: Significant salary increase executive directors. Companies should cominimum introduce an additional holding should it identify any facts of manipulation directors and other key managers which wrongfully obtained in such manner are not approve Compensation of Barbara Dalibard, Chairwoman of Supervisory Board  Elect Barbara Dalibard as Supervisory Board Member  Voter Rationale: The board should appoint support the Chairman, ensure orderly sunon-executive directors and senior executinappropriate.  Elect Aruna Jayanthi as Supervisory	ensider extending was deferral period. In of reported indictivere detrimental trepaid to it.  Mgmt  The sess should be linken trepaid to it.  Mgmt  The should be linken trepaid to it.  Mgmt  The should be linken trepaid to it.  Mgmt  Mgmt  Mgmt  Mgmt  Mgmt  Mgmt  Mgmt  Mgmt  The a Lead Independencession process for the should be linken to it.	resting periods for long-tee. The company should put ators or other bad faith a to the long-term interests.  For d to material changes in the esting periods for long-tee. The company should put ators or other bad faith a to the long-term interests.  For For For dent Director to establish a control of the Chairman, and act of the Chairman a	rm incentive plans to 5 yet in place a procedure who ctions on the part of any of its shareholders, to end against the business or in the role trim incentive plans to 5 yet in place a procedure who ctions on the part of any of its shareholders, to end For For appropriate checks and be as a point of contact for stion through the board Character who can be suppressed to the process of the p	ears or longer or as a a cich would enable it, of its executive sure that any funds  Against  Against  And responsibilities of ears or longer or as a cich would enable it, of its executive sure that any funds  For  For  For  alances on the Board, shareholders, eairman are considered

Voter Rationale: Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.

### Compagnie Generale des Etablissements Michelin SCA

oposal umber	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction
15	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
16	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For

#### **HelloFresh SE**

Meeting Date: 05/12/2023

Country: Germany

Meeting Type: Annual

Ticker: HFG

Primary ISIN: DE000A161408

Primary SEDOL: BYWH8S0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt			
2	Approve Allocation of Income and Omission of Dividends	Mgmt	For	For	For
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	For	For
5	Ratify KPMG AG as Auditors for Fiscal Year 2023, for the Review of Interim Financial Statements for the Fiscal Year 2023 and for the Review of Interim Financial Statements Until 2024 AGM	Mgmt	For	For	For
6.1	Elect John Rittenhouse to the Supervisory Board	Mgmt	For	Against	Abstain
	Voter Rationale: The director is chair of the the remuneration concerns.	e board and chair	of the remuneration c	ommittee, ABTENTION of vo	oting is warranted on
6.2	Elect Ursula Radeke-Pietsch to the Supervisory Board	Mgmt	For	For	For
6.3	Elect Susanne Schroeter-Crossan to the Supervisory Board	Mgmt	For	For	For
6.4	Elect Stefan Smalla to the Supervisory Board	Mgmt	For	For	For
6.5	Elect Derek Zissman to the Supervisory Board	Mgmt	For	For	For

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.

#### **HelloFresh SE**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction	
8	Amend Articles Re: Supervisory Board Term of Office	Mgmt	For	Against	Against	
	Voter Rationale: Changes in company's a	articles or by-laws sh	ould not erode shareholder rights.			
9	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For	For	
10	Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For	

### **ASM International NV**

**Meeting Date:** 05/15/2023 **Country:** Netherlands

Meeting Type: Annual

Ticker: ASM

Primary ISIN: NL0000334118 Primary SEDOL: 5165294

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction		
	Annual General Meeting	Mgmt					
1	Open Meeting	Mgmt					
2	Receive Report of Management Board (Non-Voting)	Mgmt					
3	Approve Remuneration Report	Mgmt	For	Against	For		
	Voter Rationale: We spoke with ASMI in February. Throughout the engagement we gain greater comfort with the remuneration practice and highlighted some improvements which we see now, improved disclosure on non-financial metrics for STIP. Over all the remuneration practices are inline with the local markets and a vote FOR is warranted.						
4	Adopt Financial Statements and Statutory Reports	Mgmt	For	For	For		
	Voter Rationale: Directors should be elect to shareholders.	ed by shareholders on	an annual basis in order to strengt	hen the acc	countability of the board		
5	Approve Dividends	Mgmt	For	For	For		
6	Approve Discharge of Management Board	Mgmt	For	For	For		
7	Approve Discharge of Supervisory Board	Mgmt	For	For	For		
8	Adopt Remuneration Policy for Management Board	Mgmt	For	Against	For		
	Voter Rationale: Notable changes to the renumeration policy was the max opportunity of the US based CTO. ASMI discussed the growth the business has seen and its new peer group of competitors and comfort was found with the aforementioned changes. With the US base executive package also came additional disclosure and safeguards. A vote FOR is warranted.						
9	Ratify KPMG Accountants N.V. as Auditors	Mgmt	For	For	For		
10a	Grant Board Authority to Issue Shares Up to 10 Percent of Issued Capital	Mgmt	For	For	For		
10b	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For	For		

#### **ASM International NV**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction
11	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
12	Other Business (Non-Voting)	Mgmt			
13	Close Meeting	Mgmt			
	11 12	11 Authorize Repurchase of Up to 10 Percent of Issued Share Capital 12 Other Business (Non-Voting)	Number Proposal Text Proponent  11 Authorize Repurchase of Up to 10 Mgmt Percent of Issued Share Capital  12 Other Business (Non-Voting) Mgmt	Number Proposal Text Proponent Rec  11 Authorize Repurchase of Up to 10 Mgmt For Percent of Issued Share Capital  12 Other Business (Non-Voting) Mgmt	Proposal Number Proposal Text Proponent Mgmt Rec Policy Rec  11 Authorize Repurchase of Up to 10 Percent of Issued Share Capital  12 Other Business (Non-Voting) Mgmt

## **Aeroports de Paris ADP**

Meeting Date: 05/16/2023 Country: France Ticker: ADP

Meeting Type: Annual/Special

Primary ISIN: FR0010340141 Primary SEDOL: B164FY1

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	Abstain
	Voter Rationale: ABSTAIN on annual repo and lack of a robust decarbonisation strate		ven concerns with disclos	ure on emissions in comp	parison to industry peers
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	Abstain
	Voter Rationale: ABSTAIN on annual repo and lack of a robust decarbonisation strate		ven concerns with disclos	ure on emissions in comp	parison to industry peers
3	Approve Allocation of Income and Dividends of EUR 3.13 per Share	Mgmt	For	For	For
4	Approve Transaction with the French State	Mgmt	For	For	For
5	Approve Transaction with Gestionnaire d'Infrastructure CDG Express	Mgmt	For	For	For
6	Approve Transaction with Gestionnaire d'Infrastructure CDG Express and SNCF Reseau	Mgmt	For	For	For
7	Approve Transaction with SNCF Reseau, la Caisse des Depots et Consignations, Gestionnaire d'Infrastructure CDG Express and BNP Paribas	Mgmt	For	For	For
8	Approve Transaction with Ecole Nationale de l'Aviation Civile and Airbus	Mgmt	For	For	For
9	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	Against	Against
	Voter Rationale: Vote AGAINST as this au	thority can be use	d as an antitakeover med	hanism.	
10	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
11	Approve Compensation of Augustin de Romanet, Chairman and CEO	Mgmt	For	Against	Against

## **Aeroports de Paris ADP**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12	Approve Remuneration Policy of Directors	Mgmt	For	For	For
13	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	Against	Against
	Voter Rationale: Vote AGAINST due to co	ncerns with disclosur	e governing incentive arrangemen	ts.	
14	Ratify Appointment of Didier Martin as Censor	Mgmt	For	Against	Against
	Voter Rationale: Vote AGAINST item. No bear no legal liability toward shareholder circumstances and if their presence adds	s. Censors should be	appointed only in the event of exc	eptional and t	temporary
15	Ratify Appointment of Stephane Raison as Director	Mgmt	For	Against	Against
	Voter Rationale: Vote AGAINST due to co	ncerns with the balar	nce of the board.		
	Extraordinary Business	Mgmt			
16	Authorize up to 0.1 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	Against	For
	Voter Rationale: Long-term incentive aww within 3 years since the date of grant. T facts of manipulation of reported indicate managers which were detrimental to the manner are repaid to it.	he company should p ors or other bad faith	ut in place a procedure which wou actions on the part of any of its ex	ild enable it, s ecutive direct	should it identify any tors and other key
	Ordinary Business	Mgmt			
17	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For
	Voter Rationale: Long-term incentive awawithin 3 years since the date of grant. The facts of manipulation of reported indicated managers which were detrimental to the manner are repaid to it.	ne company should pu ors or other bad faith i	nt in place a procedure which woun actions on the part of any of its ex	ld enable it, si recutive direct	hould it identify any tors and other key
	Proposal Submitted by Comite Social et Economique	Mgmt			
Α	Approve Resolution on Social Policy and Revision of the Hiring Plan	SH	None	Refer	Against
	Voter Rationale: Vote AGAINST given the	lack of detail and ov	erstepping on the Board's respons	ibilities.	

### **BNP Paribas SA**

Ticker: BNP Meeting Date: 05/16/2023 Country: France

Meeting Type: Annual/Special

Primary ISIN: FR0000131104 Primary SEDOL: 7309681

#### Did Not Vote Due to Ballot Shareblocking

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	Do Not Vote

### **BNP Paribas SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	Do Not Vote
3	Approve Allocation of Income and Dividends of EUR 3.90 per Share	Mgmt	For	For	Do Not Vote
4	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	For	Do Not Vote
5	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	Do Not Vote
6	Reelect Jean Lemierre as Director	Mgmt	For	For	Do Not Vote
7	Reelect Jacques Aschenbroich as Director	Mgmt	For	For	Do Not Vote
8	Reelect Monique Cohen as Director	Mgmt	For	For	Do Not Vote
9	Reelect Daniela Schwarzer as Director	Mgmt	For	For	Do Not Vote
10	Approve Remuneration Policy of Directors	Mgmt	For	For	Do Not Vote
11	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	Do Not Vote
12	Approve Remuneration Policy of CEO and Vice-CEOs	Mgmt	For	Against	Do Not Vote
13	Approve Compensation Report of Corporate Officers	Mgmt	For	For	Do Not Vote
14	Approve Compensation of Jean Lemierre, Chairman of the Board	Mgmt	For	For	Do Not Vote
15	Approve Compensation of Jean-Laurent Bonnafe, CEO	Mgmt	For	Against	Do Not Vote
16	Approve Compensation of Yann Gerardin, Vice-CEO	Mgmt	For	Against	Do Not Vote
17	Approve Compensation of Thierry Laborde, Vice-CEO	Mgmt	For	Against	Do Not Vote
18	Approve the Overall Envelope of Compensation of Certain Senior Management, Responsible Officers and the Risk-takers	Mgmt	For	For	Do Not Vote
	Extraordinary Business	Mgmt			
19	Approve Issuance of Super-Subordinated Contigent Convertible Bonds without Preemptive Rights for Private Placements, up to 10 Percent of Issued Capital	Mgmt	For	For	Do Not Vote
20	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against	Do Not Vote
21	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	Do Not Vote
22	Amend Article 14 of Bylaws Re: Age Limit of Chairman of the Board	Mgmt	For	For	Do Not Vote
23	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	Do Not Vote

Proposal lumber	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Ordinary Business	Mgmt			
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
3	Approve Allocation of Income and Dividends of EUR 3.90 per Share	Mgmt	For	For	For
4	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	For	For
5	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
6	Reelect Jean Lemierre as Director	Mgmt	For	For	For
	non-executive directors and senior execuinappropriate.			•	
7	Reelect Jacques Aschenbroich as Director	Mgmt	For	For	For
		Mgmt Mgmt	For For	For For	For For
8	Director				
7 8 9 10	Director  Reelect Monique Cohen as Director	Mgmt	For	For	For
8	Director  Reelect Monique Cohen as Director  Reelect Daniela Schwarzer as Director  Approve Remuneration Policy of	Mgmt Mgmt	For For	For For	For For
8 9 10	Director  Reelect Monique Cohen as Director  Reelect Daniela Schwarzer as Director  Approve Remuneration Policy of Directors  Approve Remuneration Policy of	Mgmt Mgmt Mgmt	For For	For For	For For
8 9 10 11	Director  Reelect Monique Cohen as Director  Reelect Daniela Schwarzer as Director  Approve Remuneration Policy of Directors  Approve Remuneration Policy of Chairman of the Board  Approve Remuneration Policy of CEO	Mgmt Mgmt Mgmt Mgmt Mgmt cutives should be careholder value ove	For For For For allearly disclosed and incluer a sufficiently long period	For For For Against de robust and stretching of time. Substantial pay	For For For Against performance targets to-outs under incentive
8 9 10 11	Director  Reelect Monique Cohen as Director  Reelect Daniela Schwarzer as Director  Approve Remuneration Policy of Directors  Approve Remuneration Policy of Chairman of the Board  Approve Remuneration Policy of CEO and Vice-CEOs  Voter Rationale: Incentive awards to exe reward strong performance and drive she schemes should only be available for sup	Mgmt Mgmt Mgmt Mgmt Mgmt cutives should be careholder value ove	For For For For allearly disclosed and incluer a sufficiently long period	For For For Against de robust and stretching of time. Substantial pay	For For For Against performance targets to-outs under incentive

### **BNP Paribas SA**

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Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
15	Approve Compensation of Jean-Laurent Bonnafe, CEO	Mgmt	For	Against	Against
	Voter Rationale: Significant salary increase executive directors. Incentive awards to exto reward strong performance and drive shackmes should only be available for superproportion of incentive awards.	ecutives should l areholder value o	oe clearly disclosed and ir over a sufficiently long per	nclude robust and stretchi riod of time. Substantial pa	ng performance targets ay-outs under incentive
16	Approve Compensation of Yann Gerardin, Vice-CEO	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to execute reward strong performance and drive share schemes should only be available for superproportion of incentive awards.	eholder value ove	er a sufficiently long period	d of time. Substantial pay-	outs under incentive
17	Approve Compensation of Thierry Laborde, Vice-CEO	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to execute reward strong performance and drive share schemes should only be available for superproportion of incentive awards.	eholder value ove	er a sufficiently long period	d of time. Substantial pay-	outs under incentive
18	Approve the Overall Envelope of Compensation of Certain Senior Management, Responsible Officers and the Risk-takers	Mgmt	For	For	For
	Extraordinary Business	Mgmt			
19	Approve Issuance of Super-Subordinated Contigent Convertible Bonds without Preemptive Rights for Private Placements, up to 10 Percent of Issued Capital	Mgmt	For	For	For
20	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against	Against
	Voter Rationale: Options should be issued not exceed 20% on a fixed date.	at no less than n	narket price, except for an	all-employee plan where	the discount should
21	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
22	Amend Article 14 of Bylaws Re: Age Limit of Chairman of the Board	Mgmt	For	For	For
23	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For

## **Capgemini SE**

Meeting Date: 05/16/2023

Country: France

Meeting Type: Annual/Special

Ticker: CAP

**Primary ISIN:** FR0000125338

Primary SEDOL: 4163437

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
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
3	Approve Allocation of Income and Dividends of EUR 3.25 per Share	Mgmt	For	For	For
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For	For
5	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
6	Approve Compensation of Paul Hermelin, Chairman of the Board	Mgmt	For	Against	Against
	Voter Rationale: On early termination, an event of a change of control.	l share-based award	ds should be time pro-rate	ed and tested for perform	nance, including in the
7	Approve Compensation of Aiman Ezzat, CEO	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exe reward strong performance and drive sh schemes should only be available for sup proportion of incentive awards.	areholder value ovel	r a sufficiently long period	d of time. Substantial pay	-outs under incentive
8	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	For
9	Approve Remuneration Policy of CEO	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exe reward strong performance and drive sh schemes should only be available for sup proportion of incentive awards. Compan longer or as a minimum introduce an ad enable it, should it identify any facts of r executive directors and other key manag funds wrongfully obtained in such manna	areholder value over perior performance. ies should consider of ditional holding or di manipulation of repo pers which were deti	r a sufficiently long period Reaching threshold target extending vesting periods eferral period. The compa rted indicators or other ba	d of time. Substantial pay ts may warrant vesting of for long-term incentive p any should put in place a ad faith actions on the pa	-outs under incentive f only a small plans to 5 years or procedure which would art of any of its
10	Approve Remuneration Policy of Directors	Mgmt	For	For	For
11	Elect Megan Clarken as Director	Mgmt	For	For	For
12	Elect Ulrica Fearn as Director	Mgmt	For	For	For
13	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	Extraordinary Business	Mgmt			

## **Capgemini SE**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
14	Authorize up to 1.2 Percent of Issued Capital for Use in Restricted Stock Plans Under Performance Conditions Reserved for Employees and Corporate Officers	Mgmt	For	Against	Against
	Voter Rationale: Substantial pay-outs und targets may warrant vesting of only a sma long-term incentive plans to 5 years or lor should put in place a procedure which wo faith actions on the part of any of its exec of its shareholders, to ensure that any fun	all proportion of incention nger or as a minimum in uld enable it, should it in utive directors and othe	re awards. Companies should consi atroduce an additional holding or d identify any facts of manipulation o er key managers which were detrin	ider extend eferral perion f reported i	ling vesting periods for od. The company indicators or other bad
15	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For	For
16	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	Mgmt	For	For	For
17	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For

### **Deutsche Boerse AG**

Meeting Date: 05/16/2023

Country: Germany

Meeting Type: Annual

Ticker: DB1

Primary ISIN: DE0005810055 Primary SEDOL: 7021963

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt			
2	Approve Allocation of Income and Dividends of EUR 3.60 per Share	Mgmt	For	For	For
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	For	For
5.1	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For	For
5.2	Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For
5.3	Amend Articles Re: AGM Convocation	Mgmt	For	For	For
6	Amend Articles Re: Registration in the Share Register	Mgmt	For	For	For

### **Deutsche Boerse AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction
7	Approve Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive shar schemes should only be available for supe proportion of incentive awards.	reholder value over a su	ifficiently long period of time. Subs	tantial pay	outs under incentive
8	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2023 and for the Review of Interim Financial Statements for the First Half of Fiscal Year 2023	Mgmt	For	For	For

## **Elia Group SA/NV**

Meeting Date: 05/16/2023

Country: Belgium

Meeting Type: Annual

Ticker: ELI

Primary ISIN: BE0003822393 Primary

Primary SEDOL: B09M9F4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual General Meeting Agenda	Mgmt			
1	Receive Directors' Reports (Non-Voting)	Mgmt			
2	Receive Auditors' Reports (Non-Voting)	Mgmt			
3	Approve Financial Statements and Allocation of Income	Mgmt	For	For	For
4	Approve Amended Remuneration Policy	Mgmt	For	Against	Against
	disclosed and include robust and stretchin sufficiently long period of time. All cash or should require ex-ante shareholder appro	r share-based awards	and payments that fall outside the	companys r	emuneration policy
	sufficiently long period of time. All cash or should require ex-ante shareholder appro- should engage with their key shareholders company intends to address shareholder of plans to 5 years or longer or as a minimum	r share-based awards wal. Companies that rest to understand the racconcerns. Companies s	and payments that fall outside the ceived high levels of dissent on re tionale for opposition and explain should consider extending vesting	companys r muneration- in the next a	emuneration policy related proposals nnual report how the
5	sufficiently long period of time. All cash or should require ex-ante shareholder appro should engage with their key shareholder company intends to address shareholder of	r share-based awards aval. Companies that rest to understand the racconcerns. Companies smintroduce an addition Mgmt sutives should be clear as or in the role and responsals should engal report how the compa	and payments that fall outside the sceived high levels of dissent on retionale for opposition and explain should consider extending vesting nal holding or deferral period.  For  ly disclosed and include robust and sufficiently long period of time. Sign ponsibilities of executive directors are with their key shareholders to any intends to address shareholder.	companys r muneration- in the next a periods for la Against d stretching inificant sala Companies understand a concerns. Co	emuneration policy related proposals nnual report how the ong-term incentive  Against  Deformance targets to ry increases should be that received high the rationale for companies should
5	sufficiently long period of time. All cash or should require ex-ante shareholder approximately should engage with their key shareholder company intends to address shareholder or plans to 5 years or longer or as a minimum.  Approve Remuneration Report  Voter Rationale: Incentive awards to execute reward strong performance and drive shall linked to material changes in the business levels of dissent on remuneration-related opposition and explain in the next annual consider extending vesting periods for long	r share-based awards aval. Companies that rest to understand the racconcerns. Companies smintroduce an addition Mgmt sutives should be clear as or in the role and responsals should engal report how the compa	and payments that fall outside the sceived high levels of dissent on retionale for opposition and explain should consider extending vesting nal holding or deferral period.  For  ly disclosed and include robust and sufficiently long period of time. Sign ponsibilities of executive directors are with their key shareholders to any intends to address shareholder.	companys r muneration- in the next a periods for la Against d stretching inificant sala Companies understand a concerns. Co	emuneration policy related proposals nnual report how the ong-term incentive  Against  performance targets to ry increases should be that received high the rationale for companies should

## **Elia Group SA/NV**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Receive Consolidated Financial Statements and Statutory Reports (IFRS) (Non-Voting)	Mgmt			
9	Approve Discharge of Directors	Mgmt	For	For	For
10	Approve Discharge of Auditors	Mgmt	For	For	For
11	Reelect Bernard Gustin as Independent Director and Approve His Remuneration	Mgmt	For	Against	Against
	Voter Rationale: The company should redu dynamic board refreshment process. The C developed markets, our minimum expectal establish formal board-level oversight of ea	Company should put in pation is that women shou	place a policy to increase gender d Ild comprise at least 40% of the bo	iversity on pard. The c	the board. In ompany should
12	Reelect Roberte Kesteman as Independent Director and Approve Her Remuneration	Mgmt	For	Against	Against
	Voter Rationale: The company should redudynamic board refreshment process.	ice director terms and, i	ideally, introduce annual re-election	ns, in ordei	to facilitate a more
13	Reelect Dominique Offergeld as Director and Approve Remuneration	Mgmt	For	Against	Against
	Voter Rationale: The company should redu dynamic board refreshment process. The a the committee's impartiality and effectiven	audit committee should	,,	,	
14	Elect Eddy Vermoesen as Director and Approve Remuneration	Mgmt	For	Against	Against
	Voter Rationale: The company should redudenamic board refreshment process.	ice director terms and, i	ideally, introduce annual re-election	ns, in ordei	to facilitate a more
15	Elect Bernard Thiry as Director and Approve Remuneration	Mgmt	For	Against	Against
	Voter Rationale: The company should redudynamic board refreshment process.	ice director terms and, i	ideally, introduce annual re-election	ns, in ordei	to facilitate a more
16	Receive Information on Resignation of Luc De Temmerman as Independent Director and Cecile Flandre as Director	Mgmt	For	For	For
17	Ratify EY and BDO as Auditors and Approve Auditors' Remuneration	Mgmt	For	Against	Against
	Voter Rationale: Companies that have had bringing in a new auditing firm.	the same auditor for a	period of over 10 years should con	nsider a pla	n or tender process for
18	Transact Other Business	Mgmt			

### Fresenius Medical Care AG & Co. KGaA

Meeting Date: 05/16/2023 Country: Germany Ticker: FME

Meeting Type: Annual

Primary ISIN: DE0005785802 Primary SEDOL: 5129074

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year 2022	Mgmt	For	For	For

### Fresenius Medical Care AG & Co. KGaA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction			
2	Approve Allocation of Income and Dividends of EUR 1.12 per Share	Mgmt	For	For	For			
3	Approve Discharge of Personally Liable Partner for Fiscal Year 2022	Mgmt	For	For	For			
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	For	For			
5	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2023 and for the Review of Interim Financial Statements for the First Half of Fiscal Year 2023	Mgmt	For	For	For			
6	Approve Remuneration Report	Mgmt	For	Against	Against			
	Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. Former CEO Carla Kriwet resigned after two months "at her own request" but was awarded EUR 3.2 million in total payments (including fixed, variable, and severance payments) in fiscal year 2022. Kriwet is also entitled to use her company car until Dec. 5, 2024. Further, another EUR 1.8 million in compensation for a two-year non-competition agreement was granted.							
7	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For	For			

## **Amundi Funds European Equity Value**

Meeting Date: 05/17/2023 Country: Luxembourg Ticker: X137

**Meeting Type:** Extraordinary Shareholders

Primary ISIN: LU1883314244 Primary SEDOL: BHLPL09

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Add New Article 34 Re: Money Laundering and Terrorist Financing	Mgmt	For	For	For
2	Amend Article 23 Re: Allow Redemption in Kind	Mgmt	For	For	For
3	Amend Article 26 Re: Allow Subscription in Kind	Mgmt	For	For	For
4	Approve Full Restatement of the Articles of Incorporation	Mgmt	For	For	For
5	Approve Date of the Extraordinary General Meeting as the Effective Date of the Above Resolutions	Mgmt	For	For	For
6	Transact Other Business (Voting)	Mgmt	For	Against	Against
	Votor Pationalo: Any Other Rusiness' show	uld not ho a voting itom	1		

Voter Rationale: Any Other Business' should not be a voting item.

### **Amundi Funds Pioneer US Equity Fundamental Growth**

Meeting Date: 05/17/2023

Country: Luxembourg

Ticker: X13K

Meeting Type: Extraordinary Shareholders

Primary ISIN: LU1883854199

Primary SEDOL: BKT9MX4

Add New Article 34 Re: Money Laundering and Terrorist Financing Amend Article 23 Re: Allow Redemption in Kind Amend Article 26 Re: Allow Subscription in Kind	Mgmt Mgmt Mgmt	For For	For -	For
in Kind  Amend Article 26 Re: Allow Subscription	J			For
	Mgmt	For	_	
III KIIIU		. 0.	For	For
Approve Full Restatement of the Articles of Incorporation	Mgmt	For	For	For
Approve Date of the Extraordinary General Meeting as the Effective Date of the Above Resolutions	Mgmt	For	For	For
Transact Other Rusiness (Voting)	Mgmt	For	Against	Against
	General Meeting as the Effective Date of	General Meeting as the Effective Date of the Above Resolutions	General Meeting as the Effective Date of the Above Resolutions	General Meeting as the Effective Date of the Above Resolutions

### **Amundi Funds US Pioneer Fund**

Meeting Date: 05/17/2023

Country: Luxembourg

**Meeting Type:** Extraordinary Shareholders

Ticker: X13Q

Primary ISIN: LU1883872332 Primary SEDOL: BKT9MW3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Add New Article 34 Re: Money Laundering and Terrorist Financing	Mgmt	For	For	For
2	Amend Article 23 Re: Allow Redemption in Kind	Mgmt	For	For	For
3	Amend Article 26 Re: Allow Subscription in Kind	Mgmt	For	For	For
4	Approve Full Restatement of the Articles of Incorporation	Mgmt	For	For	For
5	Approve Date of the Extraordinary General Meeting as the Effective Date of the Above Resolutions	Mgmt	For	For	For
6	Transact Other Business (Voting)	Mgmt	For	Against	Against
	Mateu Betieveles Ans Other Business and abou	ıld nat ha a vatina it			

Voter Rationale: Any Other Business' should not be a voting item.

### **Baillie Gifford Worldwide Positive Change Fund**

Meeting Date: 05/17/2023

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

Ticker: N/A

Primary ISIN: IE00BK70ZP28

Primary SEDOL: BK70ZP2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports and Review the Company's Affairs	Mgmt	For	For	For
2	Ratify Auditors	Mgmt	For	For	For
3	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For

### **Credit Agricole SA**

Meeting Date: 05/17/2023

Country: France

Meeting Type: Annual/Special

Ticker: ACA

Primary ISIN: FR0000045072 Primary SEDOL: 7262610

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
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
3	Approve Allocation of Income and Dividends of EUR 1.05 per Share	Mgmt	For	For	For
4	Approve Transaction with CACIB Re: Compensation Distribution Agreement	Mgmt	For	For	For
5	Approve Transaction with CACIB Re: Business Transfer Agreement	Mgmt	For	For	For
6	Elect Carol Sirou as Director	Mgmt	For	For	For
7	Reelect Agnes Audier as Director	Mgmt	For	Against	Against
	Voter Rationale: In recent years, this is r company. Due to ongoing concerns rega their re-election to the board.				
8	Reelect Sonia Bonnet-Bernard as Director	Mgmt	For	For	For
9	Reelect Marie-Claire Daveu as Director	Mgmt	For	Against	Against
	Voter Rationale: Nominees who also servexternal directorship to ensure they have company situations requiring substantial	sufficient time and			
10	Reelect Alessia Mosca as Director	Mgmt	For	Against	Against
	Voter Rationale: In the context of increase	singly complex inte	rnational accounting stand	dards, the audit committe	ee benefits from

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

# **Credit Agricole SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction			
11	Reelect Hugues Brasseur as Director	Mgmt	For	Against	Against			
	Voter Rationale: For controlled companies appropriate balance of independence and membership could hamper the committee	objectivity. The audit of	committee should be fully independ					
12	Reelect Pascal Lheureux as Director	Mgmt	For	Against	Against			
	Voter Rationale: For controlled companies appropriate balance of independence and membership could hamper the committee	objectivity. The remun	eration committee should be indep					
13	Reelect Eric Vial as Director	Mgmt	For	Against	Against			
	Voter Rationale: For controlled companies appropriate balance of independence and		ude at least 33% independent non	-executive (	directors to ensure			
14	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	For			
15	Approve Remuneration Policy of CEO	Mgmt	For	Against	Against			
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha	,		stretching ,	performance targets to			
16	Approve Remuneration Policy of Xavier Musca, Vice-CEO	Mgmt	For	Against	Against			
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha linked to material changes in the business	reholder value over a s	ufficiently long period of time. Sign					
17	Approve Remuneration Policy of Jerome Grivet, Vice-CEO	Mgmt	For	Against	Against			
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.							
18	Approve Remuneration Policy of Olivier Gavalda, Vice-CEO	Mgmt	For	Against	Against			
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha	,		stretching ,	performance targets to			
19	Approve Remuneration Policy of Directors	Mgmt	For	For	For			
20	Approve Compensation of Dominique Lefebvre, Chairman of the Board	Mgmt	For	For	For			
21	Approve Compensation of Philippe Brassac, CEO	Mgmt	For	Against	Against			
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha schemes should only be available for supe proportion of incentive awards.	reholder value over a s	ufficiently long period of time. Sub	stantial pay	r-outs under incentive			
22	Approve Compensation of Xavier Musca, Vice-CEO	Mgmt	For	Against	Against			
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha schemes should only be available for supe proportion of incentive awards.	reholder value over a s	ufficiently long period of time. Sub	stantial pay	-outs under incentive			
23	Approve Compensation of Jerome Grivet, Vice-CEO	Mgmt	For	Against	Against			
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha schemes should only be available for supe proportion of incentive awards.	reholder value over a s	ufficiently long period of time. Sub	stantial pay	-outs under incentive			

## **Credit Agricole SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction				
24	Approve Compensation of Olivier Gavalda, Vice-CEO	Mgmt	For	Against	Against				
	Voter Rationale: Incentive awards to exec reward strong performance and drive shar schemes should only be available for supe proportion of incentive awards.	reholder value over a si	ufficiently long period of time. Subs	stantial pay	outs under incentive				
25	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For				
26	Approve the Aggregate Remuneration Granted in 2022 to Senior Management, Responsible Officers and Regulated Risk-Takers	Mgmt	For	For	For				
27	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For				
	Extraordinary Business	Mgmt							
28	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against	Against				
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.								
29	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of the Group Subsidiaries	Mgmt	For	Against	Against				
	Voter Rationale: Options should be issued not exceed 20% on a fixed date.	at no less than market	price, except for an all-employee	plan where	the discount should				
30	Authorize up to 0.75 Percent of Issued Capital for Use in Restricted Stock Plans Reserved for Employees and Corporate Officers With Performance Conditions Attached	Mgmt	For	For	For				
31	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For				
	Shareholder Proposals Submitted by FCPE Credit Agricole SA Actions	Mgmt							
Α	Amending Items 28 and 29 of Current Meeting to Apply a Fixed Discount on Shares	SH	Against	Refer	Against				

### **Deutsche Bank AG**

Meeting Date: 05/17/2023 Country: Germany Ticker: DBK

Meeting Type: Annual

Primary ISIN: DE0005140008 Primary SEDOL: 5750355

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt			

### **Deutsche Bank AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Allocation of Income and Dividends of EUR 0.30 per Share	Mgmt	For	For	For
3.1	Approve Discharge of Management Board Member Christian Sewing for Fiscal Year 2022	Mgmt	For	For	For
3.2	Approve Discharge of Management Board Member James von Moltke for Fiscal Year 2022	Mgmt	For	For	For
3.3	Approve Discharge of Management Board Member Karl von Rohr for Fiscal Year 2022	Mgmt	For	For	For
3.4	Approve Discharge of Management Board Member Fabrizio Campelli for Fiscal Year 2022	Mgmt	For	For	For
3.5	Approve Discharge of Management Board Member Bernd Leukert for Fiscal Year 2022	Mgmt	For	For	For
3.6	Approve Discharge of Management Board Member Stuart Lewis (until May 19, 2022) for Fiscal Year 2022	Mgmt	For	For	For
3.7	Approve Discharge of Management Board Member Alexander von zur Muehlen for Fiscal Year 2022	Mgmt	For	For	For
3.8	Approve Discharge of Management Board Member Christiana Riley for Fiscal Year 2022	Mgmt	For	For	For
3.9	Approve Discharge of Management Board Member Rebecca Short for Fiscal Year 2022	Mgmt	For	For	For
3.10	Approve Discharge of Management Board Member Stefan Simon for Fiscal Year 2022	Mgmt	For	For	For
3.11	Approve Discharge of Management Board Member Olivier Vigneron for Fiscal Year 2022	Mgmt	For	For	For
4.1	Approve Discharge of Supervisory Board Member Alexander Wynaendts (from May 19, 2022) for Fiscal Year 2022	Mgmt	For	For	For
4.2	Approve Discharge of Supervisory Board Member Paul Achleitner (until May 19, 2022) for Fiscal Year 2022	Mgmt	For	For	For
4.3	Approve Discharge of Supervisory Board Member Detlef Polaschek for Fiscal Year 2022	Mgmt	For	For	For
4.4	Approve Discharge of Supervisory Board Member Norbert Winkeljohann for Fiscal Year 2022	Mgmt	For	For	For
4.5	Approve Discharge of Supervisory Board Member Ludwig Blomeyer-Bartenstein for Fiscal Year 2022	Mgmt	For	For	For
4.6	Approve Discharge of Supervisory Board Member Mayree Clark for Fiscal Year 2022	Mgmt	For	For	For

