

# ALH GRUPPE ALL VOTES

01/01/2023 to 31/03/2023

Date range covered : 01/01/2023 to 03/31/2023

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

Meeting Date		bourg Extraordinary Shareholders	Ticker: 1SL1		
			Primary ISIN: LU030663	2414	Primary SEDOL: B8BQN03
Proposal lumber	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Amend Article 1 Re: Change of Comp Name to abrdn SICAV II	pany Mgmt	For	For	For
2	Amend Article 12 Re: Issue, Redemp and Conversion of Shares	tion Mgmt	For	For	For
Aegon I	NV				
	<b>:</b> 01/17/2023 <b>Country:</b> Nether	lands Extraordinary Shareholders	Ticker: AGN		
	<b>:</b> 01/17/2023 <b>Country:</b> Nether			13709	Primary SEDOL: 5927375
Aegon I Meeting Date	<b>:</b> 01/17/2023 <b>Country:</b> Nether			13709 Voting Policy Rec	Primary SEDOL: 5927375 Vote Instruction
Meeting Date	e: 01/17/2023 Country: Nether Meeting Type: 1	Extraordinary Shareholders	Primary ISIN: NL000030 Mgmt	Voting Policy	Vote
Meeting Date	Proposal Text	Extraordinary Shareholders Proponent	Primary ISIN: NL000030 Mgmt	Voting Policy	Vote
Meeting Date Proposal Number	e: 01/17/2023 Country: Nether Meeting Type: I Proposal Text Extraordinary Meeting Agenda	Extraordinary Shareholders Proponent Mgmt	Primary ISIN: NL000030 Mgmt	Voting Policy	Vote
Meeting Date	e: 01/17/2023 Country: Nether Meeting Type: I Proposal Text Extraordinary Meeting Agenda Open Meeting	Extraordinary Shareholders Proponent Mgmt Mgmt	Primary ISIN: NL000030 Mgmt Rec	Voting Policy Rec	Vote Instruction

#### 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

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	Ticker: N/A	
	Meeting Type: Annual		
		Primary ISIN: LU0920839346	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	Ticker: GNAI	
	Meeting Type: Annual		
		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	Ticker: ENR	
	Meeting Type: Annual		
		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 executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. 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-termincentive 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.

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 Meeting Type: Annual	Ticker: SIE	
		Primary ISIN: DE0007236101	Primary SEDOL: 5727973

## **Siemens AG**

Proposal lumber	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	Voting 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		
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**

Meeting Date:	• •	Country: Germany Meeting Type: Annual		Ticker: SHL			
			Primary ISIN: DE	)00SHL1006	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 (Non-Voting)	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 Supervisory Board	Mgmt	For	Against	Abstain
	Voter Rationale: For controlled companies, ensure appropriate balance of independen co-determination system to be fully indepe	ce and objectivity. We			
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 companies, ensure appropriate balance of independen 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 ye virtual-only meetings would be held which			the circums	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	Ticker: IFX	
	Meeting Type: Annual		
		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 evo		a long period of time should consid	der a plan ol	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 finance company.	cial derivatives when re	purchasing shares should 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 Annual General Meeting by Means of Audio and Video Transmission	Mgmt	For	For	For
10	Approve Remuneration Policy	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. 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 Rec	Vote Instruction
11	Approve Remuneration Report	Mgmt	For	Against	Against
Voter Rationale: Remuneration committee should not allow vesting of incentive awards for below median performance. Company 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 Meeting Type: Extraordinary Shareholders	Ticker: OCI	
		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 Meeting Type: Extraordinary Shareholders	Ticker: ARGX	
		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			

#### Kone Oyj

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 commi major shareholder(s).	ttee should be fully inc	lependent from the company and n	najority inde	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 fro membership could hamper the committee establish appropriate checks and balances	m the company and m 's impartiality and effec	ajority independent from its major tiveness. The board should appoin	shareholde t a Lead In	er(s) and this director dependent Director t			

establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Cl 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. We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders

13.e	Reelect Iiris Herlin as Director	Mgmt	For	For	For

# 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 n	ominating committee sl	hould 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 i	ile there are benefits fro	om allowing participation at shareh	older meet	ings via electronic

	avoid uncomfortable questions.	nearningraf exertariges b	etreen management and shareno.		
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 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 repor	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 reduce director terms and, ideally, introduce annual re-elections, in order to facilitate a more dynamic board refreshment process.							
47	Reelect Gregory Berthier 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.							
48	Reelect Christine Gentil as Director	Mgmt	For	Against	Against			
	Voter Rationale: The company should redu dynamic board refreshment process.	ice director terms	and, ideally, introduce a	nnual re-elections, in order	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 redu dynamic board refreshment process.	ice director terms	and, ideally, introduce a	nnual re-elections, in order	r to facilitate a more			
51	Authorize Filing of Required	Mgmt	For	For	For			

# Janus Henderson Pan European

Meeting Date: 03/15/2023	Country: Luxembourg	Ticker: FGVM	
	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 Business' should not be a voting item.

## Banco Bilbao Vizcaya Argentaria SA

Meeting Date: 03/16/2023	Country: Spain	Ticker: BBVA	
	Meeting Type: Annual		
		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	Voting 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 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.						
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 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.

#### **Carl Zeiss Meditec AG**

Meeting Date: 03/22/2023	Country: Germany	Ticker: AFX	
	Meeting Type: Annual		
		Primary ISIN: DE0005313704	Primary SEDOL: 5922961

<b>B</b>			M	Voting	N-1-
Proposal Number	Proposal Text	Proponent	Mgmt Rec	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 all shareholder meetings to virtual only attendance for the next 5 years. The company has not provided a compelling rationale to remove physical shareholder meetings. This is not in line with best practice. A vote AGAINST 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

roposal umber	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
.6	Amend Articles Re: Supervisory Board Committees	Mgmt	For	For	For
.1	Elect Karl Lamprecht to the Supervisory Board	Mgmt	For	Against	Against
	Voter Rationale: This director is not an ind The remuneration committee requires ind committee's impartiality and effectiveness hamper the committee's impartiality and of and social issues. We are holding this dire appropriate checks and balances on the E as a point of contact for shareholders, no through the board Chairman are consider	lependence, and non- s. The nomination con effectiveness. The cor ector accountable. The Board, support the Cha n-executive directors	independent directors could be c nmittee should be independent a npany should establish formal bc e board should appoint a Lead Ir. airman, ensure orderly successic	conflicted, there and this director pard-level overs adependent Dire on process for t	by hampering the s membership could hight of environmental ector to establish the Chairman, and act
3.2	Elect Tania von der Goltz to the Supervisory Board	Mgmt	For	For	For
1	Elect Christian Mueller to the Supervisory Board	Mgmt	For	Against	Against
	Voter Rationale: The director is a non-ind committee, the nomination committee sh at 33%. The board also has 33% female years. A vote AGAINST is warranted on in	ould have 100% indep representation on the	pendent. In addition the board h e board, they have been adding t	as below 50% i	independence, currently
4	Elect Peter Kameritsch to the Supervisory Board	Mgmt	For	For	For
5	Elect Isabel De Paoli to the Supervisory Board	Mgmt	For	For	For
5	Elect Torsten Reitze to the Supervisory Board	Mgmt	For	Against	Against
	Voter Rationale: The director is a non-ind and should have 100% independence. A			ne audit commit	tee is a key committee
	Approve Remuneration Policy	Mgmt	For	Against	Against
	Voter Rationale: A vote AGAINST the rem disclosure on the proposed weighting for guaranteed bonus at termination• Exc no disclosure on shareholding guidelines a 3 month cliff vesting rather than a prefe	performance metrics of ressive defined benefit and the CEO does not	and specific performance targets t pension of EUR 365,630• LT	• There is the IP award is paid	fully in cash• There is
	Shareholder Proposal Submitted by Carl Zeiss AG	Mgmt			
	2000 / 10				