### **Deutsche Bank AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.7	Approve Discharge of Supervisory Board Member Jan Duscheck for Fiscal Year 2022	Mgmt	For	For	For
4.8	Approve Discharge of Supervisory Board Member Manja Eifert (from April 7, 2022) for Fiscal Year 2022	Mgmt	For	For	For
4.9	Approve Discharge of Supervisory Board Member Gerhard Eschelbeck (until May 19, 2022) for Fiscal Year 2022	Mgmt	For	For	For
4.10	Approve Discharge of Supervisory Board Member Sigmar Gabriel Fiscal Year 2022	Mgmt	For	For	For
4.11	Approve Discharge of Supervisory Board Member Timo Heider for Fiscal Year 2022	Mgmt	For	For	For
4.12	Approve Discharge of Supervisory Board Member Martina Klee for Fiscal Year 2022	Mgmt	For	For	For
4.13	Approve Discharge of Supervisory Board Member Henriette Mark (until March 31, 2022) for Fiscal Year 2022	Mgmt	For	For	For
4.14	Approve Discharge of Supervisory Board Member Gabriele Platscher for Fiscal Year 2022	Mgmt	For	For	For
4.15	Approve Discharge of Supervisory Board Member Bernd Rose for Fiscal Year 2022	Mgmt	For	For	For
4.16	Approve Discharge of Supervisory Board Member Yngve Slyngstad (from May 19, 2022) for Fiscal Year 2022	Mgmt	For	For	For
4.17	Approve Discharge of Supervisory Board Member John Thain for Fiscal Year 2022	Mgmt	For	For	For
4.18	Approve Discharge of Supervisory Board Member Michele Trogni for Fiscal Year 2022	Mgmt	For	For	For
4.19	Approve Discharge of Supervisory Board Member Dagmar Valcarcel for Fiscal Year 2022	Mgmt	For	For	For
4.20	Approve Discharge of Supervisory Board Member Stefan Viertel for Fiscal Year 2022	Mgmt	For	For	For
4.21	Approve Discharge of Supervisory Board Member Theodor Weimer for Fiscal Year 2022	Mgmt	For	For	For
4.22	Approve Discharge of Supervisory Board Member Frank Werneke for Fiscal Year 2022	Mgmt	For	For	For
4.23	Approve Discharge of Supervisory Board Member Frank Witter for Fiscal Year 2022	Mgmt	For	For	For

### **Deutsche Bank AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Ratify Ernst & Young GmbH as Auditors for Fiscal Year 2023, for the Review of Interim Financial Statements for the First Half of Fiscal Year 2023 and for the Review of Interim Financial Statements Until 2024 AGM	Mgmt	For	For	For
6	Approve Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to execute reward strong performance and drive share used to incentivise long-term performance pay-outs under incentive schemes should of only a small proportion of incentive awas substantially below median performance.	reholder value over a su e and should not be allo only be available for su	officiently long period of time. Long wed to vest within 3 years since th Derior performance. Reaching thres	term incer e date of g shold targe	ntive awards should be rant. Substantial ts may warrant vesting
7	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	Against	Against
	Voter Rationale: Shares should not be repu	urchased at a premium,	discount to the market price of mo	ore than 10	%.
8	Authorize Use of Financial Derivatives when Repurchasing Shares	Mgmt	For	For	For
9.1	Elect Mayree Clark to the Supervisory Board	Mgmt	For	Abstain	Abstain
	Voter Rationale: The Company should put minimum expectation is that women should			d. In develo	ped markets, our
9.2	Elect John Thain to the Supervisory Board	Mgmt	For	For	For
9.3	Elect Michele Trogni to the Supervisory Board	Mgmt	For	For	For
9.4	Elect Norbert Winkeljohann to the Supervisory Board	Mgmt	For	Against	Against
	Voter Rationale: In recent years, this is no company. Due to ongoing concerns regard their re-election to the board.				•
10.1	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For	For
10.2	Amend Articles Re: Video and Audio Transmission of the General Meeting	Mgmt	For	For	For
10.3	Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For
10.4	Amend Articles Re: Registration in the Share Register	Mgmt	For	For	For
11	Approve Remuneration Policy for the Supervisory Board	Mgmt	For	For	For

### **E.ON SE**

Meeting Date: 05/17/2023 Country: Germany Ticker: EOAN

Meeting Type: Annual

Primary ISIN: DE000ENAG999 Primary SEDOL: 4942904

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt			
2	Approve Allocation of Income and Dividends of EUR 0.51 per Share	Mgmt	For	For	For
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	For	For
5.1	Ratify KPMG AG as Auditors for Fiscal Year 2023	Mgmt	For	For	For
5.2	Ratify KPMG AG KPMG as Auditors for the Review of Interim Financial Statements for Fiscal Year 2023	Mgmt	For	For	For
5.3	Ratify KPMG AG as Auditors for the Review of Interim Financial Statements for the First Quarter of Fiscal Year 2024	Mgmt	For	For	For
6	Approve Remuneration Report	Mgmt	For	Against	Against
	executive directors. Incentive awards to e. to reward strong performance and drive si				
7	executive directors. Incentive awards to e. to reward strong performance and drive si should not allow vesting of incentive awar vesting periods for long-term incentive pla  Approve Increase in Size of Board to 16 Members	hareholder value d ds for substantiall	over a sufficiently long pe y below median perform	eriod of time. The remune ance. Companies should c	ration committee onsider extending
7 8.1	to reward strong performance and drive si should not allow vesting of incentive awar vesting periods for long-term incentive pla Approve Increase in Size of Board to 16	hareholder value o ds for substantiall ns to 5 years or lo	over a sufficiently long po y below median perform onger or as a minimum in	eriod of time. The remune. ance. Companies should c ntroduce an additional hold	ration committee onsider extending ding or deferral period.
	to reward strong performance and drive so should not allow vesting of incentive awar vesting periods for long-term incentive pla Approve Increase in Size of Board to 16 Members Elect Erich Clementi to the Supervisory	hareholder value of ds for substantially ins to 5 years or longer than the Mgmt  Mgmt  in place a policy to the substantial in the substantial int	over a sufficiently long por by below median perform onger or as a minimum in For For	eriod of time. The remune. ance. Companies should controduce an additional hold For Abstain	ration committee consider extending ding or deferral period.  For  Abstain
	to reward strong performance and drive so should not allow vesting of incentive awar vesting periods for long-term incentive pla Approve Increase in Size of Board to 16 Members Elect Erich Clementi to the Supervisory Board Voter Rationale: The Company should put	hareholder value of ds for substantially ins to 5 years or loud in Mgmt  Mgmt  Mgmt  in place a policy of documents at least the substantial in th	over a sufficiently long por by below median perform onger or as a minimum in For For	eriod of time. The remune. ance. Companies should controduce an additional hold For Abstain	ration committee consider extending ding or deferral period.  For  Abstain
8.1	to reward strong performance and drive so should not allow vesting of incentive awar vesting periods for long-term incentive plate Approve Increase in Size of Board to 16 Members  Elect Erich Clementi to the Supervisory Board  Voter Rationale: The Company should put minimum expectation is that women should Elect Andreas Schmitz to the Supervisory	hareholder value of ds for substantially ins to 5 years or loud in Mgmt  Mgmt  Mgmt  in place a policy of documents at least the substantial in th	over a sufficiently long porty below median performation on the property of th	eriod of time. The remune, ance. Companies should c ntroduce an additional hold For Abstain	ration committee consider extending ding or deferral period.  For  Abstain  oped markets, our
8.1	to reward strong performance and drive si should not allow vesting of incentive awar vesting periods for long-term incentive pla Approve Increase in Size of Board to 16 Members  Elect Erich Clementi to the Supervisory Board  Voter Rationale: The Company should put minimum expectation is that women should Elect Andreas Schmitz to the Supervisory Board  Elect Nadege Petit to the Supervisory	hareholder value of ds for substantially ons to 5 years or looking Mgmt  Mgmt  in place a policy of the comprise at lease Mgmt	over a sufficiently long porty below median performanger or as a minimum in For  For  For  For  to increase gender diverset 40% of the board.  For	eriod of time. The remune, ance. Companies should c ntroduce an additional hold For Abstain sity on the board. In develo	ration committee consider extending ding or deferral period.  For  Abstain  Oped markets, our
8.1 8.2 8.3	to reward strong performance and drive so should not allow vesting of incentive awar vesting periods for long-term incentive plate.  Approve Increase in Size of Board to 16 Members  Elect Erich Clementi to the Supervisory Board  Voter Rationale: The Company should put minimum expectation is that women should Elect Andreas Schmitz to the Supervisory Board  Elect Nadege Petit to the Supervisory Board  Elect Ulrich Grillo to the Supervisory	hareholder value of ds for substantially ins to 5 years or looking Mgmt  Mgmt  In place a policy of d comprise at least Mgmt  Mgmt  Mgmt  Mgmt	over a sufficiently long poor by below median performance or as a minimum in For  For  For  For  For  For  For  For	eriod of time. The remune, ance. Companies should controduce an additional hold For Abstain Fity on the board. In develop For	ration committee consider extending ding or deferral period.  For  Abstain  oped markets, our  For  For
8.1 8.2 8.3 8.4	to reward strong performance and drive so should not allow vesting of incentive awar vesting periods for long-term incentive plate Approve Increase in Size of Board to 16 Members  Elect Erich Clementi to the Supervisory Board  Voter Rationale: The Company should put minimum expectation is that women should Elect Andreas Schmitz to the Supervisory Board  Elect Nadege Petit to the Supervisory Board  Elect Ulrich Grillo to the Supervisory Board  Elect Deborah Wilkens to the	hareholder value of ds for substantially ins to 5 years or looking Mgmt  Mgmt  in place a policy of the comprise at least Mgmt  Mgmt  Mgmt  Mgmt  Mgmt  Mgmt	over a sufficiently long porty below median performance or as a minimum in For  For  For  For  For  For  For  For	eriod of time. The remune. ance. Companies should controduce an additional hold  For  Abstain  For  For  For  For  For	ration committee consider extending ding or deferral period.  For Abstain coped markets, our  For For For
8.1 8.2 8.3 8.4 8.5	to reward strong performance and drive sice should not allow vesting of incentive award vesting periods for long-term incentive plate.  Approve Increase in Size of Board to 16 Members  Elect Erich Clementi to the Supervisory Board  Voter Rationale: The Company should put minimum expectation is that women should Elect Andreas Schmitz to the Supervisory Board  Elect Nadege Petit to the Supervisory Board  Elect Ulrich Grillo to the Supervisory Board  Elect Deborah Wilkens to the Supervisory Board  Elect Deborah Wilkens to the Supervisory Board  Elect Rolf Schmitz to the Supervisory	hareholder value of ds for substantially ins to 5 years or looking to 6 years or looking	over a sufficiently long porty below median performance or as a minimum in For  For  For  For  For  For  For  For	eriod of time. The remune. ance. Companies should controduce an additional hold  For  Abstain  For  For  For  For  For  For  For	ration committee consider extending ding or deferral period.  For  Abstain  oped markets, our  For  For  For  For  For  For
8.1 8.2 8.3 8.4 8.5 8.6	to reward strong performance and drive sice should not allow vesting of incentive award vesting periods for long-term incentive plate.  Approve Increase in Size of Board to 16 Members  Elect Erich Clementi to the Supervisory Board  Voter Rationale: The Company should put minimum expectation is that women should Elect Andreas Schmitz to the Supervisory Board  Elect Nadege Petit to the Supervisory Board  Elect Ulrich Grillo to the Supervisory Board  Elect Deborah Wilkens to the Supervisory Board  Elect Rolf Schmitz to the Supervisory Board  Elect Rolf Schmitz to the Supervisory Board  Elect Klaus Froehlich to the Supervisory	hareholder value of ds for substantially ins to 5 years or looking to 6 years or looking	over a sufficiently long perly below median performance or as a minimum in For  For  For  For  For  For  For  For	eriod of time. The remune. ance. Companies should controduce an additional hold  For  Abstain  For  For  For  For  For  For  For  Fo	ration committee consider extending ding or deferral period.  For Abstain coped markets, our  For For For For For For For For

#### **E.ON SE**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10	Amend Articles Re: Participation of Supervisory Board Members in the Virtual Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For

### **EssilorLuxottica SA**

Meeting Date: 05/17/2023

Country: France

Meeting Type: Annual/Special

Ticker: EL

**Primary ISIN:** FR0000121667

**Primary SEDOL:** 7212477

Did Not Vote Due to Ballot Shareblocking

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	Do Not Vote
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	Do Not Vote
3	Approve Treatment of Losses and Dividends of EUR 3.23 per Share	Mgmt	For	For	Do Not Vote
4	Ratify Appointment of Mario Notari as Director	Mgmt	For	For	Do Not Vote
5	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	For	Do Not Vote
6	Approve Compensation Report of Corporate Officers	Mgmt	For	For	Do Not Vote
7	Approve Compensation of Chairman of the Board from January 1, 2022 until June 27, 2022	Mgmt	For	For	Do Not Vote
8	Approve Compensation of Francesco Milleri, CEO until June 27, 2022 and Chairman and CEO since June 27, 2022	Mgmt	For	Against	Do Not Vote
9	Approve Compensation of Paul du Saillant, Vice-CEO	Mgmt	For	Against	Do Not Vote
10	Approve Remuneration Policy of Directors	Mgmt	For	For	Do Not Vote
11	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	Against	Do Not Vote
12	Approve Remuneration Policy of Vice-CEO	Mgmt	For	Against	Do Not Vote
13	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	Do Not Vote
	Extraordinary Business	Mgmt			
14	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	Do Not Vote

#### **EssilorLuxottica SA**

9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
15	Authorize Capitalization of Reserves of Up to EUR 500 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For	Do Not Vote
16	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 4 Million	Mgmt	For	For	Do Not Vote
17	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 4 Million	Mgmt	For	For	Do Not Vote
18	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For	Do Not Vote
	Ordinary Business	Mgmt			
19	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	Do Not Vote

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
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
3	Approve Treatment of Losses and Dividends of EUR 3.23 per Share	Mgmt	For	For	For
4	Ratify Appointment of Mario Notari as Director	Mgmt	For	For	For
5	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	For	For
6	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
7	Approve Compensation of Chairman of the Board from January 1, 2022 until June 27, 2022	Mgmt	For	For	For
8	Approve Compensation of Francesco Milleri, CEO until June 27, 2022 and Chairman and CEO since June 27, 2022	Mgmt	For	Against	Against

Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.

Approve Compensation of Paul du Mgmt For Against Against Saillant, Vice-CEO

Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.

### **EssilorLuxottica SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10	Approve Remuneration Policy of Directors	Mgmt	For	For	For
11	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	Against	Against
	Voter Rationale: Significant salary increase executive directors. Any increase in the size by a corresponding increase in performance superior performance. Reaching threshold share-based awards and payments that far Incentive awards to executives should be performance and drive shareholder value of the shareholder of the shareholder was a shareholder of the shareholder was a shareholder of the shareholder of the shareholder was a shareholder of the shareholder of t	te of awards under the ce expectations. Substa targets may warrant vo Il outside the companys clearly disclosed and inc	short-term/long-term incentive sch ntial pay-outs under incentive sche esting of only a small proportion of s remuneration policy should requir clude robust and stretching perform	eme(s) sho emes should incentive a re ex-ante s	ould be accompanied If only be available for wards. All cash or shareholder approval.
12	Approve Remuneration Policy of Vice-CEO	Mgmt	For	Against	Against
	Voter Rationale: Substantial pay-outs under targets may warrant vesting of only a sma outside the companys remuneration policy clearly disclosed and include robust and sto over a sufficiently long period of time.	all proportion of incentive should require ex-ante	re awards. All cash or share-based e shareholder approval. Incentive a	awards and wards to ex	d payments that fall kecutives should be
13	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	Extraordinary Business	Mgmt			
14	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
15	Authorize Capitalization of Reserves of Up to EUR 500 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For	For
16	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 4 Million	Mgmt	For	For	For
17	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 4 Million	Mgmt	For	For	For
18	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For	For
	Ordinary Business	Mgmt			
19	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For

### Fresenius SE & Co. KGaA

Meeting Date: 05/17/2023 Country: Germany Ticker: FRE

Meeting Type: Annual

Primary ISIN: DE0005785604 Primary SEDOL: 4352097

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year 2022	Mgmt	For	For	For
	Voter Rationale: Shareholders should have	e the right to elect dire	ctors annually in order to hold ther	n to accour	ot.
2	Approve Allocation of Income and Dividends of EUR 0.92 per Share	Mgmt	For	For	For
3	Approve Discharge of Personally Liable Partner for Fiscal Year 2022	Mgmt	For	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	For	For
5	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2023 and for the Review of Interim Financial Statements	Mgmt	For	For	For
6	Approve Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive shat not allow vesting of incentive awards for s periods for long-term incentive plans to 5	reholder value over a s substantially below me	ufficiently long period of time. The dian performance. Companies shou	remunerat Ild consider	ion committee should extending vesting
7	Approve Remuneration Policy	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive shar not allow vesting of incentive awards for s periods for long-term incentive plans to 5	reholder value over a s substantially below me	ufficiently long period of time. The dian performance. Companies shou	remunerat Ild consider	ion committee should extending vesting
8	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For	For
9	Amend Articles Re: Participation of Supervisory Board Members in the Virtual Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For

### **KION GROUP AG**

Meeting Date: 05/17/2023 Country: Germany

Meeting Type: Annual

Ticker: KGX

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt				
2	Approve Allocation of Income and Dividends of EUR 0.19 per Share	Mgmt	For	For	For	

### **KION GROUP AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	Against	Against
	Voter Rationale: The company should redu re-elections, in order to facilitate a more d			n cycles or,	ideally, annual
5	Ratify KPMG AG as Auditors for Fiscal Year 2023 and for the Review of Interim Financial Statements for the First Half of Fiscal Year 2023	Mgmt	For	For	For
	Voter Rationale: Companies that have had bringing in a new auditing firm.	the same auditor for a	period of over 10 years should con	nsider a pla	n or tender process for
6	Approve Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exect reward strong performance and drive shar linked to material changes in the business extending vesting periods for long-term in deferral period.	eholder value over a su or in the role and respo	officiently long period of time. Signi Sonsibilities of executive directors. C	ficant salar Companies s	y increases should be should consider
7	Approve Virtual-Only Shareholder Meetings Until 2028	Mgmt	For	For	For
8	Elect Nicolas Peter to the Supervisory Board	Mgmt	For	For	For

### **LEG Immobilien SE**

Meeting Date: 05/17/2023

Country: Germany

Meeting Type: Annual

Ticker: LEG

Primary ISIN: DE000LEG1110 P

Primary SEDOL: B9G6L89

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt				
2	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For	For	
3	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	For	For	
4	Ratify Deloitte GmbH as Auditors for Fiscal Year 2023	Mgmt	For	For	For	
5	Approve Remuneration Report	Mgmt	For	Against	Against	
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.					
6	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For	For	

### **LEG Immobilien SE**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction
7	Approve Remuneration Policy	Mgmt	For	Against	Against

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.

### Sampo Oyj

Meeting Date: 05/17/2023

Country: Finland

Ticker: SAMPO

Meeting Type: Annual

Primary ISIN: FI0009003305 Primary SEDOL: 5226038

				Voting	
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
2	Call the Meeting to Order	Mgmt			
3	Designate Inspector or Shareholder Representative(s) of Minutes of Meeting	Mgmt			
4	Acknowledge Proper Convening of Meeting	Mgmt			
5	Prepare and Approve List of Shareholders	Mgmt			
6	Receive Financial Statements and Statutory Reports; Receive Board's Report; Receive Auditor's Report	Mgmt			
7	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
8	Approve Allocation of Income and Dividends of EUR 2.60 Per Share	Mgmt	For	For	For
9	Approve Discharge of Board and President	Mgmt	For	For	For
10	Approve Remuneration Report (Advisory Vote)	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha vesting periods for long-term incentive pla	reholder value over a si	ufficiently long period of time. Com	panies sho	uld consider extending
11	Approve Remuneration of Directors in the Amount of EUR 228,000 for Chair and EUR 101,000 for Other Directors; Approve Remuneration for Committee Work	Mgmt	For	For	For
12	Fix Number of Directors at Ten	Mgmt	For	For	For

### Sampo Oyj

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
13	Reelect Clausen, Fiona Clutterbuck, Georg Ehrnrooth, Jannica Fagerholm, Johanna Lamminen, Steve Langan, Risto Murto and Markus Rauramo as Directors; Elect Antti Makinen and Annica Witschard as New Director	Mgmt	For	Abstain	Abstain
	Voter Rationale: In recent years, this is no company. Due to ongoing concerns regard their re-election to the board. The board s that there is sufficient level of independen	ling decisions taken by t hould submit directors t	the remuneration committee chair,	we are no	inclined to support
14	Approve Remuneration of Auditor	Mgmt	For	For	For
15	Ratify Deloitte as Auditor	Mgmt	For	For	For
16	Approve Demerger Plan	Mgmt	For	For	For
17	Amend Articles Re: Business Area of the Company; Classes of Shares; Annual General Meeting	Mgmt	For	For	For
18	Allow Shareholder Meetings to be Held by Electronic Means Only	Mgmt	For	Refer	Against
	Voter Rationale: A vote AGAINST the prop virtual-only shareholder meetings. While to virtual-only meetings may hinder meaning uncomfortable questions.	here are benefits from a	nllowing participation at shareholde	r meetings	via electronic means,
19	Authorize Share Repurchase Program	Mgmt	For	Against	Against
	Voter Rationale: Shares should not be repo	urchased at a premium/	discount to the market price of mo	ore than 10	%.
20	Authorize Board of Directors to resolve upon a Share Issue without Payment	Mgmt	For	For	For
21	Close Meeting	Mgmt			

### **Telefonica Deutschland Holding AG**

Meeting Date: 05/17/2023 Country: Germany

Meeting Type: Annual

Ticker: O2D

Primary ISIN: DE000A1J5RX9 Primary SEDOL: B7VG6L8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt			
2	Approve Allocation of Income and Dividends of EUR 0.18 per Share	Mgmt	For	For	For
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	Against	Against

Voter Rationale: The company should reduce director terms and implement either staggered election cycles or, ideally, annual re-elections, in order to facilitate a more dynamic board refreshment process.

## **Telefonica Deutschland Holding AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.1	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2023 and for the Review of Interim Financial Statements for the First Half of Fiscal Year 2023	Mgmt	For	For	For
5.2	Ratify PricewaterhouseCoopers GmbH as Auditors for the 2024 Interim Financial Statements Until the 2024 AGM	Mgmt	For	For	For
6	Approve Remuneration Report	Mgmt	For	Against	Against
7	reward strong performance and drive share schemes should only be available for super proportion of incentive awards. Outstanding departure. Companies should consider externational holding or deferral particles. Policy of the strong personal properties.	rior performance. Reach g variable awards for a ending vesting periods i period.	ning threshold targets may warrant former executive were settled pre for long-term incentive plans to 5 y	vesting of maturely in years or long	only a small connection with their ger or as a minimum
7	Approve Remuneration Policy  Voter Rationale: Incentive awards to execureward strong performance and drive share payments that fall outside the companys reawards should be used to incentivise long-Companies should consider extending vest an additional holding or deferral period.	eholder value over a su emuneration policy shot term performance and .	fficiently long period of time. All ca uld require ex-ante shareholder app should not be allowed to vest with	tretching po sh or share proval. Long in 3 years s	e-based awards and g-term incentive ince the date of grant.
8	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For	For
9	Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For

### **United Internet AG**

Meeting Date: 05/17/2023

Country: Germany

Meeting Type: Annual

Ticker: UTDI

Primary ISIN: DE0005089031

Primary SEDOL: 4354134

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt			
2	Approve Allocation of Income and Dividends of EUR 0.50 per Share	Mgmt	For	For	For
3.1	Approve Discharge of Management Board Member Ralph Dommermuth for Fiscal Year 2022	Mgmt	For	For	For
3.2	Approve Discharge of Management Board Member Martin Mildner for Fiscal Year 2022	Mgmt	For	For	For

### **United Internet AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	Against	Against
	Voter Rationale: The company should redere-elections, in order to facilitate a more of			n cycles or,	ideally, annual
5	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2023 and for the Review of Interim Financial Statements for the Fiscal Year 2023 and the First Quarter of Fiscal Year 2024	Mgmt	For	For	For
6	Approve Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha used to incentivise long-term performance should consider extending vesting periods holding or deferral period.	reholder value over a se e and should not be allo	ufficiently long period of time. Long owed to vest within 3 years since th	n-term incer ne date of g	ntive awards should be rant. Companies
7	Approve Remuneration Policy	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha used to incentivise long-term performance should consider extending vesting periods holding or deferral period.	reholder value over a si e and should not be alld	ufficiently long period of time. Long owed to vest within 3 years since th	n-term incer ne date of g	ntive awards should be rrant. Companies
8	Elect Franca Ruhwedel to the Supervisory Board	Mgmt	For	For	For
9	Approve Creation of EUR 75 Million Pool of Authorized Capital with or without Exclusion of Preemptive Rights	Mgmt	For	Against	Against
	Voter Rationale: Any increase in capital of circumstances only and fully justified by the		nout pre-emption rights should be u	ındertaken	in exceptional
10	Approve Issuance of Warrants/Bonds with Warrants Attached/Convertible Bonds without Preemptive Rights up to Aggregate Nominal Amount of EUR 625 Million; Approve Creation of EUR 18.5 Million Pool of Capital to Guarantee Conversion Rights	Mgmt	For	For	For
11	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	For	For
12.1	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For	For
12.2	Amend Articles Re: Participation of Supervisory Board Members in the Virtual Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For

# **Vitesco Technologies Group AG**

Meeting Date: 05/17/2023 Country: Germany Ticker: VTSC

Meeting Type: Annual

# **Vitesco Technologies Group AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt			
2.1	Approve Discharge of Management Board Member Andreas Wolf for Fiscal Year 2022	Mgmt	For	For	For
2.2	Approve Discharge of Management Board Member Werner Volz for Fiscal Year 2022	Mgmt	For	For	For
2.3	Approve Discharge of Management Board Member Ingo Holstein for Fiscal Year 2022	Mgmt	For	For	For
2.4	Approve Discharge of Management Board Member Klaus Hau for Fiscal Year 2022	Mgmt	For	For	For
2.5	Approve Discharge of Management Board Member Thomas Stierle for Fiscal Year 2022	Mgmt	For	For	For
3.1	Approve Discharge of Supervisory Board Member Siegfried Wolf for Fiscal Year 2022	Mgmt	For	Against	Against
	Voter Rationale: The company should red re-elections, in order to facilitate a more o			staggered election cycles or,	ideally, annual
3.2	Approve Discharge of Supervisory Board Member Carsten Bruns for Fiscal Year 2022	Mgmt	For	For	For
3.3	Approve Discharge of Supervisory Board Member Hans-Joerg Bullinger for Fiscal Year 2022	Mgmt	For	For	For
3.4	Approve Discharge of Supervisory Board Member Manfred Eibeck for Fiscal Year 2022	Mgmt	For	For	For
3.5	Approve Discharge of Supervisory Board Member Lothar Galli for Fiscal Year 2022	Mgmt	For	For	For
3.6	Approve Discharge of Supervisory Board Member Yvonne Hartmetz for Fiscal Year 2022	Mgmt	For	For	For
3.7	Approve Discharge of Supervisory Board Member Susanne Heckelsberger for Fiscal Year 2022	Mgmt	For	For	For
3.8	Approve Discharge of Supervisory Board Member Joachim Hirsch for Fiscal Year 2022	Mgmt	For	For	For
3.9	Approve Discharge of Supervisory Board Member Sabina Jeschke for Fiscal Year 2022	Mgmt	For	For	For
3.10	Approve Discharge of Supervisory Board Member Michael Koeppl for Fiscal Year 2022	Mgmt	For	For	For

# **Vitesco Technologies Group AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.11	Approve Discharge of Supervisory Board Member Erwin Loeffler for Fiscal Year 2022	Mgmt	For	For	For
3.12	Approve Discharge of Supervisory Board Member Klaus Rosenfeld for Fiscal Year 2022	Mgmt	For	For	For
3.13	Approve Discharge of Supervisory Board Member Georg Schaeffler for Fiscal Year 2022	Mgmt	For	For	For
3.14	Approve Discharge of Supervisory Board Member Ralf Schamel for Fiscal Year 2022	Mgmt	For	For	For
3.15	Approve Discharge of Supervisory Board Member Kirsten Voerkel for Fiscal Year 2022	Mgmt	For	For	For
3.16	Approve Discharge of Supervisory Board Member Anne Zeumer for Fiscal Year 2022	Mgmt	For	For	For
4	Ratify KPMG AG as Auditors for Fiscal Year 2023 and for the Review of Interim Financial Statements for the First Half of Fiscal Year 2023	Mgmt	For	For	For
5	Approve Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: The remuneration commi- performance. Companies should consider minimum introduce an additional holding of	extending vesting perio			
6	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For	For
7	Approve Affiliation Agreement with Vitesco Technologies 2. Verwaltungs GmbH	Mgmt	For	For	For

### **Vonovia SE**

Meeting Date: 05/17/2023

Country: Germany

Meeting Type: Annual

Ticker: VNA

Primary ISIN: DE000A1ML7J1

Primary SEDOL: BBJPFY1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt			
2	Approve Allocation of Income and Dividends of EUR 0.85 per Share	Mgmt	For	For	For
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	For	For

#### **Vonovia SE**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction					
5	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2023 and for the Review of Interim Financial Statements for Fiscal Year 2023 and for the First Quarter of Fiscal Year 2024	Mgmt	For	For	For					
6	Approve Remuneration Report	Mgmt	For	Against	Against					
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.									
7	Approve Decrease in Size of Supervisory Board to Ten Members	Mgmt	For	For	For					
8	Amend Articles Re: Supervisory Board Term of Office	Mgmt	For	For	For					
9.1	Elect Clara-Christina Streit to the Supervisory Board	Mgmt	For	For	For					
9.2	Elect Vitus Eckert to the Supervisory Board	Mgmt	For	For	For					
9.3	Elect Florian Funck to the Supervisory Board	Mgmt	For	For	For					
9.4	Elect Ariane Reinhart to the Supervisory Board	Mgmt	For	For	For					
9.5	Elect Daniela Markotten to the Supervisory Board	Mgmt	For	For	For					
9.6	Elect Ute Geipel-Faber to the Supervisory Board	Mgmt	For	For	For					
9.7	Elect Hildegard Mueller to the Supervisory Board	Mgmt	For	For	For					
9.8	Elect Christian Ulbrich to the Supervisory Board	Mgmt	For	For	For					
	Voter Rationale: Directors are expected to board and fulfilling fiduciary duties.	attend all board meetii	ngs. Attendance is crucial for makir	ng valuable	contributions to the					
10	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For	For					
11	Amend Articles Re: Participation of Supervisory Board Members in the Virtual Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For					

# **Bank of Ireland Group Plc**

Meeting Date: 05/23/2023 Country: Ireland Ticker: BIRG

Meeting Type: Annual

HERCH BIRG

Primary ISIN: IE00BD1RP616 Primary SEDOL: BD1RP61

# **Bank of Ireland Group Plc**

#### Did Not Vote Due to Ballot Shareblocking

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	Do Not Vote
2	Approve Final Dividend	Mgmt	For	For	Do Not Vote
3a	Re-elect Myles O'Grady as Director	Mgmt	For	For	Do Not Vote
3b	Re-elect Giles Andrews as Director	Mgmt	For	For	Do Not Vote
3c	Re-elect Evelyn Bourke as Director	Mgmt	For	For	Do Not Vote
3d	Re-elect Ian Buchanan as Director	Mgmt	For	For	Do Not Vote
3e	Re-elect Eileen Fitzpatrick as Director	Mgmt	For	For	Do Not Vote
3f	Re-elect Richard Goulding as Director	Mgmt	For	For	Do Not Vote
3g	Re-elect Michele Greene as Director	Mgmt	For	For	Do Not Vote
3h	Re-elect Patrick Kennedy as Director	Mgmt	For	For	Do Not Vote
3i	Re-elect Fiona Muldoon as Director	Mgmt	For	For	Do Not Vote
3j	Re-elect Steve Pateman as Director	Mgmt	For	For	Do Not Vote
3k	Re-elect Mark Spain as Director	Mgmt	For	For	Do Not Vote
4	Ratify KPMG as Auditors	Mgmt	For	For	Do Not Vote
5	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	Do Not Vote
6	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	Do Not Vote
7	Approve Remuneration Report	Mgmt	For	For	Do Not Vote
8	Approve Remuneration Policy	Mgmt	For	For	Do Not Vote
9	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	Do Not Vote
10	Authorise Issue of Equity	Mgmt	For	For	Do Not Vote
11	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	Do Not Vote
12	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	Do Not Vote

# **Bank of Ireland Group Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
13	Authorise Issue of Equity in Relation to Additional Tier 1 Contingent Equity Conversion Notes	Mgmt	For	For	Do Not Vote
14	Authorise Issue of Equity without Pre-emptive Rights in Relation to Additional Tier 1 Contingent Equity Conversion Notes	Mgmt	For	For	Do Not Vote

### bioMerieux SA

Meeting Date: 05/23/2023 Country: France Ticker: BIM

Meeting Type: Annual/Special

Primary ISIN: FR0013280286 Primary SEDOL: BF0LBX7

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		
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For		
3	Approve Discharge of Directors	Mgmt	For	Against	Against		
	Voter Rationale: A vote AGAINST this proposal is warranted as the company choose not to submit the Auditors' Special Report on Related party transaction to shareholders approval despite the continuation of the animation agreement.						
4	Approve Allocation of Income and Dividends of EUR 0.85 per Share	Mgmt	For	For	For		
5	Approve Transaction with Fondation Christophe et Rodolphe Merieux Re: Termination Agreement of Sponsorship Contract	Mgmt	For	For	For		
6	Approve Transaction with Institut Merieux Re: Acquisition of Specific Diagnostics	Mgmt	For	For	For		
7	Reelect Philippe Archinard as Director	Mgmt	For	Against	Against		
	Voter Rationale: The audit committee sho impartiality and effectiveness.	uld be fully independe	nt and this director's membership c	ould hampe	er the committee's		
8	Renew Appointment of Grant Thornton as Auditor	Mgmt	For	For	For		
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.						
9	Approve Remuneration Policy of Corporate Officers	Mgmt	For	For	For		

roposal lumber	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction		
10	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	Against	Against		
	Voter Rationale: Incentive awards to exercise reward strong performance and drive sunder the short-term/long-term incentive expectations. Significant salary increase executive directors. All cash or share-lex-ante shareholder approval. Compailonger or as a minimum introduce an all enable it, should it identify any facts of directors and other key managers which wrongfully obtained in such manner and	shareholder value over ve scheme(s) should ses should be linked to pased awards and pa phies should consider additional holding or do manipulation of repo sch were detrimental to	er a sufficiently long period be accompanied by a corro o material changes in the yments that fall outside the extending vesting periods eferral period. The compa- rted indicators or other bac	of time. Any increase in esponding increase in pebusiness or in the role are companys remunerative piny should put in place a pd faith actions on the part	the size of awards erformance nd responsibilities of n policy should require lans to 5 years or procedure which would t of any of its executive		
11	Approve Remuneration Policy of Vice-CEO	Mgmt	For	Against	Against		
	Voter Rationale: Incentive awards to experience and drive sunder the short-term/long-term incentive expectations. Significant salary increase executive directors. All cash or share-tex-ante shareholder approval. Compal longer or as a minimum introduce an anable it, should it identify any facts of directors and other key managers which wrongfully obtained in such manner and	shareholder value over ve scheme(s) should ses should be linked to pased awards and pa pries should consider additional holding or do manipulation of repo sch were detrimental to	er a sufficiently long period be accompanied by a corn o material changes in the yments that fall outside the extending vesting periods eferral period. The compa- rted indicators or other bac	of time. Any increase in esponding increase in pe business or in the role at a companys remunerative point of long-term incentive point should put in place a latith actions on the par	the size of awards of awards of armance of a responsibilities of an policy should require lans to 5 years or corocedure which would tof any of its executiv		
12	Approve Remuneration Policy of	Mgmt	For	For	For		
13	Directors  Approve Compensation Report of	Mgmt	For	Refer	For		
	Corporate Officers  Voter Rationale: Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns.						
14	Approve Compensation of Alexandre Merieux, Chairman and CEO	Mgmt	For	Against	Against		

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction				
15	Approve Compensation of Pierre Boulud, Vice-CEO	Mgmt	For	Against	Against				
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.								
16	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For				
	Extraordinary Business	Mgmt							
17	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For				
18	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 4,210,280	Mgmt	For	Against	Against				
19	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to 20 Percent of Issued Capital Per Year	de independent d Mgmt	versight, and be of a limited	d duration. Against	Against				
	Voter Rationale: This authority can be used as an antitakeover mechanism. Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and be of a limited duration. Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.								
20	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 4,210,280	Mgmt	For	Against	Against				
	Voter Rationale: This authority can be use by shareholders prior to deployment, inclu than 10% without pre-emption rights shou	de independent d	versight, and be of a limited	d duration. Any increase	in capital of greater				
21	Authorize Board to Set Issue Price for 10 Percent Per Year of Issued Capital Pursuant to Issue Authority without Preemptive Rights	Mgmt	For	Against	Against				
	Voter Rationale: This authority can be used as an antitakeover mechanism. Where poison pills are adopted, they should be approved								

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

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction			
22	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 18-20	Mgmt	For	Against	Against			
	Voter Rationale: This authority can be used as an antitakeover mechanism. Where poison pills are adopted, they should be approved by shareholders prior to deployment, include independent oversight, and be of a limited duration. Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.							
23	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	Against	Against			
	Voter Rationale: This authority can be use by shareholders prior to deployment, inclu				ey should be approved			
24	Authorize Capitalization of Reserves of Up to EUR 4,210,280 for Bonus Issue or Increase in Par Value	Mgmt	For	For	For			
25	Authorize Issuance of Equity Upon Conversion of a Subsidiary's Equity-Linked Securities without Preemptive Rights for Up to EUR 4,210,280	Mgmt	For	Against	Against			
	Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.							
26	Authorize up to 10 Percent of Issued Capital for Use in Stock Option Plans	Mgmt	For	Against	Against			
	Voter Rationale: Incentive awards to exec reward strong performance and drive shar than market price, except for an all-emplo put in place a procedure which would end actions on the part of any of its executive shareholders, to ensure that any funds wr	reholder value ove yee plan where th ble it, should it ide directors and othe	er a sufficiently long period ne discount should not exce entify any facts of manipula er key managers which we	l of time. Options should be deed 20% on a fixed date. Ation of reported indicator re detrimental to the long	be issued at no less The company should s or other bad faith			
27	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against	Against			
	Voter Rationale: Options should be issued not exceed 20% on a fixed date.	d at no less than n	narket price, except for an	all-employee plan where	the discount should			
28	Eliminate Preemptive Rights Pursuant to Item 27 Above, in Favor of Employees	Mgmt	For	Against	Against			
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.							

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
29	Set Total Limit for Capital Increase to Result from Issuance Requests Under Items 18-20, 22-25 and 27 at EUR 4,210,280	Mgmt	For	For	For
30	Ratify Abandonment of Change of Corporate Form to Societe Europeenne (SE)	Mgmt	For	For	For
31	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For

### **Nemetschek SE**

Meeting Date: 05/23/2023

Country: Germany

Meeting Type: Annual

Ticker: NEM

Primary ISIN: DE0006452907

Primary SEDOL: 5633962

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction				
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt							
2	Approve Allocation of Income and Dividends of EUR 0.45 per Share	Mgmt	For	For	For				
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For	For				
4.1	Approve Discharge of Supervisory Board Member Kurt Dobitsch for Fiscal Year 2022	Mgmt	For	Against	Abstain				
		Voter Rationale: ABSTENTION of voting on the item is warranted as the board should consider staggering and reducing the terms that directors serve to support dynamic board refreshment.							
4.2	Approve Discharge of Supervisory Board Member Bill Krouch for Fiscal Year 2022	Mgmt	For	For	For				
4.3	Approve Discharge of Supervisory Board Member Georg Nemetschek (until May 12, 2022) for Fiscal Year 2022	Mgmt	For	For	For				
4.4	Approve Discharge of Supervisory Board Member Ruediger Herzog (until May 12, 2022) for Fiscal Year 2022	Mgmt	For	For	For				
4.5	Approve Discharge of Supervisory Board Member Patricia Geibel-Conrad (from May 12, 2022) for Fiscal Year 2022	Mgmt	For	For	For				
4.6	Approve Discharge of Supervisory Board Member Christine Schoeneweis (from May 25, 2022) for Fiscal Year 2022	Mgmt	For	For	For				
4.7	Approve Discharge of Supervisory Board Member Andreas Soeffing (from May 25, 2022) for Fiscal Year 2022	Mgmt	For	For	For				

#### **Nemetschek SE**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.8	Approve Discharge of Supervisory Board Member Gernot Strube (from May 12, 2022) for Fiscal Year 2022	Mgmt	For	For	For
5	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2023 and for the Review of Interim Financial Statements for the First Half of Fiscal Year 2023	Mgmt	For	For	For
6	Approve Virtual-Only Shareholder Meetings Until 2028	Mgmt	For	For	For
7	Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For
8	Approve Remuneration Report	Mgmt	For	Against	Abstain
	Voter Rationale: An ABSTAIN vote on the remuneration is below market standards, without compelling rational • Vesting postructural elements of the remuneration re	notable ex-post and nor eriod for some of the Li	n-financial goals• Significant in TIP awards is below the recommen	crease to n nded 3 year	nultiple executive

## **Orange SA**

Meeting Date: 05/23/2023

Country: France

Meeting Type: Annual/Special

Ticker: ORA

Primary ISIN: FR0000133308 Primary SEDOL: 5176177

Did Not Vote Due to Ballot Shareblocking

_	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	Do Not Vote
	2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	Do Not Vote
	3	Approve Allocation of Income and Dividends of EUR 0.70 per Share	Mgmt	For	For	Do Not Vote
	4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For	Do Not Vote
	5	Reelect Anne Lange as Director	Mgmt	For	Against	Do Not Vote
	6	Reelect Anne-Gabrielle Heilbronner as Director	Mgmt	For	Against	Do Not Vote
	7	Reelect Alexandre Bompard as Director	Mgmt	For	Abstain	Do Not Vote
	8	Elect Momar Nguer as Director	Mgmt	For	For	Do Not Vote
	9	Elect Gilles Grapinet as Director	Mgmt	For	For	Do Not Vote

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10	Approve Compensation Report	Mgmt	For	For	Do Not Vote
11	Approve Compensation of Stephane Richard, Chairman and CEO until April 3, 2022	Mgmt	For	Against	Do Not Vote
12	Approve Compensation of Stephane Richard, Chairman of the Board from April 4, 2022 to May 19, 2022	Mgmt	For	For	Do Not Vote
13	Approve Compensation of Christel Heydemann, CEO since April 4 2022	Mgmt	For	Against	Do Not Vote
14	Approve Compensation of Jacques Aschenbroich, Chairman of the Board since May 19, 2022	Mgmt	For	For	Do Not Vote
15	Approve Compensation of Ramon Fernandez, Vice-CEO	Mgmt	For	Against	Do Not Vote
16	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	Do Not Vote
17	Approve Remuneration Policy of CEO	Mgmt	For	Against	Do Not Vote
18	Approve Remuneration Policy of Directors	Mgmt	For	For	Do Not Vote
19	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	Do Not Vote
	Extraordinary Business	Mgmt			
20	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 2 Billion	Mgmt	For	For	Do Not Vote
21	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 1 Billion	Mgmt	For	For	Do Not Vote
22	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 1 Billion	Mgmt	For	For	Do Not Vote
23	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 20-22	Mgmt	For	For	Do Not Vote
24	Authorize Capital Increase of Up to EUR 1 Billion for Future Exchange Offers	Mgmt	For	For	Do Not Vote
25	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For	Do Not Vote
26	Set Total Limit for Capital Increase to Result from Issuance Requests Under Items 20-25 at EUR 3 Billion	Mgmt	For	For	Do Not Vote
27	Authorize up to 0.08 Percent of Issued Capital for Use in Restricted Stock Plans Reserved for Key Employees and Corporate Officers With Performance Conditions Attached	Mgmt	For	Against	Do Not Vote

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
28	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against	Do Not Vote
29	Authorize Capitalization of Reserves of Up to EUR 2 Billion for Bonus Issue or Increase in Par Value	Mgmt	For	For	Do Not Vote
30	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	Do Not Vote
31	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	Do Not Vote
	Shareholder Proposals Submitted by Fonds Commun de Placement d Entreprise Orange Actions	Mgmt			
Α	Amend Article 13 of Bylaws Re: Plurality of Directorships	SH	Against	Refer	Do Not Vote
В	Amending Item 27 of Current Meeting to Decrease the Allocation of Free Shares to the Group Employees and Amend the ESG Performance Criteria	SH	Against	Refer	Do Not Vote
С	Amending Item 27 of Current Meeting to Amend the ESG Performance Criteria	SH	Against	Refer	Do Not Vote
D	Amending Item 27 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	Refer	Do Not Vote

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
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
3	Approve Allocation of Income and Dividends of EUR 0.70 per Share	Mgmt	For	For	For
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For	For
5	Reelect Anne Lange as Director	Mgmt	For	Against	Against

Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this directors membership could hamper the committees impartiality and effectiveness.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction					
6	Reelect Anne-Gabrielle Heilbronner as Director	Mgmt	For	Against	Against					
	Voter Rationale: Nominees who also serve external directorship to ensure they have company situations requiring substantial a support a pay related proposal at the conchair, we are not inclined to support their standards, the audit committee benefits fithe audit process.	sufficient time and amounts of time. In apany. Due to ongo re-election to the l	energy to discharge their roles proper recent years, this is not the first time ing concerns regarding decisions take poard. In the context of increasingly co	rly, particula that we ha n by the ren omplex intel	orly during unexpected ve been unable to nuneration committee rnational accounting					
7	Reelect Alexandre Bompard as Director	Mgmt	For	Abstain	Abstain					
	Voter Rationale: Directors are expected to board and fulfilling fiduciary duties.	attend all board m	eetings. Attendance is crucial for mak	king valuable	e contributions to the					
8	Elect Momar Nguer as Director	Mgmt	For	For	For					
9	Elect Gilles Grapinet as Director	Mgmt	For	For	For					
10	Approve Compensation Report	Mgmt	For	For	For					
11	Approve Compensation of Stephane Richard, Chairman and CEO until April 3, 2022	Mgmt	For	Against	Against					
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.									
12	Approve Compensation of Stephane Richard, Chairman of the Board from April 4, 2022 to May 19, 2022	Mgmt	For	For	For					
13	Approve Compensation of Christel Heydemann, CEO since April 4 2022	Mgmt	For	Against	Against					
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.									
14	Approve Compensation of Jacques Aschenbroich, Chairman of the Board since May 19, 2022	Mgmt	For	For	For					
15	Approve Compensation of Ramon Fernandez, Vice-CEO	Mgmt	For	Against	Against					
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.									
16	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	For					
17	Approve Remuneration Policy of CEO	Mgmt	For	Against	Against					
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha vesting periods for long-term incentive pla	reholder value over	a sufficiently long period of time. Con	mpanies sho	ould consider extending					
18	Approve Remuneration Policy of Directors	Mgmt	For	For	For					
19	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction				
	Extraordinary Business	Mgmt							
20	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 2 Billion	Mgmt	For	For	For				
21	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 1 Billion	Mgmt	For	For	For				
22	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 1 Billion	Mgmt	For	For	For				
23	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 20-22	Mgmt	For	For	For				
24	Authorize Capital Increase of Up to EUR 1 Billion for Future Exchange Offers	Mgmt	For	For	For				
25	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For	For				
26	Set Total Limit for Capital Increase to Result from Issuance Requests Under Items 20-25 at EUR 3 Billion	Mgmt	For	For	For				
27	Authorize up to 0.08 Percent of Issued Capital for Use in Restricted Stock Plans Reserved for Key Employees and Corporate Officers With Performance Conditions Attached	Mgmt	For	Against	Against				
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.								
28	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against	Against				
	Voter Rationale: Options should be issued not exceed 20% on a fixed date.	d at no less than marke	et price, except for an all-employee	plan where	the discount should				
29	Authorize Capitalization of Reserves of Up to EUR 2 Billion for Bonus Issue or Increase in Par Value	Mgmt	For	For	For				
30	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For				
31	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For				
	Shareholder Proposals Submitted by Fonds Commun de Placement d Entreprise Orange Actions	Mgmt							
Α	Amend Article 13 of Bylaws Re: Plurality of Directorships	SH	Against	Refer	Against				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
В	Amending Item 27 of Current Meeting to Decrease the Allocation of Free Shares to the Group Employees and Amend the ESG Performance Criteria	SH	Against	Refer	Against
	Voter Rationale: Votes AGAINST these pro rationale provided by FCPE Orange Action	•		from the co	ompany, the lack of
С	Amending Item 27 of Current Meeting to Amend the ESG Performance Criteria	SH	Against	Refer	Against
	Voter Rationale: Votes AGAINST these pro rationale provided by FCPE Orange Action			from the co	ompany, the lack of
D	Amending Item 27 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	Refer	Against
	Voter Rationale: Votes AGAINST these pro rationale provided by FCPE Orange Action			from the co	ompany, the lack of

#### **Societe Generale SA**

Meeting Date: 05/23/2023 Country: France Ticker: GLE

Meeting Type: Annual/Special

Primary ISIN: FR0000130809 Primary SEDOL: 5966516

#### Did Not Vote Due to Ballot Shareblocking

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Ordinary Business	Mgmt			
1	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	Do Not Vote
2	Approve Financial Statements and Statutory Reports	Mgmt	For	For	Do Not Vote
3	Approve Treatment of Losses and Dividends of EUR 1.70 per Share	Mgmt	For	For	Do Not Vote
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For	Do Not Vote
5	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	Do Not Vote
6	Approve Remuneration Policy of CEO and Vice-CEOs	Mgmt	For	Against	Do Not Vote
7	Approve Remuneration Policy of Directors	Mgmt	For	For	Do Not Vote
8	Approve Compensation Report of Corporate Officers	Mgmt	For	For	Do Not Vote
9	Approve Compensation of Lorenzo Bini Smaghi, Chairman of the Board	Mgmt	For	For	Do Not Vote

## **Societe Generale SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10	Approve Compensation of Frederic Oudea, CEO	Mgmt	For	Against	Do Not Vote
11	Approve Compensation of Philippe Aymerich, Vice-CEO	Mgmt	For	Against	Do Not Vote
12	Approve Compensation of Diony Lebot, Vice-CEO	Mgmt	For	Against	Do Not Vote
13	Approve the Aggregate Remuneration Granted in 2022 to Certain Senior Management, Responsible Officers, and Risk-Takers (Advisory)	Mgmt	For	For	Do Not Vote
14	Elect Slawomir Krupa as Director	Mgmt	For	For	Do Not Vote
15	Elect Beatrice Cossa-Dumurgier as Director Following Resignation of Juan Maria Nin Genova	Mgmt	For	Against	Do Not Vote
16	Elect Ulrika Ekman as Director	Mgmt	For	For	Do Not Vote
17	Elect Benoit de Ruffray as Director	Mgmt	For	For	Do Not Vote
18	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	Do Not Vote
	Extraordinary Business	Mgmt			
19	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against	Do Not Vote
20	Amend Article 7 of Bylaws Re: Representative of Employee Shareholders Length of Term	Mgmt	For	For	Do Not Vote
21	Amend Article 9 of Bylaws Re: Age Limit of Chairman of the Board	Mgmt	For	For	Do Not Vote
22	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	Do Not Vote

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Ordinary Business	Mgmt			
1	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Approve Financial Statements and Statutory Reports	Mgmt	For	For	For
3	Approve Treatment of Losses and Dividends of EUR 1.70 per Share	Mgmt	For	For	For
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For	For
5	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	For

#### **Societe Generale SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction					
6	Approve Remuneration Policy of CEO and Vice-CEOs	Mgmt	For	Against	Against					
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha linked to material changes in the business incentive schemes should only be available proportion of incentive awards. On early to including in the event of a change of control	reholder value ove s or in the role and le for superior pen ermination, all sha	er a sufficiently long period of I responsibilities of executive formance. Reaching threshol	of time. Significant salar e directors. Substantial , ld targets may warrant	ry increases should be pay-outs under vesting of only a small					
7	Approve Remuneration Policy of Directors	Mgmt	For	For	For					
8	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For					
9	Approve Compensation of Lorenzo Bini Smaghi, Chairman of the Board	Mgmt	For	For	For					
10	Approve Compensation of Frederic Oudea, CEO	Mgmt	For	Against	Against					
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.									
11	Approve Compensation of Philippe Aymerich, Vice-CEO	Mgmt	For	Against	Against					
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.									
12	Approve Compensation of Diony Lebot, Vice-CEO	Mgmt	For	Against	Against					
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.									
13	Approve the Aggregate Remuneration Granted in 2022 to Certain Senior Management, Responsible Officers, and Risk-Takers (Advisory)	Mgmt	For	For	For					
14	Elect Slawomir Krupa as Director	Mgmt	For	For	For					
15	Elect Beatrice Cossa-Dumurgier as Director Following Resignation of Juan Maria Nin Genova	Mgmt	For	Against	Against					
	Voter Rationale: Nominees who also serve external directorship to ensure they have company situations requiring substantial of	sufficient time and								
16	Elect Ulrika Ekman as Director	Mgmt	For	For	For					
17	Elect Benoit de Ruffray as Director	Mgmt	For	For	For					
18	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For					
	Extraordinary Business	Mgmt								
19	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against	Against					
	Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should									

Voter Rationale: Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.

#### **Societe Generale SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
20	Amend Article 7 of Bylaws Re: Representative of Employee Shareholders Length of Term	Mgmt	For	For	For	
21	Amend Article 9 of Bylaws Re: Age Limit of Chairman of the Board	Mgmt	For	For	For	
22	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For	

# **Coca-Cola Europacific Partners plc**

**Meeting Date:** 05/24/2023 **Country:** United Kingdom

Meeting Type: Annual

Ticker: CCEP

Primary ISIN: GB00BDCPN049 Primary SEDOL: BYQQ3P5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	Voter Rationale: Shareholder should have	the right to appro	ove the implementation of	f the company's dividend p	policy.
2	Approve Remuneration Policy	Mgmt	For	For	For
3	Approve Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: The terms of incentive so incentive schemes should be subject to sh			vely. Any significant amen	dment to the terms of
4	Elect Mary Harris as Director	Mgmt	For	For	For
5	Elect Nicolas Mirzayantz as Director	Mgmt	For	For	For
6	Elect Nancy Quan as Director	Mgmt	For	For	For
7	Re-elect Manolo Arroyo as Director	Mgmt	For	Against	Against
	Voter Rationale: The remuneration commining impartiality and effectiveness.	ittee should be ind	dependent and this directo	or's membership could ha	mper the committee's
8	Re-elect John Bryant as Director	Mgmt	For	For	For
9	Re-elect Jose Ignacio Comenge as Director	Mgmt	For	Against	Against
	Voter Rationale: The remuneration commining impartiality and effectiveness.	ittee should be ind	dependent and this directo	or's membership could ha	mper the committee's
10	Re-elect Damian Gammell as Director	Mgmt	For	For	For
11	Re-elect Nathalie Gaveau as Director	Mgmt	For	For	For
12	Re-elect Alvaro Gomez-Trenor Aguilar as Director	Mgmt	For	For	For
13	Re-elect Thomas Johnson as Director	Mgmt	For	For	For
14	Re-elect Dagmar Kollmann as Director	Mgmt	For	For	For
15	Re-elect Alfonso Libano Daurella as Director	Mgmt	For	For	For
16	Re-elect Mark Price as Director	Mgmt	For	For	For

# **Coca-Cola Europacific Partners plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
17	Re-elect Mario Rotllant Sola as Director	Mgmt	For	For	For
18	Re-elect Dessi Temperley as Director	Mgmt	For	For	For
19	Re-elect Garry Watts as Director	Mgmt	For	For	For
20	Reappoint Ernst & Young LLP as Auditors	Mgmt	For	Against	Against
	Voter Rationale: Companies that have had bringing in a new auditing firm, ideally eve		long period of time should conside	er a plan oi	tender process for
21	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
22	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
23	Authorise Issue of Equity	Mgmt	For	For	For
24	Approve Waiver of Rule 9 of the Takeover Code	Mgmt	For	Against	Against
	Voter Rationale: A concert party should no premium.	ot be able to gain or inc	rease its control of the company w	ithout payi	ng an appropriate
25	Approve Long Term Incentive Plan	Mgmt	For	For	For
26	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
27	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
28	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
29	Authorise Off-Market Purchase of Ordinary Shares	Mgmt	For	For	For
30	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For

# **Dassault Systemes SA**

Meeting Date: 05/24/2023 Country: France

Meeting Type: Annual/Special

Ticker: DSY

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
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
3	Approve Allocation of Income and Dividends of EUR 0.21 per Share	Mgmt	For	For	For

# **Dassault Systemes SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For	For
5	Renew Appointment of PricewaterhouseCoopers Audit as Auditor	Mgmt	For	For	For
	Voter Rationale: Companies that have had bringing in a new auditing firm.	d the same auditor for a	a period of over 10 years should co	nsider a pla	n or tender process for
6	Approve Remuneration Policy of Corporate Officers	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exect reward strong performance and drive shall awards should be time pro-rated and test could result in rewarding for failure. Complonger or as a minimum introduce an additionable it, should it identify any facts of mexecutive directors and other key manage funds wrongfully obtained in such manner	reholder value over a s ed for performance, inc panies should consider o itional holding or deferr anipulation of reported ors which were detrimen	ufficiently long period of time. On e cluding in the event of a change of extending vesting periods for long- ral period. The company should put indicators or other bad faith action	early termin control. The term incent tin place a as on the pa	ation, all share-based e termination payments ive plans to 5 years or procedure which would ort of any of its
7	Approve Compensation of Charles Edelstenne, Chairman of the Board Until January 8, 2023	Mgmt	For	For	For
8	Approve Compensation of Bernard Charles, Vice-Chairman of the Board and CEO Until January 8, 2023	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive shar vesting periods for long-term incentive pla	reholder value over a se	ufficiently long period of time. Com	panies sho	uld consider extending
9	Approve Compensation Report of Corporate Officers	Mgmt	For	Against	Against
	Voter Rationale: Companies that received shareholders to understand the rationale is shareholder concerns.				
10	Reelect Catherine Dassault as Director	Mgmt	For	For	For
11	Elect Genevieve Berger as Director	Mgmt	For	For	For
12	Authorize Repurchase of Up to 25 Million Issued Share Capital	Mgmt	For	For	For
	Extraordinary Business	Mgmt			
13	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
14	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 12 Million	Mgmt	For	For	For
15	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 12 Million	Mgmt	For	For	For
16	Approve Issuance of Equity or Equity-Linked Securities for Private Placements up to Aggregate Nominal Amount of EUR 12 Million	Mgmt	For	For	For

# **Dassault Systemes SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
17	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 14-16	Mgmt	For	For	For
18	Authorize Capitalization of Reserves of Up to EUR 12 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For	For
19	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For	For
20	Authorize up to 1.5 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	Against	Against
	The company should put in place a proced indicators or other bad faith actions on the the long-term interests of its shareholders	e part of any of its exe	ecutive directors and other key man	agers which	h were detrimental to
21	indicators or other bad faith actions on the the long-term interests of its shareholders.  Authorize up to 3 Percent of Issued Capital for Use in Stock Option Plans.  Voter Rationale: Incentive awards to execute reward strong performance and drive share vesting periods for long-term incentive plans. The company should put in place a process.	e part of any of its exe s, to ensure that any fo Mgmt nutives should be clean reholder value over a ans to 5 years or longe dure which would enal	ecutive directors and other key man unds wrongfully obtained in such m For by disclosed and include robust and sufficiently long period of time. Con or or as a minimum introduce an ad tole it, should it identify any facts of	agers which anner are n Against stretching n npanies sho ditional hold manipulatio	h were detrimental to epaid to it.  Against  Deerformance targets to uld consider extending ding or deferral period. on of reported
21	indicators or other bad faith actions on the the long-term interests of its shareholders.  Authorize up to 3 Percent of Issued Capital for Use in Stock Option Plans  Voter Rationale: Incentive awards to execute reward strong performance and drive share vesting periods for long-term incentive plane.	e part of any of its exe s, to ensure that any fo Mgmt nutives should be clean reholder value over a ans to 5 years or longe dure which would enal e part of any of its exe	ecutive directors and other key man unds wrongfully obtained in such m For by disclosed and include robust and sufficiently long period of time. Con or or as a minimum introduce an ad tole it, should it identify any facts of ecutive directors and other key man	agers which anner are n Against stretching n apanies sho ditional hold manipulationagers which	h were detrimental to epaid to it.  Against  Deerformance targets to uld consider extending ding or deferral period. On of reported the were detrimental to
21	indicators or other bad faith actions on the the long-term interests of its shareholders.  Authorize up to 3 Percent of Issued Capital for Use in Stock Option Plans.  Voter Rationale: Incentive awards to execute reward strong performance and drive share vesting periods for long-term incentive plans. The company should put in place a proceed indicators or other bad faith actions on the	e part of any of its exe s, to ensure that any fo Mgmt nutives should be clean reholder value over a ans to 5 years or longe dure which would enal e part of any of its exe	ecutive directors and other key man unds wrongfully obtained in such m For by disclosed and include robust and sufficiently long period of time. Con or or as a minimum introduce an ad tole it, should it identify any facts of ecutive directors and other key man	agers which anner are n Against stretching n apanies sho ditional hold manipulationagers which	h were detrimental to epaid to it.  Against  Deerformance targets to uld consider extending ding or deferral period. On of reported the were detrimental to
	indicators or other bad faith actions on the the long-term interests of its shareholders.  Authorize up to 3 Percent of Issued Capital for Use in Stock Option Plans  Voter Rationale: Incentive awards to execute reward strong performance and drive shat vesting periods for long-term incentive plate The company should put in place a proceed indicators or other bad faith actions on the the long-term interests of its shareholders.  Authorize Capital Issuances for Use in	e part of any of its exe s, to ensure that any fo Mgmt rutives should be clear reholder value over a s ans to 5 years or longe dure which would enal e part of any of its exe s, to ensure that any fo	ecutive directors and other key man unds wrongfully obtained in such m For by disclosed and include robust and sufficiently long period of time. Con for or as a minimum infoduce an ad the it, should it identify any facts of secutive directors and other key man unds wrongfully obtained in such m	Against  Stretching in panies should it in an anner are manner are	h were detrimental to epaid to it.  Against  Deformance targets to uld consider extending ding or deferral period. On of reported th were detrimental to epaid to it.

#### **Lanxess AG**

Meeting Date: 05/24/2023

Country: Germany

Meeting Type: Annual

Ticker: LXS

**Primary ISIN:** DE0005470405

Primary SEDOL: B05M8B7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt			
2	Approve Allocation of Income and Dividends of EUR 1.05 per Share	Mgmt	For	For	For

#### **Lanxess AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	For	For
5.1	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2023	Mgmt	For	For	For
5.2	Ratify PricewaterhouseCoopers GmbH as Auditors for Half-Year Reports 2023	Mgmt	For	For	For
6.1	Ratify KPMG AG as Auditors for Fiscal Year 2024	Mgmt	For	For	For
6.2	Ratify KPMG AG as Auditors for Half-Year Reports 2024	Mgmt	For	For	For
7	Approve Remuneration Report	Mgmt	For	Against	Against
	performance. Substantial pay-outs under it targets may warrant vesting of only a sma long-term incentive plans to 5 years or lon	ll proportion of incentiv	e awards. Companies should consi	der extendi	ing vesting periods for
8	Reelect Pamela Knapp to the Supervisory Board	Mgmt	For	For	For
9	Approve Creation of EUR 17.3 Million Pool of Authorized Capital I with or without Exclusion of Preemptive Rights	Mgmt	For	For	For
10	Approve Creation of EUR 8.6 Million Pool of Authorized Capital II with or without Exclusion of Preemptive Rights	Mgmt	For	For	For
11	Approve Issuance of Warrants/Bonds with Warrants Attached/Convertible Bonds without Preemptive Rights up to Aggregate Nominal Amount of EUR 1 Billion; Approve Creation of EUR 8.6 Million Pool of Capital to Guarantee Conversion Rights	Mgmt	For	For	For
12	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For	For
13.1	Amend Articles Re: Supervisory Board Meetings	Mgmt	For	For	For
13.2	Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For

## **PUMA SE**

Meeting Date: 05/24/2023 Country: Germany Ticker: PUM

Meeting Type: Annual

Primary ISIN: DE0006969603 Primary SEDOL: 5064722

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt			
2	Approve Allocation of Income and Dividends of EUR 0.82 per Share	Mgmt	For	For	For
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	For	For
5	Ratify KPMG AG as Auditors for Fiscal Year 2023	Mgmt	For	For	For
6	Approve Remuneration Report	Mgmt	For	Against	Against
	normal part of their jobs. Significant salary responsibilities of executive directors. Sub performance. Reaching threshold targets a committee should not allow vesting of incommentation extending vesting periods for long-term in deferral period.	stantial pay-outs u may warrant vestin entive awards for s	nder incentive schemes sh g of only a small proportio ubstantially below median	ould only be available f n of incentive awards. performance. Compani	or superior The remuneration ies should consider
7.1	Elect Heloise Temple-Boyer to the	Mgmt	For	For	For
7.1	Elect Heloise Temple-Boyer to the Supervisory Board  Voter Rationale: For controlled companies appropriate balance of independence and is majority non-independent. The audit of thereby hampering the committee's imparamenteration committee that is majority in non-independent directors could be conflicted in not the first time that we have been undecisions taken by the remuneration commishould put in place a policy to increase geshould comprise at least 40% of the board and balances on the Board, support the Confor shareholders, non-executive directors of Chairman are considered inappropriate.	i, the board should objectivity. This di ommittee requires tiality and effective non-independent. cted, thereby hampable to support a pmittee chair, we are under diversity on tid. The board should hairman, ensure of the objective of the support o	include at least 33% indeperector is not an independence, and non-incenses. This director is not at a the committee's impay related proposal at the enot inclined to support the board. In developed mad appoint a Lead Independenderly succession process in the control of the con	pendent non-executive of the director, yet sits on a dependent directors continued in independent director, artiality and effectivenes company. Due to ongoineir re-election to the boarkets, our minimum exitent Director to establisfor the Chairman, and a	directors to ensure an audit committee that uld be conflicted, , yet sits on a nce, and ess. In recent years, this ing concerns regarding pard. The Company pectation is that womer h appropriate checks act as a point of contact
7.1	Voter Rationale: For controlled companies appropriate balance of independence and is majority non-independent. The audit of thereby hampering the committee's impair remuneration committee that is majority in non-independent directors could be conflicted in the first time that we have been undecisions taken by the remuneration commishould put in place a policy to increase geshould comprise at least 40% of the board and balances on the Board, support the Conformation of the for shareholders, non-executive directors. Chairman are considered inappropriate.  Elect Thore Ohlsson to the Supervisory Board  Voter Rationale: For controlled companies appropriate balance of independence and that is majority non-independent. The au	i, the board should objectivity. This dispersivity and effective non-independent. It is dispersive to support a properties of the properti	include at least 33% indeperector is not an independence, and non-inceness. This director is not at the remuneration committee's impay related proposal at the e not inclined to support the board. In developed mad appoint a Lead Independence where normal channels for the inclined at least 33% independence include at least 33% independences independence, and not an independence inces independence, and not an independence independence, and not independence.	pendent non-executive of the director, yet sits on a dependent directors count independent directors count independent directors independent directivenes company. Due to ongoin eiter e-election to the boarkets, our minimum explent Director to establisfor the Chairman, and a soft communication through the communication of the communication through the director, yet sits on the director.	directors to ensure an audit committee that ald be conflicted, a yet sits on a ance, and ass. In recent years, this aing concerns regarding ard. The Company apectation is that women appropriate checks act as a point of contact augh the board  Against  directors to ensure an audit committee
7.2	Voter Rationale: For controlled companies appropriate balance of independence and is majority non-independent. The audit of thereby hampering the committee's imparremuneration committee that is majority in non-independent directors could be conflicted is not the first time that we have been undecisions taken by the remuneration commishould put in place a policy to increase geshould comprise at least 40% of the board and balances on the Board, support the Conforman are considered inappropriate.  Elect Thore Ohlsson to the Supervisory Board  Voter Rationale: For controlled companies appropriate balance of independence and that is majority non-independent. The authereby hampering the committee's impart	i, the board should objectivity. This dispersivity and effective non-independent. It is also the continuous and the continuous	include at least 33% indeperector is not an independence, and non-inceness. This director is not a The remuneration committeering the committee's impay related proposal at the enot inclined to support the board. In developed made appoint a Lead Independent of the word in the committee's in the board in the committee's include at least 33% independent include at least 33% independent include at least 33% independent in the pendent independent include at least 33% independent independent independent independent independent includes at least 33% independent independe	pendent non-executive of the director, yet sits on a dependent directors count independent directors count independent directors independent directors artiality and effectivenes company. Due to ongoineir re-election to the booth of the director to establiss for the Chairman, and a so of communication through the director, yet sits on an independent director in the director, yet sits on an independent director.	directors to ensure an audit committee that ald be conflicted, and yet sits on a ance, and ass. In recent years, this and concerns regarding and. The Company apectation is that women appropriate checks act as a point of contact augh the board  Against  directors to ensure an audit committee as could be conflicted,
	Voter Rationale: For controlled companies appropriate balance of independence and is majority non-independent. The audit of thereby hampering the committee's impair remuneration committee that is majority in non-independent directors could be conflicted in the first time that we have been undecisions taken by the remuneration commishould put in place a policy to increase geshould comprise at least 40% of the board and balances on the Board, support the Conformation of the for shareholders, non-executive directors. Chairman are considered inappropriate.  Elect Thore Ohlsson to the Supervisory Board  Voter Rationale: For controlled companies appropriate balance of independence and that is majority non-independent. The au	i, the board should objectivity. This dispersivity and effective non-independent. It is dispersive to support a properties of the properti	include at least 33% indeperector is not an independence, and non-inceness. This director is not at the remuneration committee's impay related proposal at the e not inclined to support the board. In developed mad appoint a Lead Independence where normal channels for the inclined at least 33% independence include at least 33% independences independence, and not an independence inces independence, and not an independence independence, and not independence.	pendent non-executive of the director, yet sits on a dependent directors count independent directors count independent directors independent directivenes company. Due to ongoin eiter e-election to the boarkets, our minimum explent Director to establisfor the Chairman, and a soft communication through the communication of the communication through the director, yet sits on the director.	directors to ensure an audit committee that ald be conflicted, and, yet sits on a ance, and ass. In recent years, this and concerns regarding and. The Company arectation is that women appropriate checks act as a point of contact augh the board  Against  directors to ensure an audit committee as could be conflicted,
7.2	Voter Rationale: For controlled companies appropriate balance of independence and is majority non-independent. The audit of thereby hampering the committee's imparremuneration committee that is majority in non-independent directors could be conflicted is not the first time that we have been undecisions taken by the remuneration commishould put in place a policy to increase geshould comprise at least 40% of the board and balances on the Board, support the Conformation of the Supervisory Chairman are considered inappropriate.  Elect Thore Ohlsson to the Supervisory Board  Voter Rationale: For controlled companies appropriate balance of independence and that is majority non-independent. The authereby hampering the committee's imparticular to the	i, the board should objectivity. This dispersivity and effective non-independent. It is also to support a printee chair, we are diversity on the different should shairman, ensure of and senior executive the board should objectivity. This did tommittee requitality and effective Mgmt	include at least 33% indeperector is not an independence, and non-increass. This director is not a The remuneration committeering the committee's impay related proposal at the enot inclined to support the board. In developed made appoint a Lead Independent of the whole of the committee's impays receives where normal channels for the committee inclined at least 33% independent include at least 33% independent include at least 33% independentes independence, and not the committee independence.	pendent non-executive of the director, yet sits on a dependent directors count independent directors count independent directors independent directivene company. Due to ongoing in the company of the co	directors to ensure an audit committee that ald be conflicted, and yet sits on a ance, and ass. In recent years, this aing concerns regarding and. The Company apertation is that women appropriate checks act as a point of contact augh the board  Against  directors to ensure an audit committee as could be conflicted,  Against