## **Orion Oyj**

Meeting Date: 03/22/2023	Country: Finland Meeting Type: Annual	Ticker: ORNBV	
	· · · · · · · · · · · · · · · · · · ·	Primary ISIN: FI0009014377	Primary SEDOL: B17NY40

## **Orion Oyj**

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 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 Vote)	Mgmt	For	Against	Against
	Voter Rationale: Incentive awards to exect reward strong performance and drive sha vesting periods for long-term incentive pla The company should put in place a proced indicators or other bad faith actions on the the long-term interests of its shareholders	reholder value over a ans to 5 years or long dure which would end e part of any of its ed	a sufficiently long period of tim ger or as a minimum introduce able it, should it identify any fa xecutive directors and other ke	e. Companies show an additional hold acts of manipulation y managers which	uld consider extending ding or deferral period. on of reported n were detrimental to
11	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	Mgmt	For	For	For
12	Fix Number of Directors at Eight	Mgmt	For	For	For
13	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	Mgmt	For	Against	Against
	Reelect Kari Jussi Aho, Maziar Mike Doustdar, Ari Lehtoranta, Veli-Matti Mattila, Hilpi Rautelin, Eija Ronkainen, Mikael Silvennoinen (Chair) and Karen	Mgmt ngly complex interna derstanding of the a oport a pay related p ir, we are not incline on the board. In de board should submit	For ational accounting standards, th ccounting rules and of the aud roposal at the company. Due to d to support their re-election to veloped markets, our minimum directors for re-election individ	Against he audit committe it process. In rece o ongoing concerr o the board. The o n expectation is th	Against e benefits from nt years, this is not the regarding decisions Company should put in at women should

14	Approve Remuneration of Auditors	Mgmt	For	For	For
15	Ratify KPMG as Auditors	Mgmt	For	For	For

# Orion Oyj

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
16	Allow Shareholder Meetings to be Held by Electronic Means Only	Mgmt	For	Refer	Against
	Voter Rationale: vote AGAINST the prop virtual-only shareholder meetings. While virtual-only meetings may hinder meanin uncomfortable questions.	there are benefits	s from allowing participati	on at shareholder meetings	s 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		
		Primary ISIN: FR0013154002	Primary SEDOL: BYZ2QP5

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 elect to shareholders.	ted by shareholders on	an annual basis in order to strengt	then the acc	countability of the board
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
	Voter Rationale: Shareholders should have	ve the right to elect dire	ectors annually in order to hold the	m to accoui	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 sharehold jobs. Significant salary increases should l directors. On early termination, all share- a change of control. Companies should c minimum introduce an additional holding should it identify any facts of manipulatic directors and other key managers which wrongfully obtained in such manner are b	ponents and termin ler value creation ir be linked to materia based awards show onsider extending or deferral period. on of reported indic were detrimental to	nation arrangements. All e n addition to and above to al changes in the busines uld be time pro-rated and vesting periods for long-t The company should pu rators or other bad faith a	exceptional awards should hat expected of directors a s or in the role and respond t tested for performance, in term incentive plans to 5 y t in place a procedure whi actions on the part of any	be clearly linked to as a normal part of thein nsibilities of executive including in the event of ears or longer or as a ich would enable it, of its executive			
9	Approve Compensation of Rene Faber, Vice-CEO	Mgmt	For	Against	Against			
	Voter Rationale: Incentive awards to exe reward strong performance and drive sha vesting periods for long-term incentive p	areholder value ove	er a sufficiently long perio	nd of time. Companies sho	uld consider extending			
10	Approve Remuneration Policy of Vice-CEO	Mgmt	For	Against	Against			
	variable incentives, any exceptional comp performance and demonstrate sharehold jobs. Significant salary increases should l directors. On early termination, all share- a change of control. Companies should of minimum introduce an additional holding should it identify any facts of manipulatio directors and other key managers which wrongfully obtained in such manner are a	er value creation ir be linked to materia based awards show onsider extending or deferral period. on of reported indic were detrimental to	n addition to and above to al changes in the busines uld be time pro-rated and vesting periods for long-t The company should pu rators or other bad faith a	hat expected of directors a s or in the role and respond tested for performance, in term incentive plans to 5 y t in place a procedure white totions on the part of any	as a normal part of thein nsibilities of executive including in the event of ears or longer or as a ich would enable it, of its executive			
11	Authorize Repurchase of Up to 10 Percent of Issued Share 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.							
12	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For			
	Extraordinary Business	Mgmt						
13	Approve Issuance of Equity or Equity-Linked Securities Reserved for Specific Beneficiaries, up to Aggregate Nominal Amount of EUR 133,980	Mgmt	For	For	For			
14	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For			
15	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	Against	Against	Against			
	Voter Rationale: This plan could lead to e	excessive dilution.						
16	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	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 electe to shareholders.	ed by shareholders on	an annual basis in order to strengti	hen the acc	ountability 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	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 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.