#### **PUMA SE**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7.5	Elect Martin Koeppel as Employee Representative to the Supervisory Board	Mgmt	For	Against	Against
	Voter Rationale: For controlled companies, appropriate balance of independence and committee that is majority non-independe could be conflicted, thereby hampering the	objectivity. This directo	r is not an independent director,y committee requires independence,	et sits on a	a remuneration
7.6	Elect Bernd Illig as Employee Representative to the Supervisory Board	Mgmt	For	Against	Against
	Voter Rationale: For controlled companies, appropriate balance of independence and that is majority non-independent. The authereby hampering the committee's impar	objectivity. This directo dit committee requires i	r is not an independent director,y independence, and non-independe	et sits on a	an audit committee
8	Approve Remuneration Policy for the Supervisory Board	Mgmt	For	For	For
9	Approve Virtual-Only Shareholder Meetings Until 2028	Mgmt	For	For	For
10	Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For

## **STMicroelectronics NV**

**Meeting Date:** 05/24/2023 **Country:** Netherlands

Meeting Type: Annual

Ticker: STMPA

Primary ISIN: NL0000226223 Primary SEDOL: 5962332

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt			
1	Receive Report of Management Board (Non-Voting)	Mgmt			
2	Receive Report of Supervisory Board (Non-Voting)	Mgmt			
3	Approve Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha linked to material changes in the business extending vesting periods for long-term in deferral period.	reholder value over a s or in the role and resp	ufficiently long period of time. Signonsibilities of executive directors.	ificant sala. Companies	ry increases should be should consider
4	Adopt Financial Statements and Statutory Reports	Mgmt	For	For	For
5	Approve Dividends	Mgmt	For	For	For
6	Approve Discharge of Management Board	Mgmt	For	For	For
7	Approve Discharge of Supervisory Board	Mgmt	For	For	For

## **STMicroelectronics NV**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Approve Grant of Unvested Stock Awards to Jean-Marc Chery as President and CEO	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha vesting periods for long-term incentive pla The company should put in place a proce indicators or other bad faith actions on the the long-term interests of its shareholders	reholder value over a su ans to 5 years or longer dure which would enabl e part of any of its exec	ufficiently long period of time. Com or as a minimum introduce an add le it, should it identify any facts of i cutive directors and other key mana	panies sho ditional holo manipulatio agers which	uld consider extending ling or deferral period. In of reported In were detrimental to
9	Reelect Yann Delabriere to Supervisory Board	Mgmt	For	For	For
10	Reelect Ana de Pro Gonzalo to Supervisory Board	Mgmt	For	For	For
11	Reelect Frederic Sanchez to Supervisory Board	Mgmt	For	For	For
12	Reelect Maurizio Tamagnini to Supervisory Board	Mgmt	For	For	For
13	Elect Helene Vletter-van Dort to Supervisory Board	Mgmt	For	For	For
14	Elect Paolo Visca to Supervisory Board	Mgmt	For	For	For
15	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
16	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital and Exclude Pre-emptive Rights	Mgmt	For	For	For
17	Allow Questions	Mgmt			

#### **TeamViewer SE**

Meeting Date: 05/24/2023

Country: Germany
Meeting Type: Annual

Ticker: TMV

Primary ISIN: DE000A2YN900

Primary SEDOL: BJ7WGS1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt			
2	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For	For
3	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	For	For
4	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2023, for the Review of Interim Financial Statements for the First Half of Fiscal Year 2023 and for the Review of Interim Financial Statements Until 2024 AGM	Mgmt	For	For	For

#### **TeamViewer SE**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Approve Remuneration Report	Mgmt	For	Against	For
	Voter Rationale: The custom policy raises preferred 5 years. the custom policy indican YoY increase in revenue and net inconthe current remuneration report shows a holding in the company giving him strong	ates concern the CEC ne. The rational for a vesting period of 4 y	O met the financial targets o 5 year vesting and holding ears which is in line with to	in the annual bonus a g period is for alignme he local market. The C	nlongside this delivered ent with shareholders,
6	Approve Increase in Size of Board to Eight Members	Mgmt	For	For	For
7.1	Elect Abraham Peled to the Supervisory Board	Mgmt	For	For	For
7.2	Elect Axel Salzmann to the Supervisory Board	Mgmt	For	Against	For
	Voter Rationale: The policy flags concern items 5 and 12. Gender diversity levels ar director and a vote FOR is warranted.				
7.3	Elect Joerg Rockenhaeuser to the Supervisory Board	Mgmt	For	For	For
7.4	Elect Stefan Dziarski to the Supervisory Board	Mgmt	For	For	For
7.5	Elect Ralf Dieter to the Supervisory Board	Mgmt	For	For	For
7.6	Elect Swantje Conrad to the Supervisory Board, if Item 6 is Accepted	Mgmt	For	For	For
7.7	Elect Christina Stercken to the Supervisory Board, if Item 6 is Accepted	Mgmt	For	For	For
8	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For	For
9	Amend Articles Re: Participation of Supervisory Board Members in the Virtual Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For
10	Approve Remuneration Policy	Mgmt	For	Against	For
	Voter Rationale: The custom policy highlig Is 4 years which is in line with local marke revenue. A vote FOR is warranted on lack	et practice. It is high			
11	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	Against	For
	Voter Rationale: A vote FOR the item is w	arranted as the uppe	er and lower bounds are w	ithin reasonable limits.	
12	Authorize Use of Financial Derivatives when Repurchasing Shares	Mgmt	For	Against	For

## **Uniper SE**

Meeting Date: 05/24/2023 Country: Germany Ticker: UN01

Meeting Type: Annual

Primary ISIN: DE000UNSE018 Primary SEDOL: BZ6CZ43

# **Uniper SE**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt			
2.1	Approve Discharge of Management Board Member Klaus-Dieter Maubach for Fiscal Year 2022	Mgmt	For	For	For
2.2	Approve Discharge of Management Board Member David Bryson for Fiscal Year 2022	Mgmt	For	For	For
2.3	Approve Discharge of Management Board Member Niek Hollander for Fiscal Year 2022	Mgmt	For	For	For
2.4	Approve Discharge of Management Board Member Tiina Tuomela for Fiscal Year 2022	Mgmt	For	For	For
3.1	Approve Discharge of Supervisory Board Member Thomas Blades for Fiscal Year 2022	Mgmt	For	Against	Against
	Voter Rationale: The company should redudent dynamic board refreshment process.	uce director terms and	d, ideally, introduce annual re-elect	tions, in orde	er to facilitate a more
3.2	Approve Discharge of Supervisory Board Member Markus Rauramo for Fiscal Year 2022	Mgmt	For	For	For
3.3	Approve Discharge of Supervisory Board Member Oliver Biniek for Fiscal Year 2022	Mgmt	For	For	For
3.4	Approve Discharge of Supervisory Board Member Werner Brinker for Fiscal Year 2022	Mgmt	For	For	For
3.5	Approve Discharge of Supervisory Board Member Judith Buss for Fiscal Year 2022	Mgmt	For	For	For
3.6	Approve Discharge of Supervisory Board Member Jutta Doenges for Fiscal Year 2022	Mgmt	For	For	For
3.7	Approve Discharge of Supervisory Board Member Holger Grzella for Fiscal Year 2022	Mgmt	For	For	For
3.8	Approve Discharge of Supervisory Board Member Bernhard Guenther for Fiscal Year 2022	Mgmt	For	For	For
3.9	Approve Discharge of Supervisory Board Member Esa Hyvaerinen for Fiscal Year 2022	Mgmt	For	For	For
3.10	Approve Discharge of Supervisory Board Member Barbara Jagodzinski for Fiscal Year 2022	Mgmt	For	For	For
3.11	Approve Discharge of Supervisory Board Member Diana Kirschner for Fiscal Year 2022	Mgmt	For	For	For

# **Uniper SE**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.12	Approve Discharge of Supervisory Board Member Victoria Kulambi for Fiscal Year 2022	Mgmt	For	For	For
3.13	Approve Discharge of Supervisory Board Member Andre Muilwijk for Fiscal Year 2022	Mgmt	For	For	For
3.14	Approve Discharge of Supervisory Board Member Magnus Notini for Fiscal Year 2022	Mgmt	For	For	For
3.15	Approve Discharge of Supervisory Board Member Immo Schlepper for Fiscal Year 2022	Mgmt	For	For	For
3.16	Approve Discharge of Supervisory Board Member Harald Seegatz for Fiscal Year 2022	Mgmt	For	For	For
3.17	Approve Discharge of Supervisory Board Member Marcus Schenck for Fiscal Year 2022	Mgmt	For	For	For
3.18	Approve Discharge of Supervisory Board Member Nora Steiner-Forsberg for Fiscal Year 2022	Mgmt	For	For	For
3.19	Approve Discharge of Supervisory Board Member Ines Zenke for Fiscal Year 2022	Mgmt	For	For	For
4	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2023, for the Review of Interim Financial Statements for Fiscal Year 2023 and for the Review of Interim Financial Statements for the First Quarter of Fiscal Year 2024	Mgmt	For	For	For
5.1	Elect Thomas Blades to the Supervisory Board	Mgmt	For	For	For
5.2	Elect Gerhard Holtmeier to the Supervisory Board	Mgmt	For	For	For
5.3	Elect Marcus Schenck to the Supervisory Board	Mgmt	For	For	For
5.4	Elect Ines Zenke to the Supervisory Board	Mgmt	For	Against	Against
	Voter Rationale: This director is not an inc The remuneration committee requires ind committees impartiality and effectiveness.	ependence, and non			
6	Amend Articles Re: Supervisory Board Composition	Mgmt	For	For	For
7.1	Approve Virtual-Only Shareholder Meetings Until 2028	Mgmt	For	Refer	Against
	Voter Rationale: A vote AGAINST the prop meetings for the next five years, which is virtual-only meetings would be held.				
7.2	Amend Articles Re: Participation of Supervisory Board Members in the Virtual Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For

# **Uniper SE**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7.3	Amend Articles Re: General Meeting Chair and Procedure	Mgmt	For	For	For
8	Approve Remuneration Report	Mgmt	For	For	For
9	Approve Remuneration Policy	Mgmt	For	For	For

## **Zalando SE**

Meeting Date: 05/24/2023

Country: Germany

Meeting Type: Annual

Ticker: ZAL

Primary ISIN: DE000ZAL1111 Prim

Primary SEDOL: BQV0SV7

Proposal lumber	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction			
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt						
2	Approve Allocation of Income and Omission of Dividends	Mgmt	For	For	For			
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For	For			
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	For	For			
5.1	Ratify Ernst & Young GmbH as Auditors for Fiscal Year 2023 and for the Review of Interim Financial Statements for the First Half of Fiscal Year 2023	Mgmt	For	For	For			
	Voter Rationale: Companies that have had bringing in a new auditing firm.	I the same audito	r for a period of over 10	years should consider a pla	an or tender process for			
5.2	Ratify KPMG AG as Auditors for the Review of Interim Financial Statements Until 2024 AGM	Mgmt	For	For	For			
	Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.							
6	Approve Remuneration Report	Mgmt	For	Against	Against			
	Voter Rationale: Incentive awards to exec reward strong performance and drive shal clearly linked to performance and demons normal part of their jobs. Companies that key shareholders to understand the ration address shareholder concerns. Long-term allowed to vest within 3 years since the de plans to 5 years or longer or as a minimul	reholder value ove trate shareholder received high leve ale for opposition incentive awards ate of grant. Com	er a sufficiently long perion value creation in addition els of dissent on remune and explain in the next should be used to incent panies should consider e	od of time. All exceptional n to and above that expect ration-related proposals sh annual report how the con tivise long-term performan xtending vesting periods for	awards should be ted of directors as a ould engage with their npany intends to ce and should not be			
7.1	Elect Kelly Bennett to the Supervisory							

#### **Zalando SE**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7.2	Elect Jennifer Hyman to the Supervisory Board	Mgmt	For	Against	Abstain
	Voter Rationale: The policy considers the around the capacity to perform the roles to ABSTENTION of voting is warranted.				
7.3	Elect Niklas Oestberg to the Supervisory Board	Mgmt	For	Against	Abstain
	Voter Rationale: The policy considers the around the capacity to perform the roles to ABSTENTION of voting is warranted				
7.4	Elect Anders Povlsen to the Supervisory Board	Mgmt	For	Against	For
	Voter Rationale: The policy flags concern The director is considered non-independe entrenchment or relationship with the CEC	nt as they have a c. 109	% shareholding. The directors inde		
7.5	Elect Mariella Roehm-Kottmann to the Supervisory Board	Mgmt	For	For	For
7.6	Elect Susanne Schroeter-Crossan to the Supervisory Board	Mgmt	For	For	For
8	Approve Remuneration Policy for the Supervisory Board	Mgmt	For	For	For
9	Approve Virtual-Only Shareholder Meetings Until 2025; Amend Articles Re: Online Participation	Mgmt	For	For	For
10	Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For

# **Aegon NV**

Meeting Date: 05/25/2023 Country: Net

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

Ticker: AGN

Primary ISIN: NL0000303709

Primary SEDOL: 5927375

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
	Annual Meeting Agenda	Mgmt				
1	Open Meeting	Mgmt				
2.1	Receive Report of Executive Board (Non-Voting)	Mgmt				
2.2	Approve Remuneration Report	Mgmt	For	Against	Against	
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance target reward strong performance and drive shareholder value over a sufficiently long period of time.					
2.3	Receive Explanation on Company's Dividend Policy	Mgmt				
2.4	Adopt Financial Statements and Statutory Reports	Mgmt	For	For	For	

## **Aegon NV**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.5	Approve Dividends	Mgmt	For	For	For
3.1	Approve Discharge of Executive Board	Mgmt	For	For	For
3.2	Approve Discharge of Supervisory Board	Mgmt	For	For	For
4.1	Ratify Ernst & Young Accountants LLP as Auditors	Mgmt	For	For	For
5.1	Reelect Dona Young to Supervisory Board	Mgmt	For	For	For
6.1	Approve Cancellation of Common Shares and Common Shares B	Mgmt	For	For	For
6.2	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital and Exclude Pre-emptive Rights	Mgmt	For	For	For
6.3	Grant Board Authority to Issue Shares Up To 25 Percent of Issued Capital in Connection with a Rights Issue	Mgmt	For	For	For
6.4	Authorize Repurchase of Up to 30 Percent of Issued Share Capital	Mgmt	For	Against	Against
	Voter Rationale: Any share repurchase requisified by the company.	uest in excess of 10% s	should be undertaken in exception	al circumsta	ances only and be fully
7	Other Business (Non-Voting)	Mgmt			
8	Close Meeting	Mgmt			

## **Bechtle AG**

Meeting Date: 05/25/2023

Country: Germany

Meeting Type: Annual

Ticker: BC8

Primary ISIN: DE0005158703 Primary SEDOL: 5932409

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt				
2	Approve Allocation of Income and Dividends of EUR 0.65 per Share	Mgmt	For	For	For	
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For	For	
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	Against	Against	
Voter Rationale: The company should reduce director terms and implement either staggered election cycles or, ideally, annual re-elections, in order to facilitate a more dynamic board refreshment process.						
5	Ratify Deloitte GmbH as Auditors for Fiscal Year 2023	Mgmt	For	For	For	

#### **Bechtle AG**

roposal umber	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction					
6	Approve Remuneration Report	Mgmt	For	Against	Against					
	Voter Rationale: Incentive awards to exe reward strong performance and drive sha vesting periods for long-term incentive p Companies that received high levels of di understand the rationale for opposition a concerns.	areholder value ov lans to 5 years or l issent on remunera	er a sufficiently long period longer or as a minimum int ation-related proposals sho	d of time. Companies sho troduce an additional holo ould engage with their ke	ould consider extending ding or deferral period y shareholders to					
7.1	Elect Klaus Winkler to the Supervisory Board	Mgmt	For	Against	Against					
	Voter Rationale: The company should red dynamic board refreshment process. The developed markets, our minimum expect the first time that we have been unable to decisions taken by the remuneration com- should move towards a three-committee independent board committees that repo- committee(s). To ensure the effectiveness	company should pation is that wome to support a pay remittee chair, we a structure (audit, not annually on their	put in place a policy to incomen should comprise at least elated proposal at the composer not inclined to support to the muneration and nomination activities. We hold this no	rease gender diversity or t 30% of the board. In re pany. Due to ongoing cor their re-election to the bo ion) in line with regional l ominee responsible for th	n the board. In ecent years, this is no ncerns regarding pard. The company best practice, with the lack of key					
7.2	Elect Kurt Dobitsch to the Supervisory Board	Mgmt	For	Against	Against					
	Voter Rationale: The company should red dynamic board refreshment process. For directors to ensure appropriate balance of audit committee that is majority non-inde be conflicted, thereby hampering the conf	controlled compar of independence ar ependent. The aud	nies, the board should inclu nd objectivity. This director lit committee requires inde	ide at least 33% indepen r is not an independent d	ndent non-executive lirector, yet sits on an					
7.3	Elect Lars Gruenert to the Supervisory Board	Mgmt	For	Against	Against					
	Voter Rationale: The company should reduce director terms and, ideally, introduce annual re-elections, in order to facilitate a more dynamic board refreshment process.									
7.4	Elect Thomas Hess to the Supervisory Board	Mgmt	For	Against	Against					
	Voter Rationale: The company should reduce director terms and, ideally, introduce annual re-elections, in order to facilitate a more dynamic board refreshment process.									
7.5	Elect Elke Reichart to the Supervisory Board	Mgmt	For	Against	Against					
	Voter Rationale: The company should reduce director terms and, ideally, introduce annual re-elections, in order to facilitate a more dynamic board refreshment process.									
7.6	Elect Sandra Stegmann to the Supervisory Board	Mgmt	For	Against	Against					
	Voter Rationale: The company should red dynamic board refreshment process.	duce director terms	s and, ideally, introduce an	nnual re-elections, in orde	er to facilitate a more					
7.7	Elect Elmar Koenig to the Supervisory Board	Mgmt	For	Against	Against					
	Voter Rationale: The company should red dynamic board refreshment process. For directors to ensure appropriate balance of	controlled compar	nies, the board should inclu	•						
7.8	Elect Klaus Straub to the Supervisory Board	Mgmt	For	Against	Against					
	Voter Rationale: The company should red dynamic board refreshment process. For directors to ensure appropriate balance of	controlled compar	nies, the board should inclu							
8	Amend Articles Re: Supervisory Board Composition and Term of Office	Mgmt	For	For	For					
9	Amend Articles Re: Proof of Entitlement	Mgmt	For	For	For					

#### **Bechtle AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction
10	Approve Virtual-Only Shareholder Meetings Until 2028; Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For

## **D'Ieteren Group**

Meeting Date: 05/25/2023

Country: Belgium

Meeting Type: Annual/Special

Ticker: DIE

Primary ISIN: BE0974259880 Primary SEDOL: 4247494

Proposal Iumber	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual/Special Meeting Agenda	Mgmt			
	Annual Meeting Agenda	Mgmt			
1	Receive Directors' and Auditors' Reports (Non-Voting)	Mgmt			
2	Approve Financial Statements, Allocation of Income, and Dividends of EUR 3.00 per Share	Mgmt	For	For	For
3	Approve Remuneration Report	Mgmt	For	Refer	Against
	Voter Rationale: insufficient levels of discla	osure and lack of	response to shareholder	dissent	
4.1	Approve Discharge of Directors	Mgmt	For	For	For
4.2	Approve Discharge of Auditors	Mgmt	For	For	For
5.1	Elect Allegra Patrizi Unipersonnelle, Represented by Allegra Patrizi, as Independent Director	Mgmt	For	For	For
5.2	Elect LSIM SA, Represented by Wolfgang de Limburg Stirum, as Independent Director	Mgmt	For	For	For
5.3	Elect Diligencia Consult SRL, Represented by Diane Govaerts, as Independent Director	Mgmt	For	For	For
5.4	Reelect Michele Sioen as Director	Mgmt	For	Against	Against

Voter Rationale: The company should reduce director terms and, ideally, introduce annual re-elections, in order to facilitate a more dynamic board refreshment process.

# **D'Ieteren Group**

roposal umber	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction			
5.5	Reelect Olivier Perier as Director	Mgmt	For	Against	Against			
	Voter Rationale: The company should redynamic board refreshment process. The hamper the committee's impartiality and membership could hamper the committee gender diversity on the board. In develop board. Given the recent updates to the board.	e remuneration con effectiveness. The es impartiality and ed markets, our m	nmittee should be independe nomination committee shou effectiveness. The Compan inimum expectation is that v	ent and this director's m uld be independent and y should put in place a p	nembership could this directors policy to increase			
5.6	Approve Co-optation of HECHO SRL, Represented by Hugo De Stoop, as Independent Director	Mgmt	For	For	For			
6	Ratify KPMG, Permanently Represented by Axel Jorion, as Auditor	Mgmt	For	For	For			
	Extraordinary Meeting Agenda	Mgmt						
1.a	Authorize Board to Issue Shares in the Event of a Public Tender Offer or Share Exchange Offer	Mgmt	For	Against	Against			
1.b	by shareholders prior to deployment, incl  Authorize Board to Repurchase Shares in	·	oversight, and be of a limited For	d duration.  Against	Against			
	the Event of a Serious and Imminent Harm and Under Normal Conditions  Voter Rationale: This authority can be us by shareholders prior to deployment, incl							
2.a	Authorize Repurchase of Up to 15 Percent of Issued Share Capital	Mgmt	For	Against	Against			
	Voter Rationale: Any share repurchase request in excess of 10% should be undertaken in exceptional circumstances only and be full justified by the company.							
2.b	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against	Against			
	Voter Rationale: Any share repurchase re justified by the company.	equest in excess o	f 10% should be undertaken	n in exceptional circums	tances only and be fu			
2.c	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	Against	Against			
	Voter Rationale: Any share repurchase re justified by the company.	equest in excess o	f 10% should be undertaken	n in exceptional circums	tances only and be ful			
3	Approve Cancellation of Repurchased Shares	Mgmt	For	For	For			
4	Authorize Coordination of Articles of Association	Mgmt	For	For	For			
5	Authorize Implementation of Approved	Mgmt	For	For	For			

#### **JDE Peet's NV**

Meeting Date: 05/25/2023

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

Ticker: JDEP

Primary ISIN: NL0014332678

Primary SEDOL: BMC4ZZ3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt			
1	Open Meeting	Mgmt			
2.a	Receive Board Report (Non-Voting)	Mgmt			
2.b	Approve Remuneration Report	Mgmt	For	Refer	Abstain
	Voter Rationale: The company provided a Code without explanations	a loan to the CEO t	o acquire shares in 202	20, in deviation of the Dutch	Corporate Governance
2.c	Adopt Financial Statements	Mgmt	For	For	For
3.a	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt			
3.b	Approve Dividends	Mgmt	For	For	For
4.a	Approve Discharge of Executive Directors	Mgmt	For	For	For
4.b	Approve Discharge of Non-Executive Directors	Mgmt	For	For	For
5.a	Elect Patricia Capel as Non-Executive Director	Mgmt	For	For	For
5.b	Elect Jeroen Katgert as Non-Executive Director	Mgmt	For	Against	Against
	Voter Rationale: The audit committee sho impartiality and effectiveness.	ould be fully indepe	endent and this director	r's membership could hamp	er the committee's
6	Reappoint Deloitte Accountants B.V. as Auditors	Mgmt	For	For	For
7.a	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
7.b	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital and Exclude Pre-emptive Rights	Mgmt	For	For	For
7.c	Grant Board Authority to Issue Shares Up To 40 Percent of Issued Capital in Connection with a Rights Issue	Mgmt	For	For	For
8	Approve Reduction in Share Capital through Cancellation of Shares	Mgmt	For	For	For
9	Other Business (Non-Voting)	Mgmt			
10	Discuss Voting Results	Mgmt			
11	Close Meeting	Mgmt			

## **Lyxor MSCI USA UCITS ETF**

Meeting Date: 05/25/2023

Country: France

Meeting Type: Ordinary Shareholders

Ticker: USAC

**Primary ISIN:** FR0011363423

Primary SEDOL: B9M9C89

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Ordinary Business	Mgmt			
1	Elect Mehdi Balafrej as Director	Mgmt	For	For	For
2	Elect Luc Caytan as Director	Mgmt	For	For	For
3	Elect Gregory Berthier as Director	Mgmt	For	For	For
4	Elect Christine Gentil as Director	Mgmt	For	For	For
5	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For

#### **Sanofi**

Meeting Date: 05/25/2023

Country: France

Meeting Type: Annual/Special

Ticker: SAN

**Primary ISIN:** FR0000120578

**Primary SEDOL:** 5671735

#### Did Not Vote Due to Ballot Shareblocking

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	Do Not Vote
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	Do Not Vote
3	Approve Allocation of Income and Dividends of EUR 3.56 per Share	Mgmt	For	For	Do Not Vote
4	Elect Frederic Oudea as Director	Mgmt	For	For	Do Not Vote
5	Approve Compensation Report of Corporate Officers	Mgmt	For	For	Do Not Vote
6	Approve Compensation of Serge Weinberg, Chairman of the Board	Mgmt	For	For	Do Not Vote
7	Approve Compensation of Paul Hudson, CEO	Mgmt	For	Against	Do Not Vote
8	Approve Remuneration of Directors in the Aggregate Amount of EUR 2.5 Million	Mgmt	For	For	Do Not Vote
9	Approve Remuneration Policy of Directors	Mgmt	For	For	Do Not Vote
10	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	Do Not Vote

## Sanofi

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
11	Approve Remuneration Policy of CEO	Mgmt	For	Against	Do Not Vote
12	Renew Appointment of PricewaterhouseCoopers Audit as Auditor	Mgmt	For	Against	Do Not Vote
13	Ratify Change Location of Registered Office to 46, Avenue de la Grande Armee, 75017 Paris and Amend Article 4 of Bylaws Accordingly	Mgmt	For	For	Do Not Vote
14	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	Do Not Vote
	Extraordinary Business	Mgmt			
15	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	Do Not Vote
16	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 997 Million	Mgmt	For	For	Do Not Vote
17	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 240 Million	Mgmt	For	For	Do Not Vote
18	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 240 Million	Mgmt	For	For	Do Not Vote
19	Approve Issuance of Debt Securities Giving Access to New Shares of Subsidiaries and/or Debt Securities, up to Aggregate Amount of EUR 7 Billion	Mgmt	For	For	Do Not Vote
20	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 16-18	Mgmt	For	For	Do Not Vote
21	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For	Do Not Vote
22	Authorize Capitalization of Reserves of Up to EUR 500 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For	Do Not Vote
23	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against	Do Not Vote
	Ordinary Business	Mgmt			
24	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	Do Not Vote

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

roposal umber	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
3	Approve Allocation of Income and Dividends of EUR 3.56 per Share	Mgmt	For	For	For
4	Elect Frederic Oudea as Director	Mgmt	For	For	For
5	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
6	Approve Compensation of Serge Weinberg, Chairman of the Board	Mgmt	For	For	For
7	Approve Compensation of Paul Hudson, CEO	Mgmt	For	Against	Against
	creation in incentive awards. All except creation in addition to and above that exp vesting periods for long-term incentive pla	ected of directors a	ld be clearly linked to perfo as a normal part of their jo nger or as a minimum intr	bs. Companies should co	onsider extending
	creation in addition to and above that exp	ected of directors a	as a normal part of their jo	bs. Companies should co	onsider extending
8	creation in addition to and above that exp	ected of directors a	as a normal part of their jo	bs. Companies should co	onsider extending
8	creation in addition to and above that exp vesting periods for long-term incentive pla Approve Remuneration of Directors in the Aggregate Amount of EUR 2.5	ected of directors ans to 5 years or lo	as a normál part of their jo nger or as a minimum intr	bs. Companies should co oduce an additional hold.	onsider extending ing or deferral period.
	creation in addition to and above that exp vesting periods for long-term incentive pla Approve Remuneration of Directors in the Aggregate Amount of EUR 2.5 Million Approve Remuneration Policy of	ected of directors a ans to 5 years or lo	as a normál part of their jo nger or as a minimum intr For	bs. Companies should co oduce an additional hold. For	onsider extending ing or deferral period. For
9	Approve Remuneration of Directors in the Aggregate Amount of EUR 2.5 Million  Approve Remuneration Policy of Directors  Approve Remuneration Policy of	ected of directors ans to 5 years or lo	as a normál part of their jo nger or as a minimum intr For For	bs. Companies should co oduce an additional hold. For For	onsider extending ing or deferral period. For

12	Renew Appointment of PricewaterhouseCoopers Audit as Auditor	Mgmt	For	Against	Against
	Voter Rationale: Companies that have habringing in a new auditing firm, ideally even		long period of time should conside	er a plan or	tender process for
13	Ratify Change Location of Registered Office to 46, Avenue de la Grande Armee, 75017 Paris and Amend Article 4 of Bylaws Accordingly	Mgmt	For	For	For

#### Sanofi

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
14	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	Extraordinary Business	Mgmt			
15	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
16	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 997 Million	Mgmt	For	For	For
17	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 240 Million	Mgmt	For	For	For
18	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 240 Million	Mgmt	For	For	For
19	Approve Issuance of Debt Securities Giving Access to New Shares of Subsidiaries and/or Debt Securities, up to Aggregate Amount of EUR 7 Billion	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 16-18	Mgmt	For	For	For
21	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For	For
22	Authorize Capitalization of Reserves of Up to EUR 500 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For	For
23	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against	Against
	Voter Rationale: Options should be issued not exceed 20% on a fixed date.	l at no less than market	price, except for an all-employee р	olan where	the discount should
	Ordinary Business	Mgmt			
24	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For

## **Faurecia SE**

Meeting Date: 05/30/2023 Country: France Ticker: EO

Meeting Type: Annual/Special

**Primary ISIN:** FR0000121147 **Primary SEDOL:** 4400446

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

#### **Faurecia SE**

Approve Consolidated Financial Mgmt For For For For Statements and Statutory Reports  Approve Allocation of Income and Absence of Dividends  Approve Auditors' Special Report on Mgmt For For For For For Related Party Transactions  Related Party Transactio	Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
Statements and Statutory Reports  Approve Allocation of Income and Mgmt For For For Approve Auditors' Special Report on Mgmt For For For Real Approve Auditors' Special Report on Mgmt For For For Real Related-Party Transactions  Reelect Denis Mercier as Director Mgmt For Against Against  Voter Rabionale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.  Elect Esther Gaide as Director Mgmt For For For For For For Approve Compensation Report of Mgmt For For For For Approve Compensation Report of Mgmt For For For For Report of Corporate Officers  Approve Compensation of Michel de Mgmt For For For For For Rosen, Chairman of the Board  Approve Compensation of Patrick Koller, Mgmt For For For For Rosen, Chairman of the Board Rosen, Chairman of the Board Approve Compensation of Membrasholer value over a sufficiently knap period of time. The remuneration committee should not allow vesting of incentive awards to executives should be clearly disclosed and include robust and stretching performance stagets for reward strong performance and drive shareholder value over a sufficiently knap period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performancies. Substantial pay-outs and incentive awards to executives a should not provide a market performance and office a therefore the period.  Approve Remuneration Policy of Mgmt For For For For For Directors  Approve Remuneration Policy of Mgmt For For For For For Chairman of the Board Mgmt For For For For For Chairman of the Board Mgmt Policy of Mgmt For For For For Chairman of the Board of the substantial pay-outs under incentive schemes should be clearly liked period of intensity and support of of intensity and an above that expensions and amounts and accordingly bening threshold targets and perfor	1	• •	Mgmt	For	For	For
Absence of Dividends Approve Auditors' Special Report on Mgmt For For For Related Party Transactions Releted Denis Mercier as Director Mgmt For Against Against Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to mogning concensive segarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.  Elect Esther Gaide as Director Mgmt For For For For Recompany. Due to mogning concensive segarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.  Elect Esther Gaide as Director Mgmt For For For For Recompany. Due to the provide their re-election to the board Approve Compensation Report of Mgmt For For For For Corporate Officers  Approve Compensation of Mitchel de Mgmt For For For For For Recompany. Due to the Board Research, Chairman of the Board Approve Compensation of Patrick Koller, Mgmt For For Against Against CEO  Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Substantial pay-outs under incentive schemes should only the available for supering performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Substantial pay-outs under incentive awards to see schemes should only the available for supering performance and admit consider extending vesting periods for long-time strong and available of supering period and admitted period of incentive awards to see such as a minimum introduce an additional period manufactual period of incentive and admitted period period of incentive	2		Mgmt	For	For	For
Realect Party Transactions  Reelect Denis Mercier as Director  Received Denis Mercier as Director  Received Denis Mercier as Director  Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related prosposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the beard.  Elect Eisther Galde as Director  Mgmt For For For For For Approve Compensation Report of Mgmt For For For For For Approve Compensation Report of Mgmt For For For For Approve Compensation of Michel de Mgmt For For For For Approve Compensation of Michel de Mgmt For For For For Approve Compensation of Patrick Koller, Mgmt For Bremuneration Committee should not allow vesting of incentive awards for substantially below median performance. Substantial pay-outs under incentive schemes should only be valiable for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.  Approve Remuneration Policy of Mgmt For For For For Chairman of the Board  Approve Remuneration Policy of CEO Mgmt For	3		Mgmt	For	For	For
Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.  Elect Esther Galde as Director Mgmt For For For For Approve Compensation Report of Mgmt For For For For Approve Compensation Report of Mgmt For For For For Approve Compensation of Michel de Mgmt For For For For Approve Compensation of Michel de Mgmt For For Against Against CEO Approve Compensation of Patrick Koller, Mgmt For Against Against CEO Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Substantial pay-outs under incentive schemes should not allow vesting of incentive awards for substantially below median performance. Substantial pay-outs under incentive schemes should not allow evaluable for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.  1 Approve Remuneration Policy of Mgmt For For For For Por Chairman of the Board  3 Approve Remuneration Policy of Mgmt For For For For For Evaluation and the shareholder value over a sufficiently long period of time. All exceptional awards should be a normal part of their jobs. Substantial pay-outs under incentive schemes should only be available for superior awards should be a normal part of their jobs. Substantial pay-outs under incentive schemes should only be available for superior performance and drive shareholder value over a sufficiently long period of tim	4		Mgmt	For	For	For
company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.  Elect Esther Gaide as Director Mgmt For For For For For Approve Compensation Report of Mgmt For For For For Corporate Officers  Approve Compensation of Michel de Mgmt For For For For For Rosen, Chairman of the Board  Approve Compensation of Patrick Koller, Mgmt For Against Against CEO  Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Substantial parts calculated in the control of incentive awards for substantially below median performance. Substantial parts calculated in the control of incentive awards for substantially below median performance. Substantial parts calculated in the control of incentive awards for substantially below median performance. Substantial parts calculated in the control of incentive awards for substantially below median performance. Substantial parts of incentive awards companies should consider extending vesting threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for kng-term incentive plans to 5 years or knger or as a minimum introduce an additional holding or deferral period.  Approve Remuneration Policy of Mgmt For For For For For Chairman of the Board  Approve Remuneration Policy of CEO Mgmt For	5	Reelect Denis Mercier as Director	Mgmt	For	Against	Against
Elect Michael Bolle as Director Mgmt For For For For Approve Compensation Report of Mgmt For For For For For Corporate Officers  Approve Compensation of Michael de Mgmt For For For For For Rosen, Chairman of the Board  Approve Compensation of Patrick Koller, Mgmt For Against Against CEO  Vater Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The renumeration committee should not allow westing of incentive awards for substantially below median performance. Substantial par-outs under incentive should not allow westing of incentive awards for substantially below median performance. Substantial par-outs under incentive should not have been should not be available for superior performance. Reaching threshold targets any warrant vesting of only a small proportion of incentive awards. Companies should notside or deferal period.  1 Approve Remuneration Policy of Mgmt For For For For Directors  Approve Remuneration Policy of CEO Mgmt For For For For For Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and demonstrate shareholder value over a sufficiently long period of time. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Substantial pay-outs under incentive schemes should only be available only superior generations. A superior performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Substantial pay-outs under incentive schemes should only be available only superior generations. The part of the propers were superior generation of the propers of their jobs. Substantial pay-outs under incentive schemes should only be availab		company. Due to ongoing concerns regard				
Approve Compensation Report of Mgmt For For For For Rosen, Chairman of the Board  Approve Compensation of Michel de Rosen, Chairman of the Board  Approve Compensation of Patrick Koller, Mgmt For Against Against CEO  Vater Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The renumeration committee should not allow vesting of incentive awards for substantially below median performance. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should notified or deferral period.  Approve Remuneration Policy of Mgmt For For For For Directors  Approve Remuneration Policy of CEO Mgmt For For For For Vater Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and demonstrate shareholder value over a sufficiently long period of time. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Substantial pay-outs under incentive schemes should only be available on specior generation and for their jobs. Substantial pay-outs under incentive schemes should only be available on specier performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferr	6	Elect Esther Gaide as Director	Mgmt	For	For	For
Approve Compensation of Michel de Mgmt For For For Rosen, Chairman of the Board  Approve Compensation of Patrick Koller, Mgmt For Against Against CEO  Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.  Approve Remuneration Policy of Mgmt For For For For Chairman of the Board  Approve Remuneration Policy of Mgmt For For For For Chairman of the Board  Approve Remuneration Policy of CEO Mgmt For For For For Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and demonstrates shareholder value over a sufficiently long period of time. All exceptional awards should be clearly inked to performance and demonstrate shareholder value overation in addition to above that expected of directors as a normal part of their jobs. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.  Authorize Repurchase of Up to 10 Mgmt For For For For For Equity-Linked Securities with Preemptive Rights up to 40 Percent of Issued Share Capital Period Deferminent Securities without Preemptive Rights up to 10 Percent of Se	7	Elect Michael Bolle as Director	Mgmt	For	For	For
Rosen, Chairman of the Board  Approve Compensation of Patrick Koller, Mgmt For Against Against CEO  Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long performance. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.  Approve Remuneration Policy of Mgmt For For For For Directors  Approve Remuneration Policy of Mgmt For For For For Chairman of the Board  Approve Remuneration Policy of CEO Mgmt For For For For For Veter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. All exceptional awards should be clearly linked to performance and demonstrate shareholder value over a sufficiently long period of time. All exceptional awards should be clearly linked to performance and demonstrate shareholder value over a sufficiently long period of time. All exceptional awards should be clearly linked to performance and demonstrate shareholder value over a sufficiently long period of time. All exceptional awards should be clearly linked to performance and demonstrate shareholder value over a sufficiently long period of time. All exceptional awards should be clearly linked to performance and demonstrate shareholder value over a sufficiently long period of time. All exceptional awards should be clearly linked to performance and demonstrate shareholder value over a sufficiently long period of time. All exceptional awards should be clearly only as a sufficiently long period of time. All exceptional awa	8		Mgmt	For	For	For
Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.  1	9	• •	Mgmt	For	For	For
reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.  1	10		Mgmt	For	Against	Against
Approve Remuneration Policy of Mgmt For For For For Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. All exceptional awards should be clearly linked to performance and demonstrate shareholder value over a sufficiently long period of time. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.  4 Authorize Repurchase of Up to 10 Mgmt For For For Percent of Issued Share Capital  Extraordinary Business Mgmt  5 Change Company Name to Forvia and Amend Article 2 of Bylaws Accordingly  6 Authorize Issuance of Equity or Mgmt For For For For Equity-Linked Securities with Preemptive Rights up to 40 Percent of Issued Share Capital  7 Authorize Issuance of Equity or Mgmt For For For For Equity-Linked Securities without Preemptive Rights up to 10 Percent of		reward strong performance and drive shar not allow vesting of incentive awards for s should only be available for superior perfo- incentive awards. Companies should consid	eholder value over a su ubstantially below med rmance. Reaching thres der extending vesting p	officiently long period of time. The li lian performance. Substantial pay-c shold targets may warrant vesting of	remuneration outs under l of only a sr	on committee should incentive schemes mall proportion of
Approve Remuneration Policy of CEO Mgmt For For For  Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.  4 Authorize Repurchase of Up to 10 Mgmt For For For For Extraordinary Business Mgmt  5 Change Company Name to Forvia and Amgmt For For For For Amend Article 2 of Bylaws Accordingly  6 Authorize Issuance of Equity or Mgmt For For For For Equity-Linked Securities with Preemptive Rights up to 40 Percent of Issued Share Capital  7 Authorize Issuance of Equity or Mgmt For For For For For Equity-Linked Securities without Preemptive Rights up to 10 Percent of	11	· ·	Mgmt	For	For	For
Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.  4 Authorize Repurchase of Up to 10 Mgmt For For For Percent of Issued Share Capital  Extraordinary Business Mgmt  5 Change Company Name to Forvia and Mgmt For For For For Amend Article 2 of Bylaws Accordingly  6 Authorize Issuance of Equity or Mgmt For For For For Equity-Linked Securities with Preemptive Rights up to 40 Percent of Issued Share Capital  7 Authorize Issuance of Equity or Mgmt For For For For Equity-Linked Securities without Preemptive Rights up to 10 Percent of	12		Mgmt	For	For	For
reward strong performance and drive shareholder value over a sufficiently long period of time. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.  4 Authorize Repurchase of Up to 10 Mgmt For For For Percent of Issued Share Capital  Extraordinary Business Mgmt  5 Change Company Name to Forvia and Mgmt For For For For Amend Article 2 of Bylaws Accordingly  6 Authorize Issuance of Equity or Mgmt For For For For Equity-Linked Securities with Preemptive Rights up to 40 Percent of Issued Share Capital  7 Authorize Issuance of Equity or Mgmt For For For For Equity-Linked Securities without Preemptive Rights up to 10 Percent of	13	Approve Remuneration Policy of CEO	Mgmt	For	For	For
Percent of Issued Share Capital  Extraordinary Business Mgmt  Change Company Name to Forvia and Amend Article 2 of Bylaws Accordingly  Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to 40 Percent of Issued Share Capital  Authorize Issuance of Equity or Mgmt For For For Equity-Linked Securities with Preemptive Rights up to 10 Percent of Issued Share Capital		reward strong performance and drive shar clearly linked to performance and demonst normal part of their jobs. Substantial pay- threshold targets may warrant vesting of c	eholder value over a su trate shareholder value outs under incentive sc only a small proportion o	officiently long period of time. All ex creation in addition to and above to themes should only be available for of incentive awards. Companies sh	cceptional a that expect superior po ould consid	awards should be ed of directors as a erformance. Reaching der extending vesting
Change Company Name to Forvia and Amend Article 2 of Bylaws Accordingly  Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to 40 Percent of Issued Share Capital  Authorize Issuance of Equity or Mgmt For For For Equity-Linked Securities without Preemptive Rights up to 10 Percent of Issued Share Capital	14	•	Mgmt	For	For	For
Amend Article 2 of Bylaws Accordingly  Authorize Issuance of Equity or Mgmt For For Equity-Linked Securities with Preemptive Rights up to 40 Percent of Issued Share Capital  Authorize Issuance of Equity or Mgmt For For For Equity-Linked Securities without Preemptive Rights up to 10 Percent of		Extraordinary Business	Mgmt			
Equity-Linked Securities with Preemptive Rights up to 40 Percent of Issued Share Capital  7 Authorize Issuance of Equity or Mgmt For For For Equity-Linked Securities without Preemptive Rights up to 10 Percent of	15		Mgmt	For	For	For
Equity-Linked Securities without Preemptive Rights up to 10 Percent of	16	Equity-Linked Securities with Preemptive Rights up to 40 Percent of Issued Share	Mgmt	For	For	For
	17	Equity-Linked Securities without Preemptive Rights up to 10 Percent of	Mgmt	For	For	For

#### **Faurecia SE**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
18	Approve Issuance of Equity or Equity-Linked Securities Reserved for Qualified Investors or Restricted Number of Investors, up to 10 Percent of Issued Capital	Mgmt	For	For	For
19	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Item 16 to 18	Mgmt	For	For	For
20	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For	For
21	Authorize Capitalization of Reserves of Up to EUR 175 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For	For
22	Authorize up to 3 Million Shares for Use in Restricted Stock Plans	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to execu- reward strong performance and drive share schemes should only be available for supei- proportion of incentive awards. Companies longer or as a minimum introduce an addit enable it, should it identify any facts of ma executive directors and other key manager funds wrongfully obtained in such manner	eholder value over a su rior performance. Reach s should consider extend tional holding or deferra anipulation of reported in s which were detriment	fficiently long period of time. Subs hing threshold targets may warrant ding vesting periods for long-term of period. The company should put indicators or other bad faith actions	tantial pay- t vesting of incentive pi in place a pa on the pai	outs under incentive only a small lans to 5 years or procedure which would rt of any of its
23	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against	
	Voter Rationale: Options should be issued not exceed 20% on a fixed date.	at no less than market <sub>l</sub>	price, except for an all-employee p	lan where i	the discount should
24	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	Mgmt	For	Against	Against
	Voter Rationale: Options should be issued not exceed 20% on a fixed date.	at no less than market	price, except for an all-employee p	lan where i	the discount should
25	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
	Ordinary Business	Mgmt			
26	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For

## **Cellnex Telecom SA**

Meeting Date: 05/31/2023 Country: Spain Ticker: CLNX

Meeting Type: Annual

Primary ISIN: ES0105066007 Primary SEDOL: BX90C05

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Consolidated and Standalone	Mgmt	For	For	For

## **Cellnex Telecom SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Non-Financial Information Statement	Mgmt	For	For	For
3	Approve Treatment of Net Loss	Mgmt	For	For	For
4	Approve Discharge of Board	Mgmt	For	For	For
5	Approve Dividends Charged Against Reserves	Mgmt	For	For	For
6	Renew Appointment of Deloitte, S.L. as Auditor	Mgmt	For	For	For
7.1	Approve Annual Maximum Remuneration	Mgmt	For	For	For
7.2	Amend Remuneration Policy	Mgmt	For	Against	Against
	Voter Rationale: Any increase in the size of corresponding increase in performance expand stretching performance targets to rew Companies should consider extending vest an additional holding or deferral period.	pectations. Incentive av ard strong performance	vards to executives should be clear e and drive shareholder value over	rly disclosed a sufficient	d and include robust Hy long period of time.
8.1	Fix Number of Directors at 13	Mgmt	For	For	For
8.2	Reelect Concepcion del Rivero Bermejo as Director	Mgmt	For	Against	Against
	Voter Rationale: In recent years, this is no company. Due to ongoing concerns regard their re-election to the board.				
8.3	Reelect Christian Coco as Director	Mgmt	For	For	For
8.4	Ratify Appointment by Co-option of Ana Garcia Fau as Director	Mgmt	For	For	For
8.5	Ratify Appointment by Co-option of Jonathan Amouyal as Director	Mgmt	For	For	For
8.6	Ratify Appointment by Co-option of Maria Teresa Ballester Fornes as Director	Mgmt	For	For	For
8.7	Elect Oscar Fanjul Martin as Director	Mgmt	For	For	For
8.8	Elect Dominique D'Hinnin as Director	Mgmt	For	Against	Against
	Voter Rationale: Directors are expected to to discharge their role properly, particular	· ·	-		= ·
8.9	Elect Marco Patuano as Director	Mgmt	For	For	For
	Voter Rationale: Nominees who also serve external directorship to ensure they have company situations requiring substantial a	sufficient time and ener			
9	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For	For
10	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
11	Authorize Issuance of Convertible Bonds, Debentures, Warrants, and Other Debt Securities with Exclusion of Preemptive Rights up to 10 Percent of Capital	Mgmt	For	For	For

#### **Cellnex Telecom SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
12	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For	
13	Advisory Vote on Remuneration Report	Mgmt	For	Against	Against	
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.					

## **Commerzbank AG**

Meeting Date: 05/31/2023 Country: Germany Ticker: CBK

Meeting Type: Annual

Primary ISIN: DE000CBK1001 Primary SEDOL: B90LKT4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction		
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt					
2	Approve Allocation of Income and Dividends of EUR 0.20 per Share	Mgmt	For	For	For		
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For	For		
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	For	For		
5.1	Ratify KPMG AG as Auditors for Fiscal Year 2023	Mgmt	For	For	For		
5.2	Ratify KPMG AG as Auditors for the Review of Interim Financial Statements for the Period from Dec. 31, 2023, until 2024 AGM	Mgmt	For	For	For		
6	Approve Remuneration Report	Mgmt	For	Against	Against		
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.						
7.1	Elect Harald Christ to the Supervisory Board	Mgmt	For	Against	Against		
	Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity.						
7.2	Elect Frank Czichowski to the Supervisory Board	Mgmt	For	For	For		
7.3	Elect Sabine Dietrich to the Supervisory Board	Mgmt	For	For	For		

#### **Commerzbank AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
7.4	Elect Jutta Doenges to the Supervisory Board	Mgmt	For	Against	Against	
	Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity. This director is not an independent director, yet sits on an audit committee that is majority non-independent. The audit committee requires independence, and non-independent directors could be conflicted, thereby hampering the committee's impartiality and effectiveness. This director is not an independent director, yet sits on a remuneration committee that is majority non-independent. The remuneration committee requires independence, and non-independent directors could be conflicted, thereby hampering the committee's impartiality and effectiveness. The nomination committee should be majority independent and this directors membership could hamper the committees impartiality and effectiveness. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.					
7.5	Elect Burkhard Keese to the Supervisory Board	Mgmt	For	For	For	
7.6	Elect Daniela Mattheus to the Supervisory Board	Mgmt	For	For	For	
7.7	Elect Caroline Seifert to the Supervisory Board	Mgmt	For	For	For	
7.8	Elect Gertrude Tumpel-Gugerell to the Supervisory Board	Mgmt	For	For	For	
7.9	Elect Jens Weidmann to the Supervisory Board	Mgmt	For	Against	Against	
	Voter Rationale: In recent years, this is no company. Due to ongoing concerns regard their re-election to the board.		• • • • • • • • • • • • • • • • • • • •	•	•	
7.10	Elect Frank Westhoff to the Supervisory Board	Mgmt	For	For	For	
8	Approve Creation of EUR 438.3 Million Pool of Authorized Capital 2023/I with or without Exclusion of Preemptive Rights	Mgmt	For	For	For	
9	Approve Creation of EUR 125.2 Million Pool of Authorized Capital 2023/II with or without Exclusion of Preemptive Rights	Mgmt	For	For	For	
10	Approve Issuance of Participatory Certificates and Other Hybrid Debt Securities up to Aggregate Nominal Value of EUR 5 Billion	Mgmt	For	For	For	
11	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For	For	
12	Amend Articles Re: Participation of Supervisory Board Members in the Virtual Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For	
13	Amend Article Re: Location of Annual Meeting	Mgmt	For	For	For	

## **Ipsen SA**

Meeting Date: 05/31/2023 Country: France Ticker: IPN

Meeting Type: Annual/Special

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			
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For			
3	Approve Allocation of Income and Dividends of EUR 1.20 per Share	Mgmt	For	For	For			
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For	For			
5	Renew Appointment of KPMG SA as Auditor	Mgmt	For	For	For			
	Voter Rationale: Companies that have ha bringing in a new auditing firm.	d the same auditor	for a period of over 10 ye	ears should consider a pl	an or tender process for			
6	Reelect Marc de Garidel as Director	Mgmt	For	Against	Against			
	appropriate balance of independence and checks and balances on the Board, suppo contact for shareholders, non-executive of Chairman are considered inappropriate.	ort the Chairman, endirectors and senior	nsure orderly succession executives where normal	process for the Chairmai channels of communica	n, and act as a point of tion through the board			
7	Reelect Henri Beaufour as Director	Mgmt	For	Against	Against			
	Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.							
8	Reelect Michele Ollier as Director	Mgmt	For	Against	Against			
		Voter Rationale: For controlled companies, the board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity.						
9	Approve Remuneration Policy of Directors	Mgmt	For	For	For			
10	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	For			
11	Approve Remuneration Policy of CEO and Executive Corporate Officers	Mgmt	For	Against	Against			
	Voter Rationale: Incentive awards to exe	cutives should be a	learly disclosed and includ	e robust and stretching	nerformance targets to			
	reward strong performance and drive sha vesting periods for long-term incentive pi The company should put in place a proce indicators or other bad faith actions on the the long-term interests of its shareholder.	areholder value ove lans to 5 years or lo dure which would e ne part of any of its	r a sufficiently long period onger or as a minimum int enable it, should it identify e executive directors and o	of time. Companies sho roduce an additional holo any facts of manipulatio ther key managers which	ould consider extending ding or deferral period. on of reported h were detrimental to			
12	reward strong performance and drive sha vesting periods for long-term incentive pi The company should put in place a proce indicators or other bad faith actions on th	areholder value ove lans to 5 years or lo dure which would e ne part of any of its	r a sufficiently long period onger or as a minimum int enable it, should it identify e executive directors and o	of time. Companies sho roduce an additional holo any facts of manipulatio ther key managers which	ould consider extending ding or deferral period. on of reported h were detrimental to			

# **Ipsen SA**

roposal umber	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
14	Approve Compensation of David Loew, CEO	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha clearly linked to performance and demons normal part of their jobs. Companies shou as a minimum introduce an additional hold	reholder value ove trate shareholder uld consider extend	er a sufficiently long period value creation in addition ding vesting periods for loi	of time. All exceptional to and above that expect	awards should be ted of directors as a
15	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	Extraordinary Business	Mgmt			
16	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
17	Authorize Capitalization of Reserves of up to 20 Percent of Issued Share Capital for Bonus Issue or Increase in Par Value	Mgmt	For	For	For
18	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to 20 Percent of Issued Share Capital	Mgmt	For	For	For
19	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
20	Approve Issuance of up to 10 Percent of Issued Capital Per Year for a Private Placement	Mgmt	For	For	For
21	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 18 to 20	Mgmt	For	For	For
22	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	Against	Against
	Voter Rationale: Any increase in capital of circumstances only and fully justified by ti		6 without pre-emption righ	nts should be undertaken	in exceptional
23	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against	Against
	Voter Rationale: Options should be issued not exceed 20% on a fixed date.	at no less than m	narket price, except for an	all-employee plan where	the discount should
24	Authorize up to 3 Percent of Issued Capital for Use in Stock Option Plans	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive shal procedure which would enable it, should it part of any of its executive directors and of ensure that any funds wrongfully obtained	reholder value ove t identify any facts other key manage	er a sufficiently long period s of manipulation of report rs which were detrimental	d of time. The company s ted indicators or other ba	should put in place a and faith actions on the
25	Amend Article 16.1 of Bylaws Re: Age Limit of Chairman of the Board	Mgmt	For	For	For
26	Amend Article 16.6 of Bylaws Re: Minutes of Board Deliberations	Mgmt	For	For	For
27	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For

## **Legrand SA**

Meeting Date: 05/31/2023

Country: France

Meeting Type: Annual/Special

Ticker: LR

**Primary ISIN:** FR0010307819

Primary SEDOL: B11ZRK9

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				
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For				
3	Approve Allocation of Income and Dividends of EUR 1.90 per Share	Mgmt	For	For	For				
4	Appoint Mazars as Auditor	Mgmt	For	For	For				
	Voter Rationale: Companies that have he bringing in a new auditing firm.	ad the same auditor	r for a period of over 10	years should consider a pla	an or tender process for				
5	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For				
6	Approve Compensation of Angeles Garcia-Poveda, Chairwoman of the Board	Mgmt	For	For	For				
7	Approve Compensation of Benoit Coquart, CEO	Mgmt	For	Against	Against				
	Voter Rationale: Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.								
8	Approve Remuneration Policy of Chairwoman of the Board	Mgmt	For	For	For				
9	Approve Remuneration Policy of CEO	Mgmt	For	Against	Against				
	Voter Rationale: Incentive awards to exereward strong performance and drive sh schemes should only be available for supproportion of incentive awards. The commanipulation of reported indicators or of which were detrimental to the long-termare repaid to it.	pareholder value ove perior performance. Inpany should put in ther bad faith action In interests of its sha	er a sufficiently long peri Reaching threshold targ place a procedure which as on the part of any of i reholders, to ensure tha	iod of time. Substantial pay gets may warrant vesting o h would enable it, should it its executive directors and o t any funds wrongfully obta	r-outs under incentive f only a small identify any facts of other key managers ained in such manner				
10	Approve Remuneration Policy of Directors	Mgmt	For	For	For				
11	Reelect Isabelle Boccon-Gibod as Director	Mgmt	For	For	For				
12	Reelect Benoit Coquart as Director	Mgmt	For	For	For				
13	Reelect Angeles Garcia-Poveda as Director	Mgmt	For	For	For				
14	Reelect Michel Landel as Director	Mgmt	For	For	For				
15	Elect Valerie Chort as Director	Mgmt	For	For	For				
16	Elect Clare Scherrer as Director	Mgmt	For	For	For				
17	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For				
	Extraordinary Business	Mgmt							

## **Legrand SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
18	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
	Ordinary Business	Mgmt			
19	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For

## **Royal KPN NV**

Meeting Date: 05/31/2023

**Country:** Netherlands

Meeting Type: Extraordinary Shareholders

Ticker: KPN

Primary ISIN: NL0000009082

Primary SEDOL: 5956078

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Extraordinary Meeting Agenda	Mgmt			
1	Open Meeting and Announcements	Mgmt			
2	Announce Intention to Appoint Chantal Vergouw and Wouter Stammeijer as Members of the Board of Management	Mgmt			
3	Opportunity to Make Recommendations	Mgmt			
4	Elect Marga de Jager to Supervisory Board	Mgmt	For	For	For
5	Close Meeting	Mgmt			

# **Corporacion Acciona Energias Renovables SA**

Meeting Date: 06/01/2023

Country: Spain

Meeting Type: Annual

Ticker: ANE

**Primary ISIN:** ES0105563003

**Primary SEDOL:** BP7L895

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Troposul Text	Торонен	- Nec	- Rec	1136 46601
1.1	Approve Consolidated and Standalone Financial Statements	Mgmt	For	For	For
1.2	Approve Consolidated and Standalone Management Reports	Mgmt	For	For	For
1.3	Approve Discharge of Board	Mgmt	For	For	For
1.4	Approve Non-Financial Information Statement	Mgmt	For	For	For
1.5	Approve Allocation of Income and Dividends	Mgmt	For	For	For

# **Corporacion Acciona Energias Renovables SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.6	Renew Appointment of KPMG Auditores as Auditor	Mgmt	For	For	For
2.1	Reelect Jose Manuel Entrecanales Domecq as Director	Mgmt	For	For	For
	Voter Rationale: The board should appoin support the Chairman, ensure orderly such non-executive directors and senior executinappropriate.	ccession process fo	or the Chairman, and act as	s a point of contact for s	shareholders,
2.2	Reelect Rafael Mateo Alcala as Director	Mgmt	For	For	For
2.3	Reelect Juan Ignacio Entrecanales Franco as Director	Mgmt	For	For	For
2.4	Reelect Sonia Dula as Director	Mgmt	For	Against	Against
	Voter Rationale: The audit committee sho impartiality and effectiveness.	ould be fully indepe	ndent and this director's m	nembership could hampe	er the committee's
2.5	Reelect Karen Christiana Figueres Olsen as Director	Mgmt	For	For	For
2.6	Reelect Juan Luis Lopez Cardenete as Director	Mgmt	For	For	For
2.7	Reelect Maria Salgado Madrinan as Director	Mgmt	For	For	For
2.8	Reelect Rosauro Varo Rodriguez as Director	Mgmt	For	For	For
2.9	Reelect Alejandro Mariano Werner Wainfeld as Director	Mgmt	For	For	For
2.10	Reelect Maria Fanjul Suarez as Director	Mgmt	For	For	For
2.11	Elect Teresa Quiros Alvarez as Director	Mgmt	For	For	For
3	Approve Remuneration Policy for FY 2024, 2025, and 2026	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha clearly linked to performance and demons normal part of their jobs. Companies shou as a minimum introduce an additional hole	reholder value ove strate shareholder v uld consider extend	r a sufficiently long period value creation in addition to ling vesting periods for long	of time. All exceptional to and above that expect	awards should be ted of directors as a
4	Advisory Vote on Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: Long-term incentive awa within 3 years since the date of grant. Inc performance targets to reward strong per that received high levels of dissent on ren rationale for opposition and explain in the	centive awards to e formance and drive nuneration-related	executives should be clearly e shareholder value over a proposals should engage v	y disclosed and include i sufficiently long period with their key sharehold	robust and stretching of time. Companies ers to understand the
5	Approve Sustainability Report and Report on Sustainability Master Plan	Mgmt	For	For	For
6	Authorize Company to Call EGM with 15	Mgmt	For	For	For
	Days' Notice				

### **NN Group NV**

Meeting Date: 06/02/2023

**Country:** Netherlands

Meeting Type: Annual

Ticker: NN

Primary ISIN: NL0010773842

Primary SEDOL: BNG8PQ9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
	Annual Meeting Agenda	Mgmt				
1	Open Meeting	Mgmt				
2	Receive Annual Report	Mgmt				
3	Approve Remuneration Report	Mgmt	For	Against	Against	
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha clearly linked to performance and demons normal part of their jobs.	reholder value over a	sufficiently long period of time	e. All exceptional a	awards should be	
4.A	Adopt Financial Statements and Statutory Reports	Mgmt	For	For	For	
	Voter Rationale: Directors should be elected by shareholders on an annual basis in order to strengthen the accountability of the to shareholders.					
4.B	Receive Explanation on Company's Dividend Policy	Mgmt				
4.C	Approve Dividends	Mgmt	For	For	For	
5.A	Approve Discharge of Executive Board	Mgmt	For	For	For	
5.B	Approve Discharge of Supervisory Board	Mgmt	For	For	For	
6	Announce Intention to Reappoint David Knibbe to Executive Board	Mgmt				
7	Amend the Level of the Fixed Annual fee for Supervisory Board Members	Mgmt	For	For	For	
8.A.1	Grant Board Authority to Issue Ordinary Shares Up To 10 Percent of Issued Capital	Mgmt	For	For	For	
8.A.2	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For	For	
8.B	Grant Board Authority to Issue Shares Up To 20 Percent of Issued Capital in Connection with a Rights Issue	Mgmt	For	For	For	
9	Authorize Repurchase of Shares	Mgmt	For	For	For	
10	Approve Reduction in Share Capital through Cancellation of Shares	Mgmt	For	For	For	
11	Close Meeting	Mgmt				

## T. Rowe Price Funds SICAV - Euro Corporate Bond Fund

**Meeting Date:** 06/07/2023 **Country:** Luxembourg

Meeting Type: Annual

Ticker: N/A

**Primary ISIN:** LU0133089424

Primary SEDOL: B05Q905

## **T. Rowe Price Funds SICAV - Euro Corporate Bond Fund**

Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
Approve Financial Statements and Statutory Reports	Mgmt	For	For	For
Approve Discharge of Directors and Auditor	Mgmt	For	For	For
Re-elect Freddy Brausch, Caron Ditchburn (Carter), Helen Ford, Arif Husain, Scott Eric Keller, Louise Ellen Lenel (McDonald) and Tracey McDermott as Directors; Re-elect Emma Beal or Elect Nick Trueman as Director	Mgmt	For	For	For
Approve Resignation and Discharge of Justin Gerbereux as Director	Mgmt	For	For	For
Renew Appointment of Auditor	Mgmt	For	For	For
Approve Allocation of Income and Dividends	Mgmt	For	For	For
Transact Other Business (Voting)	Mgmt	For	Against	Against
	Approve Financial Statements and Statutory Reports  Approve Discharge of Directors and Auditor  Re-elect Freddy Brausch, Caron Ditchburn (Carter), Helen Ford, Arif Husain, Scott Eric Keller, Louise Ellen Lenel (McDonald) and Tracey McDermott as Directors; Re-elect Emma Beal or Elect Nick Trueman as Director  Approve Resignation and Discharge of Justin Gerbereux as Director  Renew Appointment of Auditor  Approve Allocation of Income and Dividends  Transact Other Business (Voting)	Approve Financial Statements and Statutory Reports  Approve Discharge of Directors and Auditor  Re-elect Freddy Brausch, Caron Mgmt  Ditchburn (Carter), Helen Ford, Arif Husain, Scott Eric Keller, Louise Ellen Lenel (McDonald) and Tracey McDermott as Directors; Re-elect Emma Beal or Elect Nick Trueman as Director  Approve Resignation and Discharge of Justin Gerbereux as Director  Renew Appointment of Auditor Mgmt  Approve Allocation of Income and Dividends	Approve Financial Statements and Statutory Reports  Approve Discharge of Directors and Auditor  Re-elect Freddy Brausch, Caron Ditchburn (Carter), Helen Ford, Arif Husain, Scott Eric Keller, Louise Ellen Lenel (McDonald) and Tracey McDermott as Directors; Re-elect Emma Beal or Elect Nick Trueman as Director  Approve Resignation and Discharge of Justin Gerbereux as Director  Renew Appointment of Auditor  Mgmt For  Approve Allocation of Income and Dividends  Transact Other Business (Voting)  Mgmt For	Approve Financial Statements and Statutory Reports  Approve Discharge of Directors and Auditor  Re-elect Freddy Brausch, Caron Ditchburn (Carter), Helen Ford, Arif Husain, Scott Eric Keller, Louise Ellen Lenel (McDonald) and Traccy McDermott as Directors; Re-elect Emma Beal or Elect Nick Trueman as Director  Approve Resignation and Discharge of Justin Gerbereux as Director  Approve Allocation of Income and Dividends  Transact Other Business (Voting)  Mgmt  For  For  For  For  For  For  For  Against

Voter Rationale: Any Other Business' should not be a voting item.

### T. Rowe Price Funds SICAV US Large Cap Growth Equity Fund

Meeting Date: 06/07/2023 Country: Luxembourg

ourg **Ticker:** TRPU

Meeting Type: Annual

Primary ISIN: LU0174119429 Primary SEDOL: BYRYDC5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Approve Discharge of Directors and Auditor	Mgmt	For	For	For
3	Re-elect Freddy Brausch, Caron Ditchburn (Carter), Helen Ford, Arif Husain, Scott Eric Keller, Louise Ellen Lenel (McDonald) and Tracey McDermott as Directors; Re-elect Emma Beal or Elect Nick Trueman as Director	Mgmt	For	For	For
4	Approve Resignation and Discharge of Justin Gerbereux as Director	Mgmt	For	For	For
5	Renew Appointment of Auditor	Mgmt	For	For	For
6	Approve Allocation of Income and Dividends	Mgmt	For	For	For
7	Transact Other Business (Voting)	Mgmt	For	Against	Against

Voter Rationale: Any Other Business' should not be a voting item.

### Compagnie de Saint-Gobain SA

Meeting Date: 06/08/2023

Country: France

Meeting Type: Annual/Special

Ticker: SGO

Primary ISIN: FR0000125007

Primary SEDOL: 7380482

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			
	Voter Rationale: Votes FOR the approval concerns.	of the annual acco	unts are warranted due	to the unqualified auditors	opinion and lack of			
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For			
	Voter Rationale: Votes FOR the approval concerns.	of the annual acco	unts are warranted due	to the unqualified auditors	opinion and lack of			
3	Approve Allocation of Income and Dividends of EUR 2 per Share	Mgmt	For	For	For			
4	Reelect Dominique Leroy as Director	Mgmt	For	Against	Against			
	Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process							
5	Elect Jana Revedin as Director	Mgmt	For	For	For			
	Voter Rationale: Votes FOR the (re)election 4 and 5).	ions of these indepo	endent nominees are wa	arranted in the absence of s	specific concerns (Items			
6	Approve Compensation of Pierre-Andre de Chalendar, Chairman of the Board	Mgmt	For	Refer	For			
7	Approve Compensation of Benoit Bazin, CEO	Mgmt	For	Against	For			
	Voter Rationale: Incentive awards to exe reward strong performance and drive sha vesting periods for long-term incentive pl	areholder value ove	er a sufficiently long perio	od of time. Companies sho	uld consider extending			
8	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For			
9	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	For			
10	Approve Remuneration Policy of CEO	Mgmt	For	Against	For			
	Voter Rationale: Incentive awards to exe	cutives should be c	learly disclosed and incl	lude robust and stretching	performance targets to			

Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.