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

roposal lumber	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 shou 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 d proposal at the comp inclined to support the s should engage with th	% of the board. In recent years, th any. Due to ongoing concerns rega eir re-election to the board. Compan neir key shareholders to understanc	is is not the rding decisi nies that re	e first time that we ons 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 companie appropriate balance of independence and could hamper the committee's impartiality	objectivity. The audit c			
8	Authorize Company to Call EGM with 15 Days' Notice	Mgmt	For	For	For
	-				
9	Receive Amendments to Board of Directors Regulations	Mgmt			

## Neste Corp.

Meeting Date: 03/28/2023	Country: Finland Meeting Type: Annual	Ticker: NESTE	
		Primary ISIN: FI0009013296	Primary SEDOL: B06YV46

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 exect reward strong performance and drive sha long-term incentive plans to 5 years or low	reholder value ove	er time. Companies should	consider extending vesti	ing 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
	New Directors				
	Voter Rationale: The board should submit hold directors individually accountable for support a pay related proposal at the con chair, we are not inclined to support their diversity on the board. In developed mark	their performance pany. Due to ongo re-election to the	e. In recent years, this is n bing concerns regarding d board. The Company shou	not the first time that we lecisions taken by the ren uld put in place a policy t	have been unable to nuneration committee o increase gender
14	Voter Rationale: The board should submit hold directors individually accountable for support a pay related proposal at the con chair, we are not inclined to support their	their performance pany. Due to ongo re-election to the	e. In recent years, this is n bing concerns regarding d board. The Company shou	not the first time that we lecisions taken by the ren uld put in place a policy t	have been unable to nuneration committee o increase gender
14 15	Voter Rationale: The board should submit hold directors individually accountable for support a pay related proposal at the con chair, we are not inclined to support their diversity on the board. In developed mark	their performance apany. Due to ong re-election to the tets, our minimum	e. In recent years, this is n bing concerns regarding d board. The Company shou expectation is that wome	not the first time that we lecisions taken by the ren uld put in place a policy t en should comprise at lea:	have been unable to nuneration committee o increase gender st 40% of the board.
	Voter Rationale: The board should submit hold directors individually accountable for support a pay related proposal at the con chair, we are not inclined to support their diversity on the board. In developed mark Approve Remuneration of Auditors	their performance apany. Due to ong re-election to the cets, our minimum Mgmt	e. In recent years, this is n bing concerns regarding d board. The Company shou expectation is that wome For	not the first time that we lecisions taken by the ren uld put in place a policy t en should comprise at lea For	have been unable to nuneration committee o increase gender st 40% of the board. For
15	Voter Rationale: The board should submit hold directors individually accountable for support a pay related proposal at the con chair, we are not inclined to support their diversity on the board. In developed mark Approve Remuneration of Auditors Ratify KPMG as Auditors	their performance apany. Due to ongo re-election to the kets, our minimum Mgmt Mgmt	e. In recent years, this is no bing concerns regarding do board. The Company shou expectation is that wome For For	not the first time that we lecisions taken by the ren uld put in place a policy to an should comprise at leas For For	have been unable to nuneration committee o increase gender st 40% of the board. For For
15 16	Voter Rationale: The board should submit hold directors individually accountable for support a pay related proposal at the con chair, we are not inclined to support their diversity on the board. In developed mark Approve Remuneration of Auditors Ratify KPMG as Auditors Authorize Share Repurchase Program Approve Issuance of up to 23 Million	their performance apany. Due to ongo re-election to the kets, our minimum Mgmt Mgmt Mgmt	e. In recent years, this is no bing concerns regarding du board. The Company shou expectation is that wome For For For	not the first time that we lecisions taken by the ren uld put in place a policy to on should comprise at leas For For For For	have been unable to nuneration committee o increase gender st 40% of the board. For For For
15 16 17	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 mark Approve Remuneration of Auditors Ratify KPMG as Auditors Authorize Share Repurchase Program Approve Issuance of up to 23 Million Shares without Preemptive Rights	a their performance apany. Due to ongo re-election to the kets, our minimum Mgmt Mgmt Mgmt Mgmt Mgmt posed article amen- there are benefits	e. In recent years, this is no bing concerns regarding du board. The Company shou expectation is that wome For For For For For For adments is warranted beca from allowing participation	not the first time that we lecisions taken by the ren uld put in place a policy t en should comprise at lea: For For For For Refer ause the new articles prov n at shareholder meetings	have been unable to nuneration committee o increase gender st 40% of the board. For For For For Against vide the possibility for s via electronic means,