# **Compagnie de Saint-Gobain SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction				
11	Approve Remuneration Policy of Directors	Mgmt	For	For	For				
	Voter Rationale: A vote FOR this remuner	ation policy is war	ranted because it does no	ot raise any significant con	ncern.				
12	Approve Remuneration of Directors in the Aggregate Amount of EUR 1.3 Million	Mgmt	For	For	For				
	Voter Rationale: A vote FOR this remuner	ation policy is war	rranted because it does no	ot raise any significant cor	ncern.				
13	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For				
	Extraordinary Business	Mgmt							
14	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 412 Million	Mgmt	For	For	For				
	Voter Rationale: * Votes FOR items 14-18 issuances with and without preemptive rig		anted as their proposed vo	olumes respect the recom	mended guidelines for				
15	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 206 Million	Mgmt	For	For	For				
	Voter Rationale: * Votes FOR items 14-18 issuances with and without preemptive rig		anted as their proposed vo	olumes respect the recom	mended guidelines for				
16	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 206 Million	Mgmt	For	For	For				
	Voter Rationale: * Votes FOR items 14-18 issuances with and without preemptive rig		anted as their proposed vo	olumes respect the recom	mended guidelines for				
17	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 14, 15, 16 and 21	Mgmt	For	For	For				
	Voter Rationale: * Votes FOR items 14-18 issuances with and without preemptive rig		anted as their proposed vo	olumes respect the recom	mended guidelines for				
18	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For	For				
	Voter Rationale: * Votes FOR items 14-18 and 20 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights.								
19	Authorize Capitalization of Reserves of Up to EUR 103 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For	For				
20	Authorize Board to Set Issue Price for 10 Percent Per Year of Issued Capital Pursuant to Issue Authority without Preemptive Rights	Mgmt	For	For	For				
	Voter Rationale: * Votes FOR items 14-18 issuances with and without preemptive rig		anted as their proposed vo	olumes respect the recom	mended guidelines for				
21	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For	For				
22	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For				

# Compagnie de Saint-Gobain SA

	Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction
-	23	Amend Article 9 of Bylaws Re: Minimum Number of Shares to be Held by Directors	Mgmt	For	For	For
	24	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For

#### **CRH Plc**

Meeting Date: 06/08/2023

Country: Ireland

Meeting Type: Special

Ticker: CRH

**Primary ISIN:** IE0001827041

Primary SEDOL: 0182704

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
1	Approve Transfer of the Company's Primary Listing of Ordinary Shares to the New York Stock Exchange	Mgmt	For	For	For	
2	Approve Transfer of the Company's Category of Listing from a Premium Listing to a Standard Listing	Mgmt	For	For	For	
3	Adopt New Articles of Association	Mgmt	For	For	For	
4	Authorise Market Purchase and Overseas Market Purchase of Ordinary Shares	Mgmt	For	For	For	
5	Authorise Reissuance of Treasury Shares	Mgmt	For	For	For	
6	Amend Articles of Association Re: Article 4A	Mgmt	For	For	For	

#### **CRH Plc**

Meeting Date: 06/08/2023

Country: Ireland

Meeting Type: Court

Ticker: CRH

**Primary ISIN:** IE0001827041

Primary SEDOL: 0182704

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

### **Worldline SA**

Meeting Date: 06/08/2023

Country: France

Meeting Type: Annual/Special

Ticker: WLN

**Primary ISIN:** FR0011981968

Primary SEDOL: BNFWR44

				M-45	
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
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
3	Approve Allocation of Income and Absence of Dividends	Mgmt	For	For	For
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For	For
5	Reelect Bernard Bourigeaud as Director	Mgmt	For	For	For
	Voter Rationale: To ensure the effectivene	ess of the board, the	e board should include b	etween 5 and 15 director	rs.
6	Reelect Gilles Grapinet as Director	Mgmt	For	For	For
7	Reelect Gilles Arditti as Director	Mgmt	For	For	For
8	Reelect Aldo Cardoso as Director	Mgmt	For	For	For
9	Reelect Giulia Fitzpatrick as Director	Mgmt	For	Against	Against
	Voter Rationale: The audit committee sho impartiality and effectiveness.	uld be fully indepen	dent and this director's r	membership could hampe	er the committee's
10	Reelect Thierry Sommelet as Director	Mgmt	For	For	For
11	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
12	Approve Compensation of Bernard Bourigeaud, Chairman of the Board	Mgmt	For	For	For
13	Approve Compensation of Gilles Grapinet, CEO	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha schemes should only be available for supe proportion of incentive awards. Companie longer or as a minimum introduce an add	reholder value over erior performance. R es should consider ex	a sufficiently long period leaching threshold targed stending vesting periods	l of time. Substantial pay ts may warrant vesting o	r-outs under incentive f only a small
14	Approve Compensation of Marc-Henri Desportes, Vice-CEO	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha schemes should only be available for supe proportion of incentive awards. Companie longer or as a minimum introduce an add	reholder value over erior performance. R es should consider ex	a sufficiently long period leaching threshold target stending vesting periods	l of time. Substantial pay ts may warrant vesting o	r-outs under incentive f only a small
15	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	For

### **Worldline SA**

Worlding					
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
16	Approve Remuneration Policy of CEO	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exect reward strong performance and drive shar linked to material changes in the business incentive schemes should only be available proportion of incentive awards. Companies longer or as a minimum introduce an addit enable it, should it identify any facts of ma executive directors and other key manage, funds wrongfully obtained in such manner	reholder value over a su or in the role and resp e for superior performa is should consider extentional holding or defermanipulation of reported irs which were detrimen	ufficiently long period of time. Sign onsibilities of executive directors. S nce. Reaching threshold targets m ading vesting periods for long-term al period. The company should put indicators or other bad faith action	ificant salai Substantial ay warrant incentive p in place a s on the pa	ry increases should be pay-outs under vesting of only a small plans to 5 years or procedure which would any of its
17	Approve Remuneration Policy of Vice-CEO	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to executive strong performance and drive shart linked to material changes in the business incentive schemes should only be available proportion of incentive awards. Companies longer or as a minimum introduce an additional enable it, should it identify any facts of material executive directors and other key manages funds wrongfully obtained in such manner	reholder value over a su or in the role and resp e for superior performa is should consider exten- tional holding or defermanipulation of reported rs which were detrimen	ufficiently long period of time. Sign onsibilities of executive directors. S nce. Reaching threshold targets m ading vesting periods for long-term al period. The company should put indicators or other bad faith action	ificant salai Substantial ay warrant incentive p in place a s on the pa	ry increases should be pay-outs under vesting of only a small plans to 5 years or procedure which would any of its
18	Approve Remuneration Policy of Non-Executive Directors	Mgmt	For	For	For
19	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	Extraordinary Business	Mgmt			
20	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
21	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights Up to 50 Percent of Issued Capital	Mgmt	For	For	For
22	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights With a Binding Priority Right Up to 10 Percent of Issued Capital	Mgmt	For	For	For
23	Approve Issuance of Equity or Equity-Linked Securities for Up to 10 Percent of Issued Capital Per Year for Private Placements	Mgmt	For	For	For
24	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 21-23	Mgmt	For	For	For
25	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For	For
26	Authorize Capitalization of Reserves of Up to EUR 500 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For	For
27	Approve Issuance of Equity or Equity-Linked Securities Reserved for Specific Beneficiaries, up to Aggregate Nominal Amount of EUR 270,000	Mgmt	For	For	For

## **Worldline SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
28	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against	Against
	Voter Rationale: Options should be issued not exceed 20% on a fixed date.	at no less than market	price, except for an all-employee p	lan where t	the discount should
29	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees and Corporate Officers of International Subsidiaries	Mgmt	For	Against	Against
	Voter Rationale: Options should be issued not exceed 20% on a fixed date.	at no less than market	price, except for an all-employee p	lan where t	the discount should
30	Authorize up to 2 Percent of Issued Capital for Use in Stock Option Plans	Mgmt	For	Against	Against
	Voter Rationale: Substantial pay-outs under targets may warrant vesting of only a small long-term incentive plans to 5 years or long should put in place a procedure which wou faith actions on the part of any of its exect of its shareholders, to ensure that any fundamental pays to the part of the shareholders.	ll proportion of incentiv ger or as a minimum in uld enable it, should it in utive directors and othe	e awards. Companies should consi troduce an additional holding or de dentify any facts of manipulation o r key managers which were detrim	der extendia eferral perio freported in	ng vesting periods for od. The company ndicators or other bad
31	Authorize up to 0.7 Percent of Issued Capital for Use in Restricted Stock Plans With Performance Conditions Attached	Mgmt	For	Against	Against
	Voter Rationale: Substantial pay-outs unde targets may warrant vesting of only a sma long-term incentive plans to 5 years or lon should put in place a procedure which wot faith actions on the part of any of its exect of its shareholders, to ensure that any fun	ll proportion of incentive ger or as a minimum in uld enable it, should it in utive directors and othe	e awards. Companies should consi troduce an additional holding or de dentify any facts of manipulation o r key managers which were detrim	der extendii eferral perio freported ii	ng vesting periods for od. The company ndicators or other bad
32	Amend Article 19 of Bylaws Re: Age Limit of Chairman of the Board	Mgmt	For	For	For
33	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For

# **Siemens Gamesa Renewable Energy SA**

Meeting Date: 06/12/2023 Country: Spain Ticker: SGRE

**Meeting Type:** Extraordinary Shareholders

Primary ISIN: ES0143416115 Primary SEDOL: B01CP21

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Approve Related-Party Transactions	Mgmt	For	Refer	For
	Voter Rationale: No vote recommendati	ions are provided fo	or meetings of private com	npanies.	
1.2	Approve Related-Party Transactions	Mgmt	For	Refer	For
	Votor Pationala: No voto recommendati	ione are provided fo	or mootings of private com	ananiaa	

# **Siemens Gamesa Renewable Energy SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Approve Related-Party Transactions	Mgmt	For	Refer	For
	Voter Rationale: No vote recommendation	s are provided for meet	ings of private companies.		
2.1	Approve Reduction in Share Capital via Amortization of Shares	Mgmt	For	Refer	For
	Voter Rationale: No vote recommendation	s are provided for meet	ings of private companies.		
2.2	Separate Vote by Siemens Energy Global GmbH & Co. KG for the Proposal Regarding the Reduction in Share Capital	Mgmt	For	Refer	For
	Voter Rationale: No vote recommendation	s are provided for meet	ings of private companies.		
2.3	Separate Vote by the Shareholders Other Than Siemens Energy Global GmbH & Co. KGAffected by the Proposal Regarding the Reduction in Share Capital	Mgmt	For	Refer	For
	Voter Rationale: No vote recommendation	s are provided for meet	ings of private companies.		
3	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	Refer	For
	Voter Rationale: No vote recommendation	s are provided for meet	ings of private companies.		

## **Delivery Hero SE**

Meeting Date: 06/14/2023 Country: Germany Ticker: DHER

Meeting Type: Annual

Primary ISIN: DE000A2E4K43 Primary SEDOL: BZCNB42

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt			
2	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For	For
3.1	Approve Discharge of Supervisory Board Member Martin Enderle for Fiscal Year 2022	Mgmt	For	Against	Against
	Voter Rationale: The company should red dynamic board refreshment process.	uce director terms and	, ideally, introduce annual re-electi	ions, in orde	er to facilitate a more
3.2	Approve Discharge of Supervisory Board Member Patrick Kolek for Fiscal Year 2022	Mgmt	For	For	For
3.3	Approve Discharge of Supervisory Board Member Jeanette Gorgas for Fiscal Year 2022	Mgmt	For	For	For

# **Delivery Hero SE**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.4	Approve Discharge of Supervisory Board Member Nils Engvall for Fiscal Year 2022	Mgmt	For	For	For
3.5	Approve Discharge of Supervisory Board Member Gabriella Ardbo for Fiscal Year 2022	Mgmt	For	For	For
3.6	Approve Discharge of Supervisory Board Member Dimitrios Tsaousis for Fiscal Year 2022	Mgmt	For	For	For
4	Ratify KPMG AG as Auditors for Fiscal Year 2023 and for the Review of Interim Financial Statements	Mgmt	For	For	For
5	Approve Remuneration Report	Mgmt	For	Abstain	For
	Voter Rationale: The policy raises concern four-year waiting period followed by an ex shareholders.				
6	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For	For
7	Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For
8	Amend Articles Re: Due Date for Supervisory Board Remuneration	Mgmt	For	For	For
9	Approve Creation of EUR 13.3 Million Pool of Authorized Capital 2023/I with or without Exclusion of Preemptive Rights	Mgmt	For	Against	Against
	Voter Rationale: Any increase in capital of circumstances only and fully justified by the		out pre-emption rights should be u	ındertaken	in exceptional
10	Approve Creation of EUR 13.3 Million Pool of Authorized Capital 2023/II with or without Exclusion of Preemptive Rights	Mgmt	For	Against	Against
	Voter Rationale: Any increase in capital of circumstances only and fully justified by the		out pre-emption rights should be u	ındertaken	in exceptional
11	Approve Creation of EUR 7 Million Pool of Authorized Capital 2023/III for Employee Stock Purchase Plan	Mgmt	For	For	For
12	Approve Issuance of Warrants/Bonds with Warrants Attached/Convertible Bonds without Preemptive Rights up to Aggregate Nominal Amount of EUR 3 Billion; Approve Creation of EUR 13.3 Million Pool of Conditional Capital 2023/I to Guarantee Conversion Rights  Voter Rationale: Any increase in capital of	Mgmt	For	Against	Against

Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.

# **Delivery Hero SE**

13	Approve Issuance of Warrants/Bonds with Warrants Attached/Convertible Bonds without Preemptive Rights up to Aggregate Nominal Amount of EUR 3 Billion; Approve Creation of EUR 13.3 Million Pool of Conditional Capital 2023/II to Guarantee Conversion Rights	Mgmt	For	Against	Against
	circumstances only and fully justified by t		hout pre-emption rights should be	undertaken	in exceptional
14	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	Against	For
	Voter Rationale: The policy raises concern policy but the authority allows the compa markets. A vote FOR is warranted.				
15	Authorize Use of Financial Derivatives when Repurchasing Shares	Mgmt	For	Against	Abstain
	Voter Rationale: The company has not pr shares. ABSTENTION of voting is warrant		why the company must use financi	al derivative	es when repurchasing
16	Approve Affiliation Agreement with Delivery Hero Finco Germany GmbH	Mgmt	For	For	For
17	Approve Affiliation Agreement with Foodpanda GmbH	Mgmt	For	For	For
18	Amend 2019 and 2021 Stock Option Plans	Mgmt	For	Abstain	For
	Voter Rationale: The policy raises concert the options, as noted in item 9, a vote FC		od of the options, there is no conce	rns with the	e vesting practices of
19	Approve Remuneration Policy	Mgmt	For	Against	For

## **Brenntag SE**

Meeting Date: 06/15/2023 Country: Germany Ticker: BNR

Meeting Type: Annual

Primary ISIN: DE000A1DAHH0 Primary SEDOL: B4YVF56

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt			
2	Approve Allocation of Income and Dividends of EUR 2.00 per Share	Mgmt	For	For	For
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	For	For

## **Brenntag SE**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Ratify Deloitte GmbH as Auditors for Fiscal Year 2023	Mgmt	For	For	For
	Voter Rationale: Companies that have had bringing in a new auditing firm.	the same auditor for	r a period of over 10 years should o	consider a pi	an or tender process for
6	Approve Remuneration Policy for the Management Board	Mgmt	For	Against	For
	Voter Rationale: The policy raises concern period. This is in line with the local market			company h	as a 48 month vesting
7	Approve Remuneration Policy for the Supervisory Board	Mgmt	For	For	For
8	Approve Remuneration Report	Mgmt	For	Against	For
	Voter Rationale: The policy raises concern period. This is in line with the local market			company h	as a 48 month vesting
9.1	Elect Richard Ridinger to the Supervisory Board	Mgmt	For	Refer	Abstain
	Voter Rationale: .				
9.2	Elect Sujatha Chandrasekaran to the Supervisory Board	Mgmt	For	Refer	Abstain
	Voter Rationale: .				
10.1	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For	For
10.2	Amend Articles Re: Participation of Supervisory Board Members in the Virtual Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For
11	Voting Instructions for Motions or Nominations by Shareholders that are not Made Accessible Before the AGM and that are Made or Amended in the	Mgmt	None	Refer	For

risk of a 4 person board and retains a great diversity of skills at the board level.

### **Grifols SA**

Meeting Date: 06/15/2023 Country: Spain

Meeting Type: Annual

Ticker: GRF

**Primary ISIN:** ES0171996087

Primary SEDOL: BYY3DX6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Standalone Financial Statements and Allocation of Income	Mgmt	For	For	For
2	Approve Consolidated Financial Statements	Mgmt	For	For	For
3	Approve Non-Financial Information Statement	Mgmt	For	For	For

### **Grifols SA**

	diliois SA					
Renew Appointment of KPMG Auditores as Auditor of Consolidated Innancel Statements for PT 2023	Proposal Number	Proposal Text	Proponent		Policy	
as Auditor of Consolidated Financial Statements for PY 2023  Appairs Deletits as Auditor of Consolidated Financial Statements for PY 2024, 2025 and 2026  7.1 Reelect Raimon Giffols Roura as Director   Mgmt   For   For   For    7.2 Reelect Tomas Daga Gelabert as   Mgmt   For   For   For    7.3 Reelect Tomas Daga Gelabert as   Mgmt   For   For   For    7.4 Reelect Carina Szpilka Lazario as Director   Mgmt   For   Against   Against    7.5 Reelect Carina Szpilka Lazario as Director   Mgmt   For   Against   Against    7.6 Waltonale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. One to applying concerns regarding decisions laken by the remandation compilate chair, we are not inclined to support expectation is that women should comprises at least 40% of the board.  7.4 Reelect Timiqueta Felip Fort as Director   Mgmt   For   For   For    7.5 Reelect Emiquetas Felip Fort as Director   Mgmt   For   Against   Against    7.6 Maintain Vacant Board Seat   Mgmt   For   Against   Against    7.6 Receive Amendments to Board of   Mgmt   For   Against   Against    8 Amend Article 20-bis Re: Director   Mgmt   For   For   For    8 Receive Amendments to Board of   Mgmt   For   Against   Against    10 Advisory Vote on Remuneration Report   Mgmt   For   Against   Against    11 Approve Remuneration Policy   Mgmt   For   Against   Against    12 Approve Remuneration Policy   Mgmt   For   Against   Against    13 Approve Stock Option Plan   Mgmt   For   Against   Against    14 Approve Stock Option Plan   Mgmt   For   Against   Against    15 Approve Stock Option Plan   Mgmt   For   Against   Against    16 Approve Stock Option Plan   Mgmt   For   Against    17 Approve Stock Option Plan   Mgmt   For   Against   Against    18 Approve Stock Option Plan   Mgmt   For   Against   Against    19 Approve Stock Option Plan   Mgmt   For   Against   Against    10 Approve Stock Option Plan   Mgmt   For   Against   Against    11 Approve Stock Option Plan   Mgmt   For   Against   Again	4	Approve Discharge of Board	Mgmt	For	For	For
Consolidated Financial Statements for FY 2024, 2025 and 2026  7.1 Reelect Raimon Grifols Roura as Director  Regular Tomas Daga Gelabert as  Mgmt  For  Regular Tomas Daga Gelabert as  Mgmt  For  Regular Tomas Daga Gelabert as  Mgmt  For  Against  Vacing Raimonies In recent years, link is not the first time that we have been unable to support a pay related proposal at the corner, by Date to anging concerns requiring decaders about by the renumeration committee chair, we are not inclined to support a pay related proposal at the corner only. Date to anging concerns requiring decaders about by the renumeration committee chair, we are not inclined to support any power and the packet a policy to increase gender diversity on the board. Our minimum expectation is that women should comprise at least 40% of the board.  7.4 Regular Ting Sanches-Asiain Mardones  Regular Ting Sanches Ting Sanches  Regular Ting Sanc	5	as Auditor of Consolidated Financial	Mgmt	For	For	For
Reelect Tomas Daga Gelabert as Mgmt For For For For Director Receiver Carina Szpilka Lazaro as Director Mgmt For Against Against Against Against Port Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to oppoing concessor reparting decisions taken by the renumeration committee chair we are not inclined to support their re-election to the board. The Company should put in place a policy to increase gender diversity on the board. Our minimum expectation is that women should comprise at least 40% of the board.  7.4 Reelect Inigo Sanchez-Asiain Mardones Mgmt For For For For Reelect Enriqueta Felip Font as Director Mgmt For Against Against Against Against Against Against Against Against Prevail P	6	Consolidated Financial Statements for FY	Mgmt	For	For	For
Reelect Carina Szpilka Lazaro as Director Mgmt For Against Against  Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board. The Company should put in place a policy to increase gender diversity on the board. Our minimum expectation is that women should put in place a policy to increase gender diversity on the board. Our minimum expectation is that women should port proposal at the company. The proposal at the company should put in place a policy to increase gender diversity on the board. Our minimum expectation is that women should post from the policy of the board. Our minimum expectation is that women should put the place a policy to increase gender diversity on the board. Our minimum expectation is that women should put the proposal at the company should put the proposal proposal at the company should put the proposal proposal at the company should put the remainded proposal and should repair and proposal and should proposal and should put the proposal and should proposal and should proposal and should proposal and should proposal and stretching performance at a proposal propo	7.1	Reelect Raimon Grifols Roura as Director	Mgmt	For	For	For
Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to organize concerns regarding decisions taken by the renumeration committee chair, we are not inclined to support their re-election to the board. The Company should put in place a policy to increase gender diversity on the board. Our minimum expectation is that women should comprise at least 40% of the board.  7.4 Reelect Inigo Sanchez-Asiain Mardones Mgmt For For For Relect Enriqueta Felip Font as Director Mgmt For Against Against Against  7.6 Maintain Vacant Board Seat Mgmt For Against Against Against  8 Amend Article 20.bis Re: Director Mgmt For For For For Remuneration  9 Receive Amendments to Board of Mgmt For Against Against Against  10 Advisory Vote on Remuneration Report Mgmt For Against Against Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.  11 Approve Remuneration Policy Mgmt For Against Against Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance and stream to reward strong performance and should not be allowed to vest within 3 years since the date dearly linked to performance and should not be allowed to vest within 3 years since the date dearly linked to performance and should not be allowed to vest within 3 years since the date of grant. All exceptional awards should be clearly linked to performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance largets to re	7.2		Mgmt	For	For	For
company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board. The Company's bould put in place a policy to increase gender diversity on the board. Our minimum expectation is that women should comprise at least 40% of the board.  Reelect Inigo Sanchez-Asiain Mardones as Director  Reelect Enriqueta Felip Font as Director  Mgmt  For  Reelect Enriqueta Felip Font as Director  Mgmt  For  Against  Against  Against  Against  Against  Amend Article 20 bis Re: Director  Remuneration  Receive Amendments to Board of Directors Regulations  Advisory Vote on Remuneration Report  Mgmt  Advisory Vote on Remuneration Report  Mgmt  Approve Remuneration Policy  Mgmt  For  Against  Against  Against  Against  Against  Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.  Approve Remuneration Policy  Mgmt  For  Against  Against  Against  Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reveard strong performance and drive shareholder value over a sufficiently long period of time. Severance payments should not reveard strong performance and drive shareholder value over a sufficiently long period of time. Severance payments should not reveard strong performance and drive shareholder value over a sufficiently long period of time. Severance payments should not be allowed to vest within 3 years since the date of grant. Incentive awards should not be allowed to vest within 3 years since the date of grant. Incentive awards should not be allowed to vest within 3 years since the date of grant. Incentive awards to executive should be clearly firectory long period of time.  Approve Grant of Options to the Executive Chairman and CEO  Approve Grant of Options to the Executive Chairman and CEO  Ap	7.3	Reelect Carina Szpilka Lazaro as Director	Mgmt	For	Against	Against
Against Against  Reelect Enriqueta Felip Font as Director Mgmt For Against Against  Amend Article 20.bis Re: Director Remuneration  Receive Amendments to Board of Directors Regulations  Advisory Vote on Remuneration Report Mgmt For Against Against  Advisory Vote on Remuneration Report Mgmt For Against Against  Advisory Vote on Remuneration Report Mgmt For Against Against  Advisory Vote on Remuneration Report Mgmt For Against Against  Advisory Vote on Remuneration Report Mgmt For Against Against  Advisory Vote on Remuneration Report Mgmt For Against Against  Approve Remuneration Policy Mgmt For Against Against  Approve Stationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to revard strong performance and drive shareholder value over a sufficiently long period of time. Severance payments should not exceed two year's pay. Large severance paydeages should be subject to a separate shareholder approval. Long-term incentive awards should not be allowed to vest within 3 years since the date of grant. All exceptional awards should be clearly indicated to performance and demonstrates shareholder value treation in addition to and above that expected of directors as a normal part of their jobs. Companies should consider extending vesting periods for long-term incentive awards should and be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficientl		company. Due to ongoing concerns regard their re-election to the board. The Compan	ding decisions taken by ny should put in place a	the remuneration committee chair, policy to increase gender diversity	, we are no	t inclined to support
8. Amend Article 20.bis Re: Director Remuneration 9. Receive Amendments to Board of Directors Regulations 10. Advisory Vote on Remuneration Report Mgmt For Against Against 10. Advisory Vote on Remuneration Report Mgmt For Against Against 10. Advisory Vote on Remuneration Report Normance and drive shareholder value over a sufficiently long period of time. 11. Approve Remuneration Policy Mgmt For Against Against 12. Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. 11. Approve Remuneration Policy Mgmt For Against Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Severance payments should not exceed two year's pay. Larger severance packages should be subject to a separate shareholder approval. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. All exceptional awards should be clearly linked to performance and demonstrate shareholder ucreation in adultion to and above that expected of directors as a normal part of their jobs. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.  12. Approve Stock Option Plan Mgmt For Against Against Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be dearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.	7.4		Mgmt	For	For	For
Amend Article 20.bis Re: Director Remuneration  Mgmt For For For For Receive Amendments to Board of Directors Regulations  Receive Amendments to Board of Directors Regulations  Mgmt For Against Squiss Against Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.  Approve Remuneration Policy Mgmt For Against Against Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Severance payments should not exceed two year's pay. Larger severance packages should be subject to a separate shareholder approval. Long-term incentive awards should be used to incentive long-term performance and should not be allowed to vest within a years since the date of grant. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.  Approve Stock Option Plan Mgmt For Against Against Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.  Approve Grant of Options to the Executive Against Against Against Portage and Include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.	7.5	Reelect Enriqueta Felip Font as Director	Mgmt	For	Against	Against
Receive Amendments to Board of Directors Regulations  Receive Amendments to Board of Directors Regulations  Mgmt  Advisory Vote on Remuneration Report  Mgmt  For  Against  Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.  Approve Remuneration Policy  Mgmt  For  Against  Against  Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Severance payments should not execeted wey ear's pay. Larger severance packages should be subject to a separate shareholder value over a sufficiently long period of time. Severance payments should not execetional awards should be clearly disclosed and include robust and stretching performance targets to reward strong performance and should not be allowed to vest within 3 years since the date of grant. All exceptional awards should be clearly inhect to performance and should not be allowed to vest within 3 years since the date of grant of their jobs. Companies should consider extending vesting periods for long-term incentive expected of directors as a normal part of their jobs. Companies should consider extending vesting periods for long-term incentive expected of directors and amount introduce an additional holding or deferral period.  Approve Stock Option Plan  Mgmt  For  Against  Against  Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.  Approve Chairman and CEO  Voter Rationale: Long-term incentive awards sho	7.6	Maintain Vacant Board Seat	Mgmt	For	Against	Against
Directors Regulations  Advisory Vote on Remuneration Report Mgmt For Against Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.  Approve Remuneration Policy Mgmt For Against Against Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Severance payments should not exceed two year's pay. Larger severance packages should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Severance payments should not exceed two year's pay. Larger severance packages should be subject to a separate shareholder approval. Long-term incentive awards should be used to incentivise long-term performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Companies should consider extending vesting periods for breath at expected of directors as a normal part of their jobs. Companies should consider extending vesting periods for breath at expected of directors as a minimum introduce an additional holding or deferral period.  Approve Stock Option Plan Mgmt For Against Against Against Voter Rationale: Long-term incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.  Approve Grant of Options to the Mgmt For Against Against Against Voter Rationale: Long-term incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long pe	8		Mgmt	For	For	For
Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.  Approve Remuneration Policy Mgmt For Against Against  Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Severance payments should not exceed two year's pay. Larger severance packages should be subject to a separate shareholder approval. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.  Approve Stock Option Plan Mgmt For Against Against Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.  Approve Grant of Options to the Mgmt For Against Against Executive Chairman and CEO  Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long per	9		Mgmt			
Approve Remuneration Policy Mgmt For Against Against  Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Severance payments should not exceed two year's pay. Larger severance packages should be subject to a separate shareholder approval. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.  12 Approve Stock Option Plan Mgmt For Against Against Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.  13 Approve Grant of Options to the Executive Chairman and CEO  Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.  14 Approve Listing of Class A Shares on Mgmt For For For For	10	Advisory Vote on Remuneration Report	Mgmt	For	Against	Against
Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Severance payments should not exceed two year's pay. Larger severance packages should be subject to a separate shareholder approval. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.  12 Approve Stock Option Plan Mgmt For Against Against Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.  13 Approve Grant of Options to the Mgmt For Against Against Executive Chairman and CEO  Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.  14 Approve Listing of Class A Shares on Mgmt For For For For For			,		stretching p	performance targets to
reward strong performance and drive shareholder value over a sufficiently long period of time. Severance payments should not exceed two year's pay. Larger's eseverance packages should be subject to a separate shareholder approval. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.  12 Approve Stock Option Plan Mgmt For Against Against Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.  13 Approve Grant of Options to the Mgmt For Against Against Executive Chairman and CEO  Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.  14 Approve Listing of Class A Shares on Mgmt For For For For	11	Approve Remuneration Policy	Mgmt	For	Against	Against
Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.  13 Approve Grant of Options to the Mgmt For Against Against Executive Chairman and CEO  Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.  14 Approve Listing of Class A Shares on Mgmt For		reward strong performance and drive share exceed two year's pay. Larger severance per should be used to incentivise long-term per exceptional awards should be clearly linked expected of directors as a normal part of the	reholder value over a su packages should be sub performance and should a d to performance and co their jobs. Companies su	ufficiently long period of time. Seve ject to a separate shareholder app not be allowed to vest within 3 yea demonstrate shareholder value crea hould consider extending vesting p	erance payr eroval. Long ars since the ation in add	ments should not n-term incentive awards e date of grant. All lition to and above that
within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.  13  Approve Grant of Options to the Mgmt For Against Against Executive Chairman and CEO  Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.  14  Approve Listing of Class A Shares on Mgmt For For For For Sor	12	Approve Stock Option Plan	Mgmt	For	Against	Against
Executive Chairman and CEO  Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.  Approve Listing of Class A Shares on NASDAQ; Void Previous Authorization  Mgmt For For For For For		within 3 years since the date of grant. Inc	entive awards to execut	tives should be clearly disclosed an	nd include r	obust and stretching
within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.  14 Approve Listing of Class A Shares on NASDAQ; Void Previous Authorization  15 Authorize Company to Call EGM with 15 Mgmt For For For	13	• •	Mgmt	For	Against	Against
NASDAQ; Void Previous Authorization  15 Authorize Company to Call EGM with 15 Mgmt For For For		within 3 years since the date of grant. Inc	entive awards to execu	tives should be clearly disclosed an	nd include r	obust and stretching
	14	5	Mgmt	For	For	For
	15		Mgmt	For	For	For

#### **Grifols SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
16	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For

### Xtrackers (IE) plc. Xtrackers MSCI USA ESG UCITS ETF Fund

Meeting Date: 06/15/2023 Country: Ireland Ticker: XZMU

Meeting Type: Annual

Primary ISIN: IE00BFMNPS42

Primary SEDOL: BF2L4K3

Did Not Vote Due to Ballot Shareblocking

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ratify PricewaterhouseCoopers as Auditors	Mgmt	For	For	Do Not Vote
2	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	Do Not Vote

## **Xtrackers (IE) plc. Xtrackers MSCI World Quality UCITS ETF Fund**

Meeting Date: 06/15/2023 Country: Ireland Ticker: XDEQ

Meeting Type: Annual

Primary ISIN: IE00BL25JL35

Primary SEDOL: BYW4SX6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ratify PricewaterhouseCoopers as Auditors	Mgmt	For	For	For
2	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For

#### **Acciona SA**

Meeting Date: 06/19/2023 Country: Spain

Meeting Type: Annual

Ticker: ANA

**Primary ISIN:** ES0125220311 Primary SEDOL: 5579107

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Approve Consolidated and Standalone Financial Statements	Mgmt	For	For	For
1.2	Approve Consolidated and Standalone Management Reports	Mgmt	For	For	For

### **Acciona SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Approve Discharge of Board	Mgmt	For	For	For
1.4	Approve Non-Financial Information Statement	Mgmt	For	For	For
1.5	Approve Allocation of Income and Dividends	Mgmt	For	For	For
1.6	Renew Appointment of KPMG Auditores as Auditor	Mgmt	For	For	For
2.1	Reelect Jeronimo Marcos Gerard Rivero as Director	Mgmt	For	Abstain	For
	Voter Rationale: 2 newly elected female d	lirectors, no current con	cern with Gender diversity.		
2.2	Elect Maria Salgado Madrinan as Director	Mgmt	For	For	For
2.3	Elect Teresa Sanjurjo Gonzalez as Director	Mgmt	For	For	For
2.4	Fix Number of Directors at 13	Mgmt	For	For	For
3.1	Authorize Increase in Capital up to 50 Percent via Issuance of Equity or Equity-Linked Securities, Excluding Preemptive Rights of up to 20 Percent	Mgmt	For	Against	Against
	Voter Rationale: Any increase in capital of circumstances only and fully justified by to		out pre-emption rights should be u	ındertaken	in exceptional
3.2	Authorize Issuance of Convertible Bonds, Debentures, Warrants, and Other Debt Securities up to EUR 3 Billion with Exclusion of Preemptive Rights up to 20 Percent of Capital	Mgmt	For	Against	Against
	Voter Rationale: Any increase in capital of circumstances only and fully justified by to		out pre-emption rights should be u	ındertaken	in exceptional
3.5	Authorize Company to Call EGM with 15 Days' Notice	Mgmt	For	For	For
4	Advisory Vote on Remuneration Report	Mgmt	For	Refer	Against
	Voter Rationale: Pension 100% of base sa not disclosed any performance outcome in cap short-term incentives.				
5	Approve 2022 Sustainability Report and 2025 Sustainability Plan	Mgmt	For	Refer	For
6	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For

# **Amadeus IT Group SA**

Meeting Date: 06/20/2023 Country: Spain Ticker: AMS

Meeting Type: Annual

# **Amadeus IT Group SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Consolidated and Standalone Financial Statements	Mgmt	For	For	For
2	Approve Non-Financial Information Statement	Mgmt	For	For	For
3	Advisory Vote on Remuneration Report	Mgmt	For	Refer	For
4	Approve Allocation of Income and Dividends	Mgmt	For	For	For
5	Approve Discharge of Board	Mgmt	For	For	For
6.1	Elect Frits Dirk van Paasschen as Director	Mgmt	For	For	For
6.2	Reelect William Connelly as Director	Mgmt	For	For	For
6.3	Reelect Luis Maroto Camino as Director	Mgmt	For	For	For
6.4	Reelect Pilar Garcia Ceballos-Zuniga as Director	Mgmt	For	For	For
6.5	Reelect Stephan Gemkow as Director	Mgmt	For	For	For
6.6	Reelect Peter Kuerpick as Director	Mgmt	For	For	For
6.7	Reelect Xiaoqun Clever as Director	Mgmt	For	For	For
7	Approve Remuneration of Directors	Mgmt	For	For	For
8	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For

## **Daimler Truck Holding AG**

**Meeting Date:** 06/21/2023

Country: Germany

Meeting Type: Annual

Ticker: DTG

Primary ISIN: DE000DTR0CK8

Primary SEDOL: BP6VLQ4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt			
2	Approve Allocation of Income and Dividends of EUR 1.30 per Share	Mgmt	For	For	For
3.1	Approve Discharge of Management Board Member Martin Daum for Fiscal Year 2022	Mgmt	For	For	For
3.2	Approve Discharge of Management Board Member Jochen Goetz for Fiscal Year 2022	Mgmt	For	For	For

# **Daimler Truck Holding AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.3	Approve Discharge of Management Board Member Karl Deppen for Fiscal Year 2022	Mgmt	For	For	For
3.4	Approve Discharge of Management Board Member Andreas Gorbach for Fiscal Year 2022	Mgmt	For	For	For
3.5	Approve Discharge of Management Board Member Juergen Hartwig for Fiscal Year 2022	Mgmt	For	For	For
3.6	Approve Discharge of Management Board Member John O'Leary for Fiscal Year 2022	Mgmt	For	For	For
3.7	Approve Discharge of Management Board Member Karin Radstroem for Fiscal Year 2022	Mgmt	For	For	For
3.8	Approve Discharge of Management Board Member Stephan Unger for Fiscal Year 2022	Mgmt	For	For	For
4.1	Approve Discharge of Supervisory Board Member Joe Kaeser for Fiscal Year 2022	Mgmt	For	For	For
4.2	Approve Discharge of Supervisory Board Member Michael Brecht for Fiscal Year 2022	Mgmt	For	For	For
4.3	Approve Discharge of Supervisory Board Member Michael Brosnan for Fiscal Year 2022	Mgmt	For	For	For
4.4	Approve Discharge of Supervisory Board Member Bruno Buschbacher for Fiscal Year 2022	Mgmt	For	For	For
4.5	Approve Discharge of Supervisory Board Member Raymond Curry (from Nov. 22, 2022) for Fiscal Year 2022	Mgmt	For	For	For
4.6	Approve Discharge of Supervisory Board Member Harald Dorn (until Nov. 22, 2022) for Fiscal Year 2022	Mgmt	For	For	For
4.7	Approve Discharge of Supervisory Board Member Jacques Esculier for Fiscal Year 2022	Mgmt	For	For	For
4.8	Approve Discharge of Supervisory Board Member Akihiro Eto for Fiscal Year 2022	Mgmt	For	For	For
4.9	Approve Discharge of Supervisory Board Member Laura Ipsen for Fiscal Year 2022	Mgmt	For	For	For
4.10	Approve Discharge of Supervisory Board Member Renata Bruengger for Fiscal Year 2022	Mgmt	For	For	For
4.11	Approve Discharge of Supervisory Board Member Carmen Klitzsch-Mueller for Fiscal Year 2022	Mgmt	For	For	For
4.12	Approve Discharge of Supervisory Board Member Joerg Koehlinger for Fiscal Year 2022	Mgmt	For	For	For

# **Daimler Truck Holding AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.13	Approve Discharge of Supervisory Board Member John Krafcik for Fiscal Year 2022	Mgmt	For	For	For
4.14	Approve Discharge of Supervisory Board Member Joerg Lorz for Fiscal Year 2022	Mgmt	For	For	For
4.15	Approve Discharge of Supervisory Board Member Claudia Peter (until Nov. 22, 2022) for Fiscal Year 2022	Mgmt	For	For	For
4.16	Approve Discharge of Supervisory Board Member Andrea Reith for Fiscal Year 2022	Mgmt	For	For	For
4.17	Approve Discharge of Supervisory Board Member Martin Richenhagen for Fiscal Year 2022	Mgmt	For	For	For
4.18	Approve Discharge of Supervisory Board Member Andrea Seidel (from Nov. 22, 2022) for Fiscal Year 2022	Mgmt	For	For	For
4.19	Approve Discharge of Supervisory Board Member Marie Wieck for Fiscal Year 2022	Mgmt	For	For	For
4.20	Approve Discharge of Supervisory Board Member Harald Wilhelm for Fiscal Year 2022	Mgmt	For	For	For
4.21	Approve Discharge of Supervisory Board Member Roman Zitzelsberger for Fiscal Year 2022	Mgmt	For	For	For
4.22	Approve Discharge of Supervisory Board Member Thomas Zwick for Fiscal Year 2022	Mgmt	For	For	For
5.1	Ratify KPMG AG as Auditors for Fiscal Year 2023	Mgmt	For	For	For
5.2	Ratify KPMG AG as Auditors for a Review of Interim Financial Statements for Fiscal Year 2024 until the Next AGM	Mgmt	For	For	For
6	Approve Remuneration Policy	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive shar not allow vesting of incentive awards for s periods for long-term incentive plans to 5	reholder value over a su Substantially below med	ufficiently long period of time. The lian performance. Companies shoul	remunerati Id consider	ion committee should extending vesting
7	Approve Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive shar not allow vesting of incentive awards for s periods for long-term incentive plans to 5	reholder value over a su Substantially below med	ufficiently long period of time. The lian performance. Companies shoul	remunerati Id consider	ion committee should extending vesting
8.1	Approve Virtual-Only Shareholder Meetings Until 2025	Mgmt	For	For	For
8.2	Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For

#### **Elia Group SA/NV**

Meeting Date: 06/21/2023

Country: Belgium

Meeting Type: Extraordinary Shareholders

Ticker: ELI

Primary ISIN: BE0003822393

Primary SEDOL: B09M9F4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Extraordinary General Meeting Agenda	Mgmt			
1	Receive Special Board Report Re: 7:155 of the Code of companies and associations	Mgmt			
2	Amend Articles Re: Governance Structure	Mgmt	For	For	For
3	Amend Articles Re: Merging of Nomination Committee and the Remuneration Committee	Mgmt	For	For	For

### **QIAGEN NV**

**Meeting Date:** 06/22/2023

Country: Netherlands

Meeting Type: Annual

Ticker: QGEN

Primary ISIN: NL0012169213 Primary SEDOL: BYXS688

Voting Proposal Mamt Policy Vote Number **Proposal Text Proponent** Rec Instruction Rec Annual Meeting Agenda Mgmt Adopt Financial Statements and 1 Mgmt For For For Statutory Reports 2 Approve Remuneration Report For Mgmt Against Abstain Voter Rationale: Concern is raises around the levels of disclosure in the LTIP and STIP. The STIP shows selective disclosure across the threshold and maximum metrics with no disclosure around the personal goals with a weighting of 25% and a pay out of 100%. In addition there is no disclosure around the post vesting holding period of the LTIP which helps retain alignment with longer term shareholders. ABSTENTION of voting is warranted. Approve Discharge of Management 3 Mgmt For For For Board Approve Discharge of Supervisory Board Mamt For For For 5.a Reelect Metin Colpan to Supervisory Mgmt For Against For Board Voter Rationale: The policy raises concern around the director's position on the nomination committee combined while not being considered independence as they are the founder and former CEO of the company. A vote FOR is warranted as the nomination committee still has 67% independence. Reelect Toralf Haag to Supervisory 5.b Mgmt For For For Board Reelect Ross L. Levine to Supervisory For For For 5.c Mgmt Board 5.d Reelect Elaine Mardis to Supervisory Mgmt For For For Board

## **QIAGEN NV**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.e	Reelect Eva Pisa to Supervisory Board	Mgmt	For	For	For
5.f	Reelect Lawrence A. Rosen to Supervisory Board	Mgmt	For	Abstain	For
	Voter Rationale: The policy raises concern vote FOR the director is warranted.	ns around the gender di	iversity levels. The post AGM gende	er diversity	is set to be 38% and a
5.g	Reelect Stephen H. Rusckowski to Supervisory Board	Mgmt	For	For	For
5.h	Reelect Elizabeth E. Tallett to Supervisory Board	Mgmt	For	Against	For
	Voter Rationale: The policy raises concern independence on the committee. It is not independent which will impact independen	ed that the directs tenu	re is soon to be at a length where	they will no	
6.a	Reelect Thierry Bernard to Management Board	Mgmt	For	For	For
6.b	Reelect Roland Sackers to Management Board	Mgmt	For	For	For
7	Reappoint KPMG Accountants N.V. as Auditors	Mgmt	For	For	For
8.a	Grant Supervisory Board Authority to Issue Shares	Mgmt	For	For	For
8.b	Authorize Supervisory Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For	For
9	Authorize Repurchase of Shares	Mgmt	For	For	For
10	Approve Discretionary Rights for the Managing Board to Implement Capital Repayment by Means of Synthetic Share Repurchase	Mgmt	For	For	For
	Reparenase				
11	Approve Cancellation of Shares	Mgmt	For	For	For

Voter Rationale: Vote FOR is warranted as the proposed terms and conditions of the stock plan are in line with market practice.

### Scout24 SE

Meeting Date: 06/22/2023 Country: Germany Ticker: G24

Meeting Type: Annual

Primary ISIN: DE000A12DM80 **Primary SEDOL:** BYT9340

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2022 (Non-Voting)	Mgmt			
2	Approve Allocation of Income and Dividends of EUR 1.00 per Share	Mgmt	For	For	For
3	Approve Discharge of Management Board for Fiscal Year 2022	Mgmt	For	For	For

#### Scout24 SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Discharge of Supervisory Board for Fiscal Year 2022	Mgmt	For	For	For
5	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2023 and for the Review of Interim Financial Statements until 2024 AGM	Mgmt	For	For	For
	Voter Rationale: A vote FOR the proposal	is warranted due to lack	k of current concern on the change	in auditor	to PWC.
6	Approve Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: A vote AGAINST the propaccompanying rational.	oosal is warranted as the	e executives are all receiving a nota	able increas	se in salary without an
7.1	Elect Maya Miteva to the Supervisory Board	Mgmt	For	For	For
7.2	Elect Sohaila Ouffata to the Supervisory Board	Mgmt	For	For	For
8	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	Against	For
	Voter Rationale: The policy raises concern not raise concern and a vote FOR is warra		discount on the share repurchase p	program. T	he Authorisations do
9	Approve Issuance of Warrants/Bonds with Warrants Attached/Convertible Bonds without Preemptive Rights up to Aggregate Nominal Amount of EUR 800 Million; Approve Creation of EUR 7.5 Million Pool of Capital to Guarantee Conversion Rights	Mgmt	For	For	For
10	Approve Virtual-Only Shareholder Meetings Until 2025; Amend Articles Re: Participation of Supervisory Board Members in the Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For
11	Amend Articles Re: Registration in the Share Register	Mgmt	For	For	For

## **Comgest Growth Europe**

Meeting Date: 06/23/2023 Country: Ireland Ticker: WYZ5

Meeting Type: Annual

Primary ISIN: IE0004766675 Primary SEDOL: B1HKMN6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For

### **Comgest Growth Europe Opportunities**

Meeting Date: 06/23/2023

Country: Ireland

Meeting Type: Annual

Ticker: WYZB

Primary ISIN: IE00B4ZJ4188

Primary SEDOL: B4ZJ418

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For

### **Comgest Growth Europe Smaller Companies**

Meeting Date: 06/23/2023

Country: Ireland

Meeting Type: Annual

Ticker: WYZD

**Primary ISIN:** IE0004766014

Primary SEDOL: B7QMZ03

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For

#### **Comgest Growth Japan**

Meeting Date: 06/23/2023

Country: Ireland

Meeting Type: Annual

Ticker: WYZ2

**Primary ISIN:** IE0004767087

Primary SEDOL: B1HKMP8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For

### **BNY Mellon Dynamic U.S. Equity Fund**

Meeting Date: 06/27/2023

Country: Ireland

Meeting Type: Annual

Ticker: N/A

Primary ISIN: IE00BYZ8WG68

Primary SEDOL: BYZ8WG6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ratify Ernst & Young as Auditors	Mgmt	For	For	For
2	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For

### **BNY Mellon Global Equity Income Fund**

Meeting Date: 06/27/2023

Country: Ireland

Ticker: N/A

Meeting Type: Annual

Primary ISIN: IE00B3QL5Y68 Primary SEDOL: B3QL5Y6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ratify Ernst & Young as Auditors	Mgmt	For	For	For
2	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For

## **BNY Mellon Global High Yield Bond Fund**

Meeting Date: 06/27/2023

Country: Ireland Meeting Type: Annual

Ticker: N/A

**Primary ISIN:** IE0030011294

Primary SEDOL: 3001129

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ratify Ernst & Young as Auditors	Mgmt	For	For	For
2	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For

## **Schroder International Selection Fund EURO Corporate Bond**

Meeting Date: 06/27/2023

Country: Luxembourg

Meeting Type: Annual

Ticker: ZPJS

Primary ISIN: LU0113257694

Primary SEDOL: B15HNN6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Board's Report	Mgmt			
2	Receive Auditor's Report	Mgmt			
3	Approve Financial Statements and Allocation of Income	Mgmt	For	For	For
4	Approve Dividends	Mgmt	For	For	For
5	Approve Discharge of Directors	Mgmt	For	For	For
6	Elect Peter Nelson as Director	Mgmt	For	For	For
7	Re-elect Richard Mountford, Ines Carla Bergareche Garcia-Minaur, Eric Bertrand, Marie-Jeanne Chevremont-Lorenzini, Bernard Herman, Sandra Lequime, Hugh Mullan and Neil Walton as Directors	Mgmt	For	For	For

## **Schroder International Selection Fund EURO Corporate Bond**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction	
8	Approve Remuneration of Directors	Mgmt	For	For	For	
9	Appoint KPMG as Auditor	Mgmt	For	For	For	

## **Schroder International Selection Fund US Small & Mid-Cap Equity**

Meeting Date: 06/27/2023

Country: Luxembourg

Meeting Type: Annual

Ticker: ZJPA

**Primary ISIN:** LU0205193047

Primary SEDOL: B9DJCB1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Board's Report	Mgmt			
2	Receive Auditor's Report	Mgmt			
3	Approve Financial Statements and Allocation of Income	Mgmt	For	For	For
4	Approve Dividends	Mgmt	For	For	For
5	Approve Discharge of Directors	Mgmt	For	For	For
6	Elect Peter Nelson as Director	Mgmt	For	For	For
7	Re-elect Richard Mountford, Ines Carla Bergareche Garcia-Minaur, Eric Bertrand, Marie-Jeanne Chevremont-Lorenzini, Bernard Herman, Sandra Lequime, Hugh Mullan and Neil Walton as Directors	Mgmt	For	For	For
8	Approve Remuneration of Directors	Mgmt	For	For	For
9	Appoint KPMG as Auditor	Mgmt	For	For	For

#### **Aroundtown SA**

Meeting Date: 06/28/2023

Country: Luxembourg

Meeting Type: Annual

Ticker: AT1

**Primary ISIN:** LU1673108939

Primary SEDOL: BF0CK44

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
	Annual Meeting Agenda	Mgmt				
1	Receive Board's Report	Mgmt				
2	Receive Auditor's Report	Mgmt				
3	Approve Financial Statements	Mgmt	For	For	For	
4	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For	

#### **Aroundtown SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Approve Allocation of Income	Mgmt	For	For	For
6	Approve Discharge of Directors	Mgmt	For	For	For
7	Reelect Ran Laufer as Non-Executive Director	Mgmt	For	For	For
8	Reelect Simone Runge-Brandner as Independent Director	Mgmt	For	Against	For
9	Reelect Jelena Afxentiou as Executive Director	Mgmt	For	For	For
10	Reelect Frank Roseen as Executive Director	Mgmt	For	For	For
11	Reelect Markus Leininger as Independent Director	Mgmt	For	Against	For
12	Reelect Markus Kreuter as Independent Director	Mgmt	For	Against	For
13	Elect Daniel Malkin as Independent Director	Mgmt	For	For	For
14	Renew Appointment of KPMG Audit S.a r.l. as Auditor	Mgmt	For	For	For
15	Approve Remuneration Report	Mgmt	For	Against	Against

Voter Rationale: Vote AGAINST because of concerns with the one-off exceptional award and transparency in rem report.

### **DSM-Firmenich AG**

Meeting Date: 06/29/2023 Country: Switzerland Ticker: DSFIR

**Meeting Type:** Extraordinary Shareholders

**Primary ISIN:** CH1216478797 **Primary SEDOL:** BPCPSD6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for the Period from Jan. 1, 2023 to May 8, 2023	Mgmt	For	For	For
	Voter Rationale: Directors should be electe to shareholders.	ed by shareholders on	an annual basis in order to strengt	hen the acc	countability of the board
2	Approve Dividends of EUR 1.60 per Share from Capital Contribution Reserves	Mgmt	For	For	For
3.1	Approve Remuneration of Directors in the Amount of EUR 3.6 Million	Mgmt	For	For	For
3.2	Approve Remuneration of Executive Committee in the Amount of EUR 37.9 Million	Mgmt	For	For	For
4.1	Amend Articles Re: Consultative Vote for High Value Transactions	Mgmt	For	For	For
4.2	Amend Articles Re: Information on the Identity of Shareholders	Mgmt	For	For	For

#### **DSM-Firmenich AG**

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

## Standard Life Invts. Global Sicav - European Smaller Cos. Fund

Meeting Date: 06/29/2023

Country: Luxembourg

Meeting Type: Annual

Voter Rationale: Any Other Business' should not be a voting item.

Ticker: 1SL1

**Primary ISIN:** LU0306632414

Primary SEDOL: B8BQN03

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Audited Annual Report for the Fund	Mgmt	For	For	For
2	Approve Allocation of Income	Mgmt	For	For	For
3	Approve Discharge of Directors	Mgmt	For	For	For
4	Approve Remuneration of Directors	Mgmt	For	Against	Against
	Voter Rationale: Companies should provide to cast an informed vote.	le sufficient information	at least 21 days in advance of the	meeting to	enable shareholders
5	Approve Resignation of Martin Gilbert as Director	Mgmt	For	For	For
6	Re-Elect Christopher Little as Director	Mgmt	For	For	For
7	Re-Elect Ian Boyland as Director	Mgmt	For	For	For
8	Re-Elect Hugh Young as Director	Mgmt	For	For	For
9	Re-Elect Andrey Berzins as Director	Mgmt	For	For	For
10	Re-Elect Nadya Wells as Director	Mgmt	For	For	For
11	Re-Elect Stephen Bird as Director	Mgmt	For	For	For
12	Re-Elect Susanne van Dootingh as Director	Mgmt	For	For	For
13	Renew Appointment of KPMG as Auditor	Mgmt	For	For	For

### **Koninklijke Ahold Delhaize NV**

**Meeting Date:** 07/05/2023

**Country:** Netherlands

Ticker: AD

**Primary ISIN:** NL0011794037

Meeting Type: Extraordinary Shareholders

Primary SEDOL: BD0Q398

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Extraordinary Meeting Agenda

Mgmt

# **Koninklijke Ahold Delhaize NV**

	Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction
•	1	Open Meeting	Mgmt			
	2	Elect Jolanda Poots-Bijl to Management Board	Mgmt	For	For	For
	3	Close Meeting	Mgmt			

### **Industria de Diseno Textil SA**

Meeting Date: 07/11/2023 Ticker: ITX Country: Spain

Meeting Type: Annual

**Primary ISIN:** ES0148396007 Primary SEDOL: BP9DL90

#### Did Not Vote Due to Ballot Shareblocking

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.a	Approve Standalone Financial Statements	Mgmt	For	For	Do Not Vote
1.b	Approve Discharge of Board	Mgmt	For	For	Do Not Vote
2	Approve Consolidated Financial Statements	Mgmt	For	For	Do Not Vote
3	Approve Non-Financial Information Statement	Mgmt	For	For	Do Not Vote
4	Approve Allocation of Income and Dividends	Mgmt	For	For	Do Not Vote
5.a	Fix Number of Directors at 10	Mgmt	For	For	Do Not Vote
5.b	Reelect Amancio Ortega Gaona as Director	Mgmt	For	For	Do Not Vote
5.c	Reelect Jose Luis Duran Schulz as Director	Mgmt	For	For	Do Not Vote
6	Approve Remuneration Policy	Mgmt	For	Against	Do Not Vote
7	Approve Long-Term Incentive Plan	Mgmt	For	Against	Do Not Vote
8	Authorize Share Repurchase Program	Mgmt	For	For	Do Not Vote
9	Advisory Vote on Remuneration Report	Mgmt	For	Against	Do Not Vote
10	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	Do Not Vote
11	Receive Amendments to Board of Directors Regulations	Mgmt			

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

### **Industria de Diseno Textil SA**

				Voting				
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction			
1.a	Approve Standalone Financial Statements	Mgmt	For	For	For			
1.b	Approve Discharge of Board	Mgmt	For	For	For			
2	Approve Consolidated Financial Statements	Mgmt	For	For	For			
3	Approve Non-Financial Information Statement	Mgmt	For	For	For			
4	Approve Allocation of Income and Dividends	Mgmt	For	For	For			
5.a	Fix Number of Directors at 10	Mgmt	For	For	For			
5.b	Reelect Amancio Ortega Gaona as Director	Mgmt	For	For	For			
5.c	Reelect Jose Luis Duran Schulz as Director	Mgmt	For	For	For			
6	Approve Remuneration Policy	Mgmt	For	Against	Against			
	Voter Rationale: Incentive awards to execute reward strong performance and drive sha	•		stretching <sub>i</sub>	performance targets to			
7	Approve Long-Term Incentive Plan	Mgmt	For	Against	Against			
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha schemes should only be available for sup proportion of incentive awards.	reholder value over a s	rufficiently long period of time. Sub	stantial pay	v-outs under incentive			
8	Authorize Share Repurchase Program	Mgmt	For	For	For			
9	Advisory Vote on Remuneration Report	Mgmt	For	Against	Against			
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards.							
10	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For			
11	Receive Amendments to Board of Directors Regulations	Mgmt						

### Fresenius Medical Care AG & Co. KGaA

Meeting Date: 07/14/2023 Country: Germany Ticker: FME

Meeting Type: Extraordinary Shareholders

Primary ISIN: DE0005785802 Primary SEDOL: 5129074

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Change of Corporate Form to a Stock Corporation (AG)	Mgmt	For	For	For
2.1	Elect Shervin Korangy to the Supervisory Board, if Item 1 is Accepted	Mgmt	For	For	For

#### Fresenius Medical Care AG & Co. KGaA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction
2.2	Elect Marcus Kuhnert to the Supervisory Board, if Item 1 is Accepted	Mgmt	For	For	For
2.3	Elect Gregory Sorensen to the Supervisory Board, if Item 1 is Accepted	Mgmt	For	For	For
2.4	Elect Pascale Witz to the Supervisory Board, if Item 1 is Accepted	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2023, for the Review of Interim Financial Statements for the First Half of Fiscal Year 2023 and for the Interim Financial Statements Until 2024 AGM	Mgmt	For	For	For

### **Nomura Funds Ireland-Global Dynamic Bond Fund**

**Meeting Date:** 07/14/2023

Country: Ireland

Meeting Type: Annual

Ticker: N/A

Primary ISIN: IE00BTL1G064

**Primary SEDOL: BTL1G06** 

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ratify Ernst & Young as Auditors	Mgmt	For	For	For
2	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For

### **Nomura Funds Ireland-Japan High Conviction Fund**

Meeting Date: 07/14/2023

Country: Ireland

Meeting Type: Annual

Ticker: N/A

Primary ISIN: IE00BBT38139 Primary SEDOL: BBT3813

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ratify Ernst & Young as Auditors	Mgmt	For	For	For
2	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For

## Nomura Funds Ireland-Japan Strategic Value Fund

Meeting Date: 07/14/2023

Country: Ireland

Ticker: N/A

Meeting Type: Annual

## **Nomura Funds Ireland-Japan Strategic Value Fund**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ratify Ernst & Young as Auditors	Mgmt	For	For	For
2	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For

## **Invesco Pan European Focus Equity Fund**

Meeting Date: 07/19/2023

Country: Luxembourg

Meeting Type: Annual

Ticker: N/A

Primary ISIN: LU0642795305 Primary SEDOL: B3YBGV2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Board's Report	Mgmt			
2	Receive Auditor's Report	Mgmt			
3	Approve Financial Statements	Mgmt	For	For	For
4	Approve Allocation of Income	Mgmt	For	For	For
5	Ratify Remuneration of the Directors for the Financial Year Ended 28 February 2023	Mgmt	For	For	For
6	Approve Remuneration of Directors until the Next Annual General Meeting of Shareholders of the Company in 2024	Mgmt	For	For	For
7	Approve Discharge of Directors and Auditors	Mgmt	For	For	For
8	Re-elect Peter Carroll as Director	Mgmt	For	For	For
9	Re-elect Timothy Caverly as Director	Mgmt	For	For	For
10	Re-elect Bernhard Langer as Director	Mgmt	For	For	For
11	Re-elect Rene Marston as Director	Mgmt	For	For	For
12	Re-elect Fergal Dempsey as Director	Mgmt	For	For	For
13	Re-elect Andrea Mornato as Director	Mgmt	For	For	For
14	Renew Appointment of PricewaterhouseCoopers as Auditor	Mgmt	For	For	For
15	Transact Other Business (Non-Voting)	Mgmt			

## **Kingspan Group Plc**

Meeting Date: 07/20/2023

Country: Ireland

Meeting Type: Special

Ticker: KRX

Primary ISIN: IE0004927939 Pri

Primary SEDOL: 4491235

## **Kingspan Group Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Cancellation of the Listing of Ordinary Shares from the Premium Segment of the Official List of the Financial Conduct Authority and Remove Ordinary Shares from Trading on the London Stock Exchange plc's Main Market	Mgmt	For	For	For

### iShares plc - iShares Core S&P 500 UCITS ETF USD (Dist)

Meeting Date: 07/21/2023

 $\textbf{Country:} \ \textbf{Ireland}$ 

Meeting Type: Annual

Ticker: IUSA

**Primary ISIN:** IE0031442068

Primary SEDOL: B1CDG49

Did Not Vote Due to Ballot Shareblocking

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	Do Not Vote
2	Ratify Deloitte as Auditors	Mgmt	For	For	Do Not Vote
3	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	Do Not Vote
4	Re-elect Ros O'Shea as Director	Mgmt	For	For	Do Not Vote
5	Elect Padraig Kenny as Director	Mgmt	For	For	Do Not Vote
6	Re-elect Deirdre Somers as Director	Mgmt	For	For	Do Not Vote
7	Re-elect William McKechnie as Director	Mgmt	For	For	Do Not Vote
8	Elect Peter Vivian as Director	Mgmt	For	For	Do Not Vote

## **iShares plc - iShares MSCI World UCITS ETF**

**Meeting Date:** 07/21/2023

Country: Ireland

Meeting Type: Annual

Ticker: IWRD

## **iShares plc - iShares MSCI World UCITS ETF**

#### Did Not Vote Due to Ballot Shareblocking

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	Do Not Vote
2	Ratify Deloitte as Auditors	Mgmt	For	For	Do Not Vote
3	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	Do Not Vote
4	Re-elect Ros O'Shea as Director	Mgmt	For	For	Do Not Vote
5	Elect Padraig Kenny as Director	Mgmt	For	For	Do Not Vote
6	Re-elect Deirdre Somers as Director	Mgmt	For	For	Do Not Vote
7	Re-elect William McKechnie as Director	Mgmt	For	For	Do Not Vote
8	Elect Peter Vivian as Director	Mgmt	For	For	Do Not Vote

#### **HSBC ETFs PLC HSBC MSCI World UCITS ETF Fund**

Meeting Date: 07/24/2023 Country: Ireland Ticker: HMWO

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	Voter Rationale: Shareholder should have	the right to approve the	e implementation of the companys	dividend p	olicy.
2	Ratify KPMG as Auditors	Mgmt	For	For	For
3	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For

#### **Aroundtown SA**

Meeting Date: 07/26/2023 Country: Luxembourg Ticker: AT1

**Meeting Type:** Extraordinary Shareholders

Primary ISIN: LU1673108939 Primary SEDOL: BF0CK44

#### **Aroundtown SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Extraordinary Meeting Agenda	Mgmt			
1	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights and Amend Article 7 of the Articles of Association	Mgmt	For	Against	Against
	Voter Rationale: Vote AGAINST as the aut	thority exceeds our polic	cy limits.		
2	Authorize Board to Determine that Shareholders may also Vote from Remote Location in Advance by Correspondence and/or by Electronic Means and Create New Article 11.4 and Subsequent Re-number Article 11.5 (ex-Article 11.4) of the Articles of Association	Mgmt	For	For	For
3	Fix Number of Directors at Seven and Amend Article 15.1 of the Articles of Association	Mgmt	For	For	For
4	Require that the Dismissal of Any Member of the Board of Directors Needs a Majority of at Least Seventy-Five Percent of the Votes and Create New Article 15.2 and Subsequent Re-number Article 15.3 to Article 15.6 of the Articles	Mgmt	For	Against	Against

Voter Rationale: Vote AGAINST as the proposed changes should not erode shareholder rights.

## **Stewart Investors Asia Pacific Leaders Sustainability Fund**

Meeting Date: 08/09/2023 Country: Ireland

Meeting Type: Annual

Ticker: N/A

Primary ISIN: IE00BFY85M14 **Primary SEDOL:** BFY85M1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports and Review the Company's Affairs	Mgmt	For	For	For
2	Ratify Deloitte Ireland LLP as Auditors and Authorise Their Remuneration	Mgmt	For	For	For

#### **Prosus NV**

Ticker: PRX Meeting Date: 08/23/2023 Country: Netherlands

Meeting Type: Annual

**Primary ISIN:** NL0013654783

Primary SEDOL: BJDS7L3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt			
1	Receive Annual Report (Non-Voting)	Mgmt			
2	Approve Remuneration Report	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exec reward strong performance and drive sha used to incentivise long-term performance awards should be clearly linked to perform of directors as a normal part of their jobs.	reholder value ove e and should not b nance and demon	er a sufficiently long peri be allowed to vest within	iod of time. Long-term ince 3 years since the date of g	ntive awards should be grant. All exceptional
3	Adopt Financial Statements	Mgmt	For	For	For
4	Approve Allocation of Income	Mgmt	For	For	For
5	Approve Discharge of Executive Directors	Mgmt	For	For	For
6	Approve Discharge of Non-Executive Directors	Mgmt	For	For	For
7	Approve Remuneration of Non-Executive Directors	Mgmt	For	For	For
8.1	Reelect Manisha Girotra as Non-Executive Director	Mgmt	For	For	For
8.2	Reelect Rachel Jafta as Non-Executive Director	Mgmt	For	Abstain	Abstain
	Voter Rationale: The Company should put minimum expectation is that women shou			sity on the board. In devel	oped markets, our
8.3	Reelect Mark Sorour as Non-Executive Director	Mgmt	For	For	For
8.4	Reelect Ying Xu as Non-Executive Director	Mgmt	For	For	For
9	Ratify Deloitte Accountants B.V. as Auditors	Mgmt	For	For	For
	Voter Rationale: Companies that have had bringing in a new auditing firm.	d the same audito	r for a period of over 10	years should consider a pla	an or tender process fo
10	Amend Articles of Association and Grant Board Authority to Issue Shares	Mgmt	For	For	For
11	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital and Restrict/Exclude Preemptive Rights	Mgmt	For	For	For
12	Authorize Repurchase of Shares	Mgmt	For	Against	Against
	Voter Rationale: Any share repurchase recipustified by the company.	quest in excess of	10% should be underta	ken in exceptional circumst	ances only and be fully
13	Approve Reduction in Share Capital Through Cancellation of Shares	Mgmt	For	For	For
14	Discuss Voting Results	Mgmt			
15	Close Meeting	Mgmt			

#### **Man GLG Japan CoreAlpha Equity**

Meeting Date: 08/24/2023

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

: Ireland Ticker: N/A

Primary ISIN: IE00B5649C52

Primary SEDOL: B5649C5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports and Review the Company's Affairs	Mgmt	For	For	For
2	Ratify Deloitte Ireland LLP as Auditors and Authorise Their Remuneration	Mgmt	For	Refer	Against
	Voter Rationale: A vote AGAINST this res explain the reason and selection process				ne Company did not

#### Lyxor MSCI USA UCITS ETF

Meeting Date: 08/31/2023

Country: France

Ticker: USAC

Meeting Type: Extraordinary Shareholders

**Primary ISIN:** FR0011363423

Primary SEDOL: B9M9C89

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Extraordinary Business	Mgmt			
1	Approve Merger by Absorption of LYXOR DJ GLOBAL TITANS 50 UCITSETF by AMUNDI MSCI WORLD of the SICAVAMUNDI INDEX SOLUTIONS	Mgmt	For	For	For
2	Approve Merger by Absorption of LYXOR MSCI USA ESG BROAD CTB (DR)UCITS ETF by AMUNDI MSCI USA ESG CLIMATE NET ZERO AMBITION CTB of the ICAV ETF ICAV	Mgmt	For	For	For
3	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For

#### **PIMCO GIS Income Fund**

**Meeting Date:** 09/13/2023

Country: Ireland

Meeting Type: Annual

Ticker: N/A

Primary ISIN: IE00B7KFL990

Primary SEDOL: B7KFL99

Proposal Mgmt Policy Vote Number Proposal Text Proponent Rec Rec Instruction	Number Proposal Text Proponent Rec Rec Instruction
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**Ordinary Resolutions** 

Mgmt

#### **PIMCO GIS Income Fund**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ratify PricewaterhouseCoopers as Auditors	Mgmt	For	For	For
2	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
	Special Resolution	Mgmt			
1	Approve Amendments to the Memorandum and Articles of Association	Mgmt	For	For	For

## **GuardCap UCITS Funds Plc - GuardCap Global Equity Fund**

Meeting Date: 09/14/2023 Country: Ireland

Meeting Type: Annual

Ticker: N/A

Primary ISIN: IE00BYQ67K80 Primary SEDOL: BYQ67K8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports and Review the Company's Affairs	Mgmt	For	For	For
2	Ratify KPMG as Auditors and Authorise Their Remuneration	Mgmt	For	For	For

## iShares VI Public Limited Company - iShares Edge MSCI Europe Mini Volatility UCI

Meeting Date: 09/15/2023 Country: Ireland Ticker: MVEU

Meeting Type: Annual

Primary ISIN: IE00B86MWN23 Primary SEDOL: B86MWN2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	Voter Rationale: Shareholder should have	the right to approve the	e implementation of the companys	dividend p	policy.
2	Ratify Deloitte as Auditors	Mgmt	For	For	For
3	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
4	Re-elect Ros O'Shea as Director	Mgmt	For	For	For
5	Elect Padraig Kenny as Director	Mgmt	For	For	For
6	Re-elect Deirdre Somers as Director	Mgmt	For	For	For
7	Re-elect William McKechnie as Director	Mgmt	For	For	For