#### **Randstad NV**

Meeting Date: 03/28/2023	Country: Netherlands Meeting Type: Annual	Ticker: RAND	
		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	utives should be reholder value ov	clearly disclosed and inclu er a sufficiently long perio	ude robust and stretching µ od of time.	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
За	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
6с	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	Ticker: SAN	
	Meeting Type: Annual		
		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**

				Voting	
Proposal Number	Proposal Text	Proponent	Mgmt Rec	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	Agains	t Against
	Voter Rationale: Incentive awards to exect reward strong performance and drive shat not allow vesting of incentive awards for periods for long-term incentive plans to 5	reholder value over Substantially below	a sufficiently long pe median performance.	riod of time. The remune Companies should consid	ation committee should ler extending vesting
6.B	Approve Remuneration of Directors	Mgmt	For	For	For
6.C	Fix Maximum Variable Compensation	Mgmt	For	For	For

	Ratio				
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
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#### **Banco Santander SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
6.F	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 periods for long-term incentive plans to s	areholder value ove substantially belov	er a sufficiently long perio v median performance. C	od of time. The remunerati Companies should consider	ion committee should extending vesting	
7	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For	
CaixaBa	ank SA					
Monting Date			Tickor: CARK			

Meeting Date: 03/30/2023	Country: Spain	Ticker: CABK		
	Meeting Type: Annual			
		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 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 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	e the right to elect dire	ctors annually in order to hold then	n to accoun	t.
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
11		utives should be clearly reholder value over a s	v disclosed and include robust and s ufficiently long period of time. Long	stretching p term ince	performance targets to ntive awards should be
11 12	Vote) Voter Rationale: Incentive awards to exect reward strong performance and drive shar	utives should be clearly reholder value over a s	v disclosed and include robust and s ufficiently long period of time. Long	stretching p term ince	performance targets to ntive awards should be
	Vote) <i>Voter Rationale: Incentive awards to exect</i> <i>reward strong performance and drive shat</i> <i>used to incentivise long-term performance</i> 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	utives should be clearl, reholder value over a s and should not be all	v disclosed and include robust and s ufficiently long period of time. Long owed to vest within 3 years since th	stretching p i-term incel ne date of g	performance targets to ntive awards should be rrant.
12 13	Vote) <i>Voter Rationale: Incentive awards to exect reward strong performance and drive shar used to incentivise long-term performance</i> 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	utives should be clearl, reholder value over a s e and should not be all Mgmt	v disclosed and include robust and s ufficiently long period of time. Long owed to vest within 3 years since th For	<i>stretching µ</i> <i>i-term ince</i> <i>ie date of g</i> For	performance targets to Intive awards should be Irant. For
12	Vote) <i>Voter Rationale: Incentive awards to exect</i> <i>reward strong performance and drive shar</i> <i>used to incentivise long-term performance</i> 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 Approve Remuneration of Auditors	utives should be clearly reholder value over a s e and should not be all Mgmt Mgmt	v disclosed and include robust and a ufficiently long period of time. Long owed to vest within 3 years since th For	for For	performance targets to ntive awards should be trant. For For