## iShares VI Public Limited Company - iShares Edge MSCI Europe Mini Volatility UCI

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Vote Rec Instru	ıction
8	Elect Peter Vivian as Director	Mgmt	For	For For	

# iShares VI Public Limited Company - iShares Edge MSCI World Minimum Volatility U

Meeting Date: 09/15/2023

Country: Ireland

Meeting Type: Annual

Ticker: MVOL

Primary ISIN: IE00B8FHGS14

Primary SEDOL: B8FHGS1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For	
	Voter Rationale: Shareholder should have the right to approve the implementation of the companys dividend policy.					
2	Ratify Deloitte as Auditors	Mgmt	For	For	For	
3	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For	
4	Re-elect Ros O'Shea as Director	Mgmt	For	For	For	
5	Elect Padraig Kenny as Director	Mgmt	For	For	For	
6	Re-elect Deirdre Somers as Director	Mgmt	For	For	For	
7	Re-elect William McKechnie as Director	Mgmt	For	For	For	
8	Elect Peter Vivian as Director	Mgmt	For	For	For	

#### **Aegon NV**

**Meeting Date:** 09/29/2023

**Country:** Netherlands

Meeting Type: Extraordinary Shareholders

Ticker: AGN

Primary ISIN: BMG0112X1056 Primary SEDOL: BPH0Y27

Propos Numbe	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Extraordinary Meeting Agenda	Mgmt			
1	Open Meeting	Mgmt			
2.1	Approve Cross-Border Conversion and Amend Articles of Association	Mgmt	For	For	For
3.1	Elect William Connelly as Non-Executive Director	Mgmt	For	For	For
3.2	Elect Mark Ellman as Non-Executive Director	Mgmt	For	For	For

## **Aegon NV**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.3	Elect Karen Fawcett as Non-Executive Director	Mgmt	For	For	For
3.4	Elect Jack McGarry as Non-Executive Director	Mgmt	For	For	For
3.5	Elect Caroline Ramsay as Non-Executive Director	Mgmt	For	For	For
3.6	Elect Thomas Wellauer as Non-Executive Director	Mgmt	For	For	For
3.7	Elect Corien Wortmann-Kool as Non-Executive Director	Mgmt	For	For	For
3.8	Elect Dona Young as Non-Executive Director	Mgmt	For	For	For
3.9	Elect Lard Friese as Executive Director	Mgmt	For	For	For
4.1	Ratify PricewaterhouseCoopers Societe Cooperative, Incorporated as Independent Auditor of Aegon S.A.	Mgmt	For	For	For
4.2	Ratify PricewaterhouseCoopers Accountants N.V as Independent Auditor of Aegon Ltd. for the Financial Year 2023	Mgmt	For	For	For
4.3	Ratify Ernst & Young Accountants LLP as Independent Auditor of Aegon Ltd. for the Financial Year 2024	Mgmt	For	For	For
5	Other Business (Non-Voting)	Mgmt			
6	Close Meeting	Mgmt			

## **Aegon NV**

Meeting Date: 09/30/2023 Country: Netherlands

Meeting Type: Extraordinary Shareholders

Ticker: AGN

Primary ISIN: BMG0112X1056

Primary SEDOL: BPH0Y27

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Extraordinary Meeting Agenda	Mgmt			
1	Open Meeting	Mgmt			
2	Change Jurisdiction, Nationality and Transfer Registered Office of the Company from Grand Duchy of Luxembourg to Bermuda, Change Company Name from Aegon S.A to Aegon Ltd. and Approve Memorandum of Continuance of the Company	Mgmt	For	For	For
3	Other Business (Non-Voting)	Mgmt			

## **Fidelity Funds - Asian Special Situations Fund**

Meeting Date: 10/05/2023

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

**Ticker:** 12045

**Primary ISIN:** LU0054237671

Primary SEDOL: 4343400

Proposal			Mgmt	Voting Policy	Vote	
Number	Proposal Text	Proponent	Rec	Rec	Instruction	
1	Receive Board's Report	Mgmt				
2	Receive Auditor's Report	Mgmt				
3	Approve Financial Statements	Mgmt	For	For	For	
4	Approve Discharge of Directors	Mgmt	For	For	For	
5.1	Re-elect Anouk Agnes as Director	Mgmt	For	For	For	
5.2	Re-elect Yousef Al-Awadi as Director	Mgmt	For	For	For	
5.3	Re-elect Romain Boscher as Director	Mgmt	For	For	For	
5.4	Re-elect Didier Cherpitel as Director	Mgmt	For	For	For	
5.5	Re-elect Carine Feipel as Director	Mgmt	For	For	For	
5.6	Re-elect Jeffrey Lagarce as Director	Mgmt	For	For	For	
5.7	Re-elect Glen Moreno as Director	Mgmt	For	For	For	
5.8	Re-elect Anne Richards as Director	Mgmt	For	For	For	
5.9	Re-elect Jon Skillman as Director	Mgmt	For	For	For	
5.10	Re-elect FIL (Luxembourg) S.A. as Corporate Director	Mgmt	For	For	For	
6	Approve Remuneration of Directors	Mgmt	For	For	For	
7	Renew Appointment of Deloitte as Auditor	Mgmt	For	For	For	
8	Approve Dividends	Mgmt	For	For	For	
9	Transact Other Business (Non-Voting)	Mgmt				

## **Fidelity Funds - European Dynamic Growth Fund**

Meeting Date: 10/05/2023

Country: Luxembourg

Meeting Type: Annual

Ticker: FJ25

**Primary ISIN:** LU0119124781

Primary SEDOL: BNHNF29

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
1	Receive Board's Report	Mgmt				
2	Receive Auditor's Report	Mgmt				
3	Approve Financial Statements	Mgmt	For	For	For	
4	Approve Discharge of Directors	Mgmt	For	For	For	

## **Fidelity Funds - European Dynamic Growth Fund**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
5.1	Re-elect Anouk Agnes as Director	Mgmt	For	For	For	
5.2	Re-elect Yousef Al-Awadi as Director	Mgmt	For	For	For	
5.3	Re-elect Romain Boscher as Director	Mgmt	For	For	For	
5.4	Re-elect Didier Cherpitel as Director	Mgmt	For	For	For	
5.5	Re-elect Carine Feipel as Director	Mgmt	For	For	For	
5.6	Re-elect Jeffrey Lagarce as Director	Mgmt	For	For	For	
5.7	Re-elect Glen Moreno as Director	Mgmt	For	For	For	
5.8	Re-elect Anne Richards as Director	Mgmt	For	For	For	
5.9	Re-elect Jon Skillman as Director	Mgmt	For	For	For	
5.10	Re-elect FIL (Luxembourg) S.A. as Corporate Director	Mgmt	For	For	For	
6	Approve Remuneration of Directors	Mgmt	For	For	For	
7	Renew Appointment of Deloitte as Auditor	Mgmt	For	For	For	
8	Approve Dividends	Mgmt	For	For	For	
9	Transact Other Business (Non-Voting)	Mgmt				

## **Fidelity Funds - World Fund**

Meeting Date: 10/05/2023 Country: Luxembourg

Meeting Type: Annual

Ticker: FJ2I

Primary ISIN: LU0069449576 Primary SEDOL: B15HBZ4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
1	Receive Board's Report	Mgmt				
2	Receive Auditor's Report	Mgmt				
3	Approve Financial Statements	Mgmt	For	For	For	
4	Approve Discharge of Directors	Mgmt	For	For	For	
5.1	Re-elect Anouk Agnes as Director	Mgmt	For	For	For	
5.2	Re-elect Yousef Al-Awadi as Director	Mgmt	For	For	For	
5.3	Re-elect Romain Boscher as Director	Mgmt	For	For	For	
5.4	Re-elect Didier Cherpitel as Director	Mgmt	For	For	For	
5.5	Re-elect Carine Feipel as Director	Mgmt	For	For	For	
5.6	Re-elect Jeffrey Lagarce as Director	Mgmt	For	For	For	
5.7	Re-elect Glen Moreno as Director	Mgmt	For	For	For	
5.8	Re-elect Anne Richards as Director	Mgmt	For	For	For	

#### **Fidelity Funds - World Fund**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction
5.9	Re-elect Jon Skillman as Director	Mgmt	For	For	For
5.10	Re-elect FIL (Luxembourg) S.A. as Corporate Director	Mgmt	For	For	For
6	Approve Remuneration of Directors	Mgmt	For	For	For
7	Renew Appointment of Deloitte as Auditor	Mgmt	For	For	For
8	Approve Dividends	Mgmt	For	For	For
9	Transact Other Business (Non-Voting)	Mgmt			

## iShares IV plc - iShares Edge MSCI Europe Momentum Factor UCITS ETF

Meeting Date: 10/13/2023

Country: Ireland

Meeting Type: Annual

Ticker: IEFM

Primary ISIN: IE00BQN1K786

Primary SEDOL: BVJDPF6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	Voter Rationale: Shareholder should have	e the right to approve to	he implementation of the company	s dividend p	oolicy.
2	Ratify Deloitte as Auditors	Mgmt	For	For	For
3	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
4	Re-elect Ros O'Shea as Director	Mgmt	For	For	For
5	Re-elect Padraig Kenny as Director	Mgmt	For	For	For
6	Re-elect Deirdre Somers as Director	Mgmt	For	For	For
7	Re-elect William McKechnie as Director	Mgmt	For	For	For
8	Elect Peter Vivian as Director	Mgmt	For	For	For

## iShares IV plc - iShares Edge MSCI Europe Quality Factor UCITS ETF

**Meeting Date:** 10/13/2023

Country: Ireland

Meeting Type: Annual

Ticker: IEFQ

Primary ISIN: IE00BQN1K562

Primary SEDOL: BVJDPC3

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

Voter Rationale: Shareholder should have the right to approve the implementation of the companys dividend policy.

### iShares IV plc - iShares Edge MSCI Europe Quality Factor UCITS ETF

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction
2	Ratify Deloitte as Auditors	Mgmt	For	For	For
3	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
4	Re-elect Ros O'Shea as Director	Mgmt	For	For	For
5	Re-elect Padraig Kenny as Director	Mgmt	For	For	For
6	Re-elect Deirdre Somers as Director	Mgmt	For	For	For
7	Re-elect William McKechnie as Director	Mgmt	For	For	For
8	Elect Peter Vivian as Director	Mgmt	For	For	For

#### iShares IV plc - iShares Edge MSCI World Momentum Factor UCITS ETF

**Meeting Date:** 10/13/2023

Country: Ireland

Meeting Type: Annual

Ticker: IS3R

Primary ISIN: IE00BP3QZ825

Primary SEDOL: BP3QZ82

				Vatina	
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	Voter Rationale: Shareholder should have	the right to approve th	ne implementation of the companys	s dividend p	policy.
2	Ratify Deloitte as Auditors	Mgmt	For	For	For
3	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
4	Re-elect Ros O'Shea as Director	Mgmt	For	For	For
5	Re-elect Padraig Kenny as Director	Mgmt	For	For	For
6	Re-elect Deirdre Somers as Director	Mgmt	For	For	For
7	Re-elect William McKechnie as Director	Mgmt	For	For	For
8	Elect Peter Vivian as Director	Mgmt	For	For	For

### iShares IV plc - iShares MSCI Japan ESG Enhanced UCITS ETF

Meeting Date: 10/13/2023

Country: Ireland

Meeting Type: Annual

Ticker: EEJD

Primary ISIN: IE00BHZPJ346

**Primary SEDOL:** BHZPJ34

#### Did Not Vote Due to Ballot Shareblocking

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	Do Not Vote

#### **iShares IV plc - iShares MSCI Japan ESG Enhanced UCITS ETF**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Voter Rationale: Shareholder should have	the right to approve th	e implementation of the companys	dividend p	olicy.
2	Ratify Deloitte as Auditors	Mgmt	For	For	Do Not Vote
3	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	Do Not Vote
4	Re-elect Ros O'Shea as Director	Mgmt	For	For	Do Not Vote
5	Re-elect Padraig Kenny as Director	Mgmt	For	For	Do Not Vote
6	Re-elect Deirdre Somers as Director	Mgmt	For	For	Do Not Vote
7	Re-elect William McKechnie as Director	Mgmt	For	For	Do Not Vote
8	Elect Peter Vivian as Director	Mgmt	For	For	Do Not Vote

## **iShares IV plc - iShares MSCI USA ESG Enhanced UCITS ETF**

Meeting Date: 10/13/2023

Country: Ireland

Meeting Type: Annual

Ticker: EEDS

Primary ISIN: IE00BHZPJ890 Primary SEDOL: BHZPJ89

Did Not Vote Due to Ballot Shareblocking

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	Do Not Vote
2	Ratify Deloitte as Auditors	Mgmt	For	For	Do Not Vote
3	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	Do Not Vote
4	Re-elect Ros O'Shea as Director	Mgmt	For	For	Do Not Vote
5	Re-elect Padraig Kenny as Director	Mgmt	For	For	Do Not Vote
6	Re-elect Deirdre Somers as Director	Mgmt	For	For	Do Not Vote
7	Re-elect William McKechnie as Director	Mgmt	For	For	Do Not Vote
8	Elect Peter Vivian as Director	Mgmt	For	For	Do Not Vote

## **iShares IV plc - iShares Ultrashort Bond UCITS ETF**

**Meeting Date:** 10/13/2023

Country: Ireland

Meeting Type: Annual

Ticker: ERNE

Primary ISIN: IE00BCRY6557 Primary SEDOL: BCRY655

#### iShares IV plc - iShares Ultrashort Bond UCITS ETF

#### Did Not Vote Due to Ballot Shareblocking

Propos	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	Do Not Vote
2	Ratify Deloitte as Auditors	Mgmt	For	For	Do Not Vote
3	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	Do Not Vote
4	Re-elect Ros O'Shea as Director	Mgmt	For	For	Do Not Vote
5	Re-elect Padraig Kenny as Director	Mgmt	For	For	Do Not Vote
6	Re-elect Deirdre Somers as Director	Mgmt	For	For	Do Not Vote
7	Re-elect William McKechnie as Director	Mgmt	For	For	Do Not Vote
8	Elect Peter Vivian as Director	Mgmt	For	For	Do Not Vote

# **SSGA SPDR ETFs Europe I plc SPDR Bloomberg Euro Aggregate Bond UCITS ETF Fund**

Meeting Date: 10/19/2023

Country: Ireland

Meeting Type: Annual

Ticker: SYBA

**Primary ISIN:** IE00B41RYL63

Primary SEDOL: B3XL765

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports and Review the Company's Affairs	Mgmt	For	For	For
	Voter Rationale: Shareholder should have	the right to approve th	e implementation of the companys	dividend p	policy.
2	Ratify Ernst & Young as Auditors	Mgmt	For	For	For
3	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For

## **BlueBay Funds - BlueBay Investment Grade Euro Government Bond Fund**

Meeting Date: 10/27/2023 Country: Luxembourg

Meeting Type: Annual

Ticker: WXN3

Primary ISIN: LU0549537040 Primary SEDOL: BLP4RQ8

## **BlueBay Funds - BlueBay Investment Grade Euro Government Bond Fund**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Audited Annual Report for the Fund and Approve Auditor's Report	Mgmt	For	For	For
2	Approve Allocation of Income	Mgmt	For	For	For
3	Approve Discharge of Directors	Mgmt	For	For	For
4	Approve Resignation of Henry Kelly as Director	Mgmt	For	For	For
5	Ratify Appointment of Tracey McDermott as Director Effective October 27, 2023	Mgmt	For	For	For
6	Elect William Jones, Luigi Passamonti, Nicholas Williams, Constantine Knox, Neil Sills and Tracey McDermott as Directors	Mgmt	For	For	For
7	Appoint PricewaterhouseCoopers as Auditor	Mgmt	For	For	For
8	Approve Remuneration of Directors	Mgmt	For	Against	Against
	Voter Rationale: Companies should provide to cast an informed vote.	e sufficient information	at least 21 days in advance of the	meeting to	enable shareholders
9	Approve Remuneration of the Chairman	Mgmt	For	Against	Against

Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.

#### **UniCredit SpA**

Meeting Date: 10/27/2023 Country: Italy Ticker: UCG

**Meeting Type:** Extraordinary Shareholders

Primary ISIN: IT0005239360 Primary SEDOL: BYMXPS7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Ordinary Business	Mgmt			
1	Authorize Share Repurchase Program	Mgmt	For	For	For
	Extraordinary Business	Mgmt			
1	Authorize Cancellation of Treasury Shares without Reduction of Share Capital; Amend Article 5	Mgmt	For	For	For
2	Amend Company Bylaws	Mgmt	For	For	For

#### **Pernod Ricard SA**

**Meeting Date:** 11/10/2023

Country: France

Meeting Type: Annual/Special

Ticker: RI

**Primary ISIN:** FR0000120693

Primary SEDOL: 4682329

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
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
3	Approve Allocation of Income and Dividends of EUR 4.70 per Share	Mgmt	For	For	For
4	Reelect Kory Sorenson as Director	Mgmt	For	Against	Against
	Voter Rationale: In recent years, this is is company. Due to ongoing concerns regatheir re-election to the board.				•
5	Reelect Philippe Petitcolin as Director	Mgmt	For	For	For
6	Elect Max Koeune as Director	Mgmt	For	For	For
7	Renew Appointment of Deloitte & Associes as Auditor	Mgmt	For	For	For
	Voter Rationale: Companies that have habringing in a new auditing firm.	ad the same auditor fo	r a period of over 10 years s	hould consider a pla	an or tender process for
8	Approve Remuneration of Directors in the Aggregate Amount of EUR 1,350,000	Mgmt D	For	For	For
9	Approve Compensation of Alexandre Ricard, Chairman and CEO	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exe reward strong performance and drive sh schemes should only be available for sup proportion of incentive awards. Compani longer or as a minimum introduce an add	areholder value over a perior performance. Re ies should consider ext	sufficiently long period of til eaching threshold targets ma tending vesting periods for lo	me. Substantial pay y warrant vesting oi	outs under incentive fonly a small
10	Approve Remuneration Policy of Alexandre Ricard, Chairman and CEO	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exe reward strong performance and drive sh schemes should only be available for sup proportion of incentive awards. Compani longer or as a minimum introduce an add enable it, should it identify any facts of n executive directors and other key manag funds wrongfully obtained in such manna	areholder value over a perior performance. Re ies should consider ext ditional holding or defe nanipulation of reporte ters which were detrim	sufficiently long period of tile eaching threshold targets matering vesting periods for low erral period. The company shed andicators or other bad fail	me. Substantial pay y warrant vesting or ong-term incentive p nould put in place a th actions on the pa	-outs under incentive f only a small plans to 5 years or procedure which would art of any of its
11	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
12	Approve Remuneration Policy of Directors	Mgmt	For	For	For
13	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For	For
14	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For

#### **Pernod Ricard SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Extraordinary Business	Mgmt			
15	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
16	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 130 Million	Mgmt	For	For	For
17	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 39 Million	Mgmt	For	For	For
18	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 16, 17 and 19	Mgmt	For	For	For
19	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 39 Million	Mgmt	For	For	For
20	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For	For
21	Authorize Capitalization of Reserves of Up to EUR 130 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For	For
22	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For	For
23	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of the Group's Subsidiaries	Mgmt	For	For	For
24	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For

# **JPMorgan Funds - US Hedged Equity Fund**

Meeting Date: 11/15/2023 Country: Luxembourg Tick

Meeting Type: Annual

Ticker: N/A

**Primary ISIN:** LU1297690502

Primary SEDOL: BYTBRV1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
1	Receive Board's and Auditor's Reports	Mgmt				
2	Approve Audited Annual Report for the Fund	Mgmt	For	For	For	
3	Approve Discharge of Directors	Mgmt	For	For	For	
4	Approve Remuneration of Directors	Mgmt	For	For	For	

## **JPMorgan Funds - US Hedged Equity Fund**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Re-Elect John Li, Martin Porter and Daniel Watkins as Directors	Mgmt	For	For	For
6	Renew Appointment of PricewaterhouseCoopers as Auditor and Authorize Board to Agree on Their Terms of Appointment	Mgmt	For	For	For
7	Approve Allocation of Income and Dividends	Mgmt	For	For	For

#### **JPMorgan Funds - US Value Fund**

Meeting Date: 11/15/2023 Cou

Country: Luxembourg

Meeting Type: Annual

Ticker: JPJ8

Primary ISIN: LU0119066727

Primary SEDOL: B0V9R60

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
1	Receive Board's and Auditor's Reports	Mgmt				
2	Approve Audited Annual Report for the Fund	Mgmt	For	For	For	
3	Approve Discharge of Directors	Mgmt	For	For	For	
4	Approve Remuneration of Directors	Mgmt	For	For	For	
5	Re-Elect John Li, Martin Porter and Daniel Watkins as Directors	Mgmt	For	For	For	
6	Renew Appointment of PricewaterhouseCoopers as Auditor and Authorize Board to Agree on Their Terms of Appointment	Mgmt	For	For	For	
7	Approve Allocation of Income and Dividends	Mgmt	For	For	For	

## **iShares III plc - iShares Core Corp Bond UCITS ETF**

Meeting Date: 11/17/2023

Country: Ireland

Meeting Type: Annual

Ticker: IEAC

Primary ISIN: IE00B3F81R35

**Primary SEDOL:** B3F81R3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	Voter Rationale: Shareholder should have	e the right to approve th	ne implementation of the companys	s dividend p	policy.
2	Ratify Deloitte as Auditors	Mgmt	For	For	For

#### **iShares III plc - iShares Core Corp Bond UCITS ETF**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction
3	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
4	Re-elect Ros O'Shea as Director	Mgmt	For	For	For
5	Re-elect Padraig Kenny as Director	Mgmt	For	For	For
6	Re-elect Deirdre Somers as Director	Mgmt	For	For	For
7	Re-elect William McKechnie as Director	Mgmt	For	For	For
8	Elect Peter Vivian as Director	Mgmt	For	For	For

## **iShares III plc - iShares Covered Bond UCITS ETF**

**Meeting Date:** 11/17/2023 **Co** 

Country: Ireland

Meeting Type: Annual

Ticker: IUS6

Primary ISIN: IE00B3B8Q275

Primary SEDOL: B3B8QG1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	Voter Rationale: Shareholder should have	the right to approve	the implementation of the compan	ys dividend į	policy.
2	Ratify Deloitte as Auditors	Mgmt	For	For	For
3	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
4	Re-elect Ros O'Shea as Director	Mgmt	For	For	For
5	Re-elect Padraig Kenny as Director	Mgmt	For	For	For
6	Re-elect Deirdre Somers as Director	Mgmt	For	For	For
7	Re-elect William McKechnie as Director	Mgmt	For	For	For
8	Elect Peter Vivian as Director	Mgmt	For	For	For

## iShares III plc - iShares Euro Aggregate Bond UCITS ETF

Meeting Date: 11/17/2023

Country: Ireland

Meeting Type: Annual

Ticker: IEAG

Primary ISIN: IE00B3DKXQ41

Primary SEDOL: BSKRJR6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	Voter Rationale: Shareholder should have	e the right to approve th	e implementation of the companys	dividend p	policy.
2	Ratify Deloitte as Auditors	Mgmt	For	For	For

#### iShares III plc - iShares Euro Aggregate Bond UCITS ETF

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction
3	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
4	Re-elect Ros O'Shea as Director	Mgmt	For	For	For
5	Re-elect Padraig Kenny as Director	Mgmt	For	For	For
6	Re-elect Deirdre Somers as Director	Mgmt	For	For	For
7	Re-elect William McKechnie as Director	Mgmt	For	For	For
8	Elect Peter Vivian as Director	Mgmt	For	For	For

#### **IMCD NV**

**Meeting Date:** 11/27/2023

**Country:** Netherlands

Meeting Type: Extraordinary Shareholders

Ticker: IMCD

**Primary ISIN:** NL0010801007

**Primary SEDOL:** BNCBD46

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Extraordinary Meeting Agenda	Mgmt			
1	Open Meeting	Mgmt			
2	Elect Dorthe Mikkelsen to Supervisory Board	Mgmt	For	For	For
3	Close Meeting	Mgmt			

## **Quoniam Funds Selection SICAV - European Equities**

Meeting Date: 11/27/2023

Country: Luxembourg

Meeting Type: Annual

Ticker: N/A

Primary ISIN: LU0374936432 Prim

Primary SEDOL: 4DHNS83

#### Did Not Vote Due to Ballot Shareblocking

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive and Approve Board's Report	Mgmt	For	For	Do Not Vote
2	Receive and Approve Auditor's Report	Mgmt	For	For	Do Not Vote
3	Approve Financial Statements	Mgmt	For	For	Do Not Vote
4	Approve Allocation of Income	Mgmt	For	For	Do Not Vote
5	Approve Discharge of Directors	Mgmt	For	For	Do Not Vote

## **Quoniam Funds Selection SICAV - European Equities**

Proposa Number		Proponent	Mgmt Rec	Policy Rec	Vote Instruction
6	Elect Directors	Mgmt	For	Against	Do Not Vote
7	Appoint Auditor	Mgmt	For	For	Do Not Vote

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive and Approve Board's Report	Mgmt	For	For	For
2	Receive and Approve Auditor's Report	Mgmt	For	For	For
3	Approve Financial Statements	Mgmt	For	For	For
4	Approve Allocation of Income	Mgmt	For	For	For
5	Approve Discharge of Directors	Mgmt	For	For	For
6	Elect Directors	Mgmt	For	Against	Against
	Voter Rationale: Companies should provide meeting to enable shareholders to cast at		on directors standing for election	at least 21	days in advance of the
7	Appoint Auditor	Mgmt	For	For	For

#### **New Capital Asia Future Leaders Fund**

Meeting Date: 12/01/2023

Country: Ireland

Meeting Type: Annual

Ticker: N/A

Primary ISIN: IE00BGSXT502

Primary SEDOL: BGSXT50

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ratify PricewaterhouseCoopers as Auditors	Mgmt	For	For	For
2	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For

#### **Pictet-Global Emerging Debt**

Meeting Date: 12/04/2023

Country: Luxembourg

Meeting Type: Annual

**Ticker:** 46395

Primary ISIN: LU0128467544 Prim

Primary SEDOL: B7KL647

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
1	Receive Board's and Auditor's Reports	Mgmt				

# **Pictet-Global Emerging Debt**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction
2	Approve Financial Statements	Mgmt	For	For	For
3	Approve Allocation of Income and Dividends	Mgmt	For	For	For
4	Ratify Payment of Dividends for Shares with a Monthly and Semi-Annual Dividend Distribution Policy	Mgmt	For	For	For
5	Approve Discharge of Directors	Mgmt	For	For	For
6.1	Re-elect Olivier Ginguene as Director	Mgmt	For	For	For
6.2	Re-elect John Sample as Director	Mgmt	For	For	For
6.3	Re-elect Jerome Wigny as Director	Mgmt	For	For	For
6.4	Re-elect Tracey Mc Dermott as Director	Mgmt	For	For	For
6.5	Re-elect Elisabeth Odman as Director	Mgmt	For	For	For
7	Renew Appointment of Deloitte as Auditor	Mgmt	For	For	For
8	Transact Other Business (Non-Voting)	Mgmt			

## **Pictet-Global Environmental Opportunities**

Meeting Date: 12/04/2023 Country: Luxembourg

Meeting Type: Annual

**Ticker:** 175954

**Primary ISIN:** LU0503631714

Primary SEDOL: B3Q63R0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Board's and Auditor's Reports	Mgmt			
2	Approve Financial Statements	Mgmt	For	For	For
3	Approve Allocation of Income and Dividends	Mgmt	For	For	For
4	Ratify Payment of Dividends for Shares with a Monthly and Semi-Annual Dividend Distribution Policy	Mgmt	For	For	For
5	Approve Discharge of Directors	Mgmt	For	For	For
6.1	Re-elect Olivier Ginguene as Director	Mgmt	For	For	For
6.2	Re-elect John Sample as Director	Mgmt	For	For	For
6.3	Re-elect Jerome Wigny as Director	Mgmt	For	For	For
6.4	Re-elect Tracey Mc Dermott as Director	Mgmt	For	For	For
6.5	Re-elect Elisabeth Odman as Director	Mgmt	For	For	For
7	Renew Appointment of Deloitte as Auditor	Mgmt	For	For	For
8	Transact Other Business (Non-Voting)	Mgmt			

# GAM Star Credit Opportunities (EUR) a sub-fund of GAM Star Fund p.l.c.

Meeting Date: 12/07/2023

Country: Ireland

Meeting Type: Annual

Ticker: GAF0

Primary ISIN: IE00B567SW70

Primary SEDOL: BKY5QM4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction		
1	Ratify PricewaterhouseCoopers as Auditors	Mgmt	For	Against	Against		
	Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.						
2	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For		

#### **Uniper SE**

Meeting Date: 12/08/2023

Country: Germany

Meeting Type: Extraordinary Shareholders

Ticker: UN01

Primary ISIN: DE000UNSE018

Primary SEDOL: BZ6CZ43

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve EUR 18.70 Reduction in Share Capital via Redemption of Shares	Mgmt	For	For	For
2	Approve EUR 5.8 Billion Reduction in Share Capital and Allocation to Capital Reserves	Mgmt	For	For	For
3	Approve EUR 7.9 Billion Reduction in Share Capital via 20:1 Reverse Stock Split	Mgmt	For	For	For
4	Approve Affiliation Agreement with Uniper Beteiligungs GmbH	Mgmt	For	For	For

## **iShares VII plc - iShares Core S&P 500 UCITS ETF**

Meeting Date: 12/15/2023

Country: Ireland

Ticker: CSPX

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Vote Rec Instruction	1
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For For	
	Voter Rationale: Shareholder should in	have the right to appro	ove the implementation	n of the companys dividend policy.	
2	Ratify Deloitte as Auditors	Mgmt	For	For For	

# **iShares VII plc - iShares Core S&P 500 UCITS ETF**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Vote Instruction
3	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
4	Re-elect Ros O'Shea as Director	Mgmt	For	For	For
5	Re-elect Padraig Kenny as Director	Mgmt	For	For	For
6	Re-elect Deirdre Somers as Director	Mgmt	For	For	For
7	Re-elect William McKechnie as Director	Mgmt	For	For	For
8	Elect Peter Vivian as Director	Mgmt	For	For	For

#### **Sodexo SA**

Meeting Date: 12/15/2023

Country: France

Meeting Type: Annual/Special

Ticker: SW

Primary ISIN: FR0000121220 Primary SEDOL: 7062713

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
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
3	Approve Allocation of Income and Dividends of EUR 3.10 per Share	Mgmt	For	For	For
	Extraordinary Business	Mgmt			
4	Amend Article 17 of Bylaws Re: Allocation of Income	Mgmt	For	For	For
5	Suspension, on an Exceptional Basis, of Dividend Premium with Regard to Distribution in Kind of Shares of Pluxee	Mgmt	For	For	For
	Ordinary Business	Mgmt			
6	Reelect Sophie Bellon as Director	Mgmt	For	For	For
7	Reelect Nathalie Bellon-Szabo as Director	Mgmt	For	For	For
	Voter Rationale: A non-independent direct non-independent directors could hamper				
8	Reelect Federico J. Gonzalez Tejera as Director	Mgmt	For	For	For
9	Elect Gilles Pelisson as Director	Mgmt	For	For	For

#### **Sodexo SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction				
10	Approve Compensation of Sophie Bellon, Chairman and CEO	Mgmt	For	Against	Against				
	Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Substantial pay-outs under incentive schemes should only be available for superior performance. Reaching threshold targets may warrant vesting of only a small proportion of incentive awards. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.								
11	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For				
12	Approve Remuneration of Directors in the Aggregate Amount of EUR 1.3 Million	Mgmt	For	For	For				
13	Approve Remuneration Policy of Directors	Mgmt	For	For	For				
14	Approve Remuneration Policy of Executive Corporate Officer	Mgmt	For	Against	Against				
	under the short-term/long-term incentive s expectations. Companies should consider minimum introduce an additional holding c should it identify any facts of manipulation and other key managers which were detrir obtained in such manner are repaid to it.	extending vesting perior deferral period. The of of reported indicators	ods for long-term incentive plans to company should put in place a proc or other bad faith actions on the pa	o 5 years of cedure which art of any of	r longer or as a ch would enable it, its executive directors				
15	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For				
	Extraordinary Business	Mgmt							
16	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 85 Million	Mgmt	For	For	For				
17	Authorize Capitalization of Reserves of Up to EUR 85 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For	For				
18	Authorize up to 2.5 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	For	For				
19	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For	For				
20	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For				
	Extraordinary Business	Mgmt							
21	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For				

## **Amundi Funds European Equity Value**

Meeting Date: 12/29/2023

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

Ticker: X137

**Primary ISIN:** LU1883314244

Primary SEDOL: BHLPL09

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Board's and Auditor's Reports	Mgmt			
2	Approve Financial Statements	Mgmt	For	For	For
3	Approve Allocation of Income	Mgmt	For	For	For
4	Approve Discharge of Directors	Mgmt	For	For	For
5	Elect Yannic Raulin as Director	Mgmt	For	For	For
6	Re-elect Eric Francis Van Eyken as Director	Mgmt	For	For	For
7	Re-elect Eric Pinon as Director	Mgmt	For	For	For
8	Re-elect Bruno Prigent as Director	Mgmt	For	For	For
9	Re-elect Thierry Ancona as Director	Mgmt	For	For	For
10	Renew Appointment of PricewaterhouseCoopers as Auditor	Mgmt	For	For	For
11	Approve Remuneration of Eric Pinon as Director	Mgmt	For	For	For
12	Approve Remuneration of Bruno Prigent as Director	Mgmt	For	For	For
13	Approve Remuneration of Eric Van Eyken as Director	Mgmt	For	For	For
14	Transact Other Business (Non-Voting)	Mgmt			

#### **Amundi Funds US Pioneer Fund**

Meeting Date: 12/29/2023

Country: Luxembourg

Meeting Type: Annual

Ticker: X13Q

**Primary ISIN:** LU1883872332

Primary SEDOL: BKT9MW3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Board's and Auditor's Reports	Mgmt			
2	Approve Financial Statements	Mgmt	For	For	For
3	Approve Allocation of Income	Mgmt	For	For	For
4	Approve Discharge of Directors	Mgmt	For	For	For
5	Elect Yannic Raulin as Director	Mgmt	For	For	For
6	Re-elect Eric Francis Van Eyken as Director	Mgmt	For	For	For

## **Amundi Funds US Pioneer Fund**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Re-elect Eric Pinon as Director	Mgmt	For	For	For
8	Re-elect Bruno Prigent as Director	Mgmt	For	For	For
9	Re-elect Thierry Ancona as Director	Mgmt	For	For	For
10	Renew Appointment of PricewaterhouseCoopers as Auditor	Mgmt	For	For	For
11	Approve Remuneration of Eric Pinon as Director	Mgmt	For	For	For
12	Approve Remuneration of Bruno Prigent as Director	Mgmt	For	For	For
13	Approve Remuneration of Eric Van Eyken as Director	Mgmt	For	For	For
14	Transact Other Business (Non-Voting)	Mgmt			



#### **Contact Us**

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