12 13 14	Vote) <i>Voter Rationale: Incentive awards to exect</i> <i>reward strong performance and drive shar</i> <i>used to incentivise long-term performance</i> 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 Approve Remuneration of Auditors Ratify Deloitte as Auditors Amend Articles Re: Board of Directors	utives should be clearly reholder value over a s and should not be all Mgmt Mgmt Mgmt	v disclosed and include robust and a ufficiently long period of time. Long owed to vest within 3 years since th For For For	For For For	Performance targets to Intive awards should be grant. For For For
12 13 14 15	Vote) Voter Rationale: Incentive awards to exect reward strong performance and drive shat used to incentivise long-term performance 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 Approve Remuneration of Auditors Ratify Deloitte as Auditors Amend Articles Re: Board of Directors and Term of Office	utives should be clearly reholder value over a s e and should not be all Mgmt Mgmt Mgmt Mgmt	v disclosed and include robust and a ufficiently long period of time. Long owed to vest within 3 years since th For For For For	For For For For For For	For For For For
12 13 14 15 16	<ul> <li>Vote)</li> <li><i>Voter Rationale: Incentive awards to exect reward strong performance and drive share used to incentivise long-term performance</i></li> <li>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</li> <li>Approve Remuneration of Auditors</li> <li>Ratify Deloitte as Auditors</li> <li>Amend Articles Re: Board of Directors and Term of Office</li> <li>Authorize Share Repurchase Program</li> <li>Approve Issuance of up to 33 Million Class B Shares without Preemptive</li> </ul>	utives should be clearly reholder value over a s and should not be all Mgmt Mgmt Mgmt Mgmt Mgmt	v disclosed and include robust and a ufficiently long period of time. Long owed to vest within 3 years since the For For For For For	For For For For For For For For	For For For For For For

#### **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	Voti Poli Rec	y Vot	e truction
1.1	Approve Consolidated and Standalone Financial Statements	Mgmt	For	For	For	
	Voter Rationale: Shareholders should have	e the right to elect	directors annually in	order to hold them to a	count.	
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	Aga	nst Aga	ainst
	Voter Rationale: Incentive awards to exect reward strong performance and drive sha schemes should only be available for sup- proportion of incentive awards. Severance should be subject to a separate sharehold	reholder value over erior performance. e payments should	r a sufficiently long p Reaching threshold t	eriod of time. Substantia argets may warrant vest	l pay-outs ng of only	under incentive a small
8	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For	
9	Advisory Vote on Remuneration Report	Mgmt	For	Aga	nst Aga	ainst
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.	er incentive schem all proportion of inc	es should only be av centive awards. Incer	ailable for superior perfo	rmance. R s should b	eaching thresi be clearly disci

## **UniCredit SpA**

Meeting Date: 03/31/2023		Country: Italy Meeting Type: Annual/Specia		Ticker: UCG			
			Primar	<b>y ISIN:</b> IT0005239360	Pri	mary SEDOL: BYMXPS7	
Proposal Number	Proposal Text	Propone	Mgmt ent Rec	Voti Poli Rec	cy Voi	te struction	
	Ordinary Busines	s 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 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. Any increase in the size of awards under the short-term/long-term incentive scheme(s) should be accompanied by a corresponding increase in performance expectations.							
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 authorities should be for share plans that incentivise long-term value creation.							
3	Authorize Cancellation of Treasury Shares without Reduction of Share Capital	Mgmt	For	For	For			
A	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	Mgmt	None	Against	Against			

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.



## **Contact Us**

